April 13, 2023

via electronic mail
SECURITIES AND EXCHANGE COMMISSION
SEC Headquarters, 7909 Makati Avenue
Salcedo Village, Bel-Air, Makati City

ATTENTION : **DIR. VICENTE GRACIANO P. FELIZMENIO, JR.**
Markets and Securities Regulation Department

via PSE EDGE
PHILIPPINE STOCK EXCHANGE, INC.
PSE Tower, 28th Street, cor. 5th Avenue,
Bonifacio Global City, Taguig City

ATTENTION : **MS. ALEXANDRA D. TOM WONG**
Officer-in-Charge - Disclosure Department

via electronic mail
PHILIPPINE DEALING & EXCHANGE CORP.
Market Regulatory Services Group
29th Floor BDO Equitable Tower
8751 Paseo de Roxas, Makati City

ATTENTION : **ATTY. MARIE ROSE M. MAGALLEN-LIRIO**
Head - Issuer Compliance and Disclosures Department

Gentlemen:

Attached is the SEC Form 17-A (Annual Report 2022) of Aboitiz Equity Ventures Inc. for your files.

Kindly acknowledge receipt hereof.

Thank you.

Very truly yours,

ABOITIZ EQUITY VENTURES INC.
By:

MANUEL ALBERTO R. COLAYCO
Corporate Secretary

COVER SHEET

C E O 2 5 3 6

S.E.C. Registration Number

A B O I T I Z E Q U I T Y V E N T U R E S I N C .

(Company's Full Name)

3 2 N D S T R E E T , B O N I F A C I O G L O B A L

C I T Y , T A G U I G C I T Y , M E T R O M A N I L A

P H I L I P P I N E S

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

MANUEL ALBERTO R. COLAYCO	(02) 8 886-2338
Contact Person	Company Telephone Number

2022

Annual Report

Fiscal Year	FORM TYPE	Annual Meeting
1 2 (Month) 3 1 (Day)	1 7 - A	4th Monday of April: 0 4 (Month) 2 4 (Day)

Month *Day* Fiscal Year

FORM TYPE

Month *Day* Annual Meeting

N/A

Secondary License Type, if Applicable

SEC	N/A
Dept. Requiring this Doc	Amended Articles Number/Section

	x	
Total No. of Stockholders	Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

Remarks = Pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 177
OF THE REVISED CORPORATION CODE OF THE PHILIPPINES

1. For the year ended **2022**

2. SEC Identification Number **CEO2536** 3. BIR TIN **003-828-269-000-V**

4. Exact name of registrant as specified in its charter **Aboitiz Equity Ventures Inc.**

5. **Philippines** 6. [ ]
Province, country or other jurisdiction of incorporation — Industry Classification Code

7. **32nd Street, Bonifacio Global City, Taguig City, Metro Manila** **1634**
Address of principal office — Postal Code

8. **(02) 8 886-2800**
Issuer's telephone number, including area code

9. **NA**
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Section 4 and 8 of the RSA.

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock ₱1 Par Value	**5,630,225,457**
Amount of Debt Outstanding (As of December 31, 2022)	**₱376,767,527,000.00**

Fixed-Rate Peso Retail Bonds Issued by the Company:

Issue Date	Series	Amount of Issuance	Maturity Date	Tenor
August 2015	Series C	₱5 billion	August 2027	12 years
June 2019	Series A	₱3.4 billion	June 2024	5 years
June 2019	Series B	₱1.7 billion	June 2029	10 years
November 2020	Series C	₱6.9 billion	November 2023	3 years
November 2020	Series D	₱0.7 billion	November 2025	5 years
August 2021	Series E	₱5 billion	August 2025	4 years
August 2021	Series F	₱5 billion	August 2028	7 years
December 2022	Series A	₱9.1 billion	June 2026	3.5 years
December 2022	Series B	₱10.9 billion	November 2029	7 years

For a discussion on the Company's bond issuances, please refer to Part I Item 1 (I)(b).

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

Yes (✓) No ( )

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange **Common**

12. Check whether the registrant:

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

Yes (✓) No ( )

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

Yes (✓) No ( )

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

For 2022, aggregate voting stock of registrant held outside of its affiliates and/or officers and employees totaled 5 shares as of December 31, 2022 (for details please refer to the attached notes to financial statements and Schedule H of this report) while its market price per share was ₱57.75 at the close of the last trading day in 2022.

Based on this data, total market value of registrant's voting stock not held by its affiliates and/or officers and employees was computed to be ₱153,533,271,045.00.

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

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

Yes ( ) No (✓)

DOCUMENTS INCORPORATED BY REFERENCE

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

(a) Any annual report to security holders;
- Aboitiz Power Corporation's SEC Form 17-A and 2022 Audited Financial Statements
- 2022 Audited Financial Statements of Aboitiz Equity Ventures Inc. (with BIR ITR Filing Reference)
- Integrated Annual Corporate Governance Report
- Sustainability Report Template and 2022 Annual and Sustainability Report

(b) Any information statement filed pursuant to SRC Rule 20;
- SEC Form 20-IS (Information Statement) for 2023 Annual Stockholders' Meeting

(c) Any prospectus filed pursuant to SRC Rule 8.1.

- Prospectus filed on November 21, 2022 covering ₱8 Billion Fixed-Rate Bonds with an Oversubscription Option of up to ₱12 Billion to be issued under the Company's existing ₱30 Billion Shelf Registration rendered effective in 2019, and up to ₱30 Billion Shelf Registration rendered effective in 2022.

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PART 1 – BUSINESS AND GENERAL INFORMATION

Item 1. Business

Overview of the Business of the Registrant

Aboitiz Equity Ventures Inc. ("AEV", the "Company" or the "Registrant"), is the public holding and management company of the Aboitiz Group, one of the largest conglomerates in the Philippines. As of February 28, 2023, it is the fourth largest Philippine conglomerate based on market capitalization. Incorporated on September 11, 1989, the Company was originally known as Cebu Pan Asian Holdings, Inc. Its name was changed to Aboitiz Equity Ventures Inc. on December 29, 1993, and its ownership was opened to the general public through an initial public offering (IPO) of its common shares in 1994.

Driven by the pursuit of advancing business and communities for the nation's development, AEV's core businesses, conducted through its various domestic and international Subsidiaries and Associates across 11 countries, are grouped into five main categories: (a) power generation, distribution, and retail electricity supply; (b) financial services; (c) food manufacturing; (d) real estate; and (e) infrastructure.

On December 10, 2021, the AEV stockholders ratified the sale of 25.01% of the Company's equity ownership in AboitizPower (equivalent to 25.01% of the total outstanding capital stock of AboitizPower) to JERA Asia, an affiliate of JERA, Japan's largest power generation company. Including the shares acquired from ACO, JERA Asia owned 27% of the total outstanding capital stock of AboitizPower after the completion of the transaction. This transaction is expected to unlock significant capital in AEV to fuel the future growth and expansion of its businesses, and at the same time pave the way for future collaboration with JERA towards achieving AboitizPower's renewable energy growth plan and potential collaboration on optimization plans for plant operations and maintenance.

In 2022, AEV embarked on the Great Transformation ("GT 2025"), with the goal of becoming the country's first *techglomerate,* a legacy conglomerate that uses technology and startup culture to radically transform the way it behaves and operates by (i) harnessing technology and innovation to create exponential advantages, (ii) creating a more diversified portfolio that is substantially invested in the incubation of innovative and disruptive new ideas, products, services, and actual startup companies positioned for success in the future, and (iii) aspiring to become the public's Partner of Choice in modernizing and digitizing communities by helping government and institutions tech-up for more efficiency in developing the economy and society. The Aboitiz Group intends to achieve this by focusing on more modernized, inclusive, and technology-driven operations. As a techglomerate, all businesses under the Aboitiz Group are expected to work together to harness the benefits of technology and transformative innovation in order to add value to each other, and create a *techglomerate premium*.

As of March 21, 2023, ACO owned 48.59% of the outstanding capital stock of AEV, 4.81% was owned by directors, officers, and related parties, while the remaining 46.60% was owned by the public.

As of March 21, 2023, AEV had a market capitalization of ₱295 billion ("bn"), with a share price of ₱52.35 per share.

Neither AEV nor any of its Subsidiaries has ever been the subject of any bankruptcy, receivership, or similar proceedings.

The Company's key business groups representing each of its strategic business units (SBU) are as follows:

Power. AEV's power generation, distribution, and retail electricity supply businesses are operated through AboitizPower and its Subsidiaries, Joint Ventures, and Associates (collectively, "AboitizPower Group"). Based on Energy Regulatory Commission (ERC) Resolution No. 01-2022, dated March 31, 2022, the power generation business of AboitizPower ("Power Generation Business") is among the leaders in the Philippines in terms of installed capacity. Moreover, AboitizPower has the second largest

distribution utility in terms of captive customer connections and energy sales[1] and its Retail Electricity Supply (RES) business is the second largest both in number of customers and total retail market share.[2] AboitizPower is a pioneer in the building and operation of run-of-river mini hydropower plants in the country. Today, through its renewable energy Subsidiaries, AboitizPower has the largest installed capacity of renewable energy under its market control.[3] AboitizPower's common shares are listed on the PSE and as of March 21, 2023, AboitizPower had a market capitalization of ₱273.00 bn, with a share price of ₱37.05 per share.

Food. AEV's integrated agribusiness and food company is operated in the Philippines primarily through Pilmico Foods Corporation (Pilmico) and its Subsidiaries, and its international feeds business through Pilmico International Pte. Ltd. (Pilmico International) and its various Subsidiaries and Associates (collectively as the "Food Group"). The Food Group is composed of three segments: (a) feeds and flour; (b) hog and layer farms; and (c) international animal nutrition.

In July 2018, Pilmico International acquired 75% equity interest in Gold Coin Management Holdings, Pte. Ltd. (GCMH) and its Subsidiaries (collectively, the "Gold Coin Group"), expanding AEV's animal feed business into 11 countries across the Asia-Pacific region. In May 2019, Pilmico International acquired the remaining 25% equity interest in GCMH. The Gold Coin Group is a leading brand in animal nutrition with over 3,055 employees and 22 production facilities across six countries in the Asia-Pacific with an installed milling capacity of three million (mn) metric tons (MT) per year. Following the GCMH acquisition, the Company believes that the Food Group is the fourth largest animal feed producer in Southeast Asia based on internal market data of the capacities of major players within the market.

Financial Services. AEV's financial services group is consolidated under its Associate, Union Bank of the Philippines ("UnionBank" or the "Bank") and its key Subsidiaries, which include City Savings Bank, Inc., a thrift bank, UBP Investments Corporation, a holding company, and UBX Philippines Corporation, and UnionDigital Bank, Inc., the Banks digital and banking arm, an innovation and technology company. UnionBank is a universal banking corporation listed on the PSE. UnionBank is among the top universal banks in the country based on assets as of December 31, 2022, as reported in disclosures made by private universal banks to the PSE. UnionBank had a market capitalization of ₱200.54 bn, with a price per common share of ₱85.20 as of March 21, 2023.

Real Estate. AEV's development of residential communities is through AboitizLand, Inc. (AboitizLand). As of February 28, 2023, AboitizLand had 13 residential projects in the selling phase across three different product types: lot only, house and lot, and condominiums.

Infrastructure. The infrastructure and infrastructure-related investments of the Aboitiz Group are primarily undertaken through Aboitiz InfraCapital, Inc. (Aboitiz InfraCapital) and AEV CRH Holdings, Inc. (AEV CRH). As of February 28, 2023, Aboitiz InfraCapital's business portfolio includes (i) administrative franchises to provide water and wastewater-related services to residential, commercial and industrial customers in Batangas, Cebu and Davao, among others, (ii) digital infrastructure, which includes common towers and data centers, (iii) regional airports, and (iv) economic estates projects. AEV CRH is AEV's partnership with CRH plc, a global leader in the manufacture and supply of building materials and products. AEV CRH acquired Republic Cement & Building Materials, Inc. (RCBM) and together with its Subsidiaries and Affiliates (the "Republic Cement Group") in 2015. As of February 28, 2023, the Company believes that the Republic Cement Group is one of the country's leading local cement manufacturing and distribution companies with five integrated plants and one grinding facility in operation across Luzon, Visayas, and Mindanao.

Others. AEV's other investments include holdings in (a) aviation through AEV Aviation, Inc. (AEV Av), (b) insurance through Archipelago Insurance Pte. Ltd. (Archipelago Insurance), and (c) portfolio investments abroad through AEV International.

[1] Based on the Department of Energy's (DOE) Distribution Development Plan 2021-2030.

[2] Based on ERC Competitive Retail Electricity Market Monthly Statistical Data as of September 2022.

[3] Based on ERC Resolution No. 01-2022 dated March 31, 2022.

A. PARENT COMPANY

(1) Business Development

Incorporated on September 11, 1989, the Company was originally known as Cebu Pan Asian Holdings, Inc. Its name was changed to Aboitiz Equity Ventures Inc. on December 29, 1993, and its ownership was opened to the general public through an IPO of its common shares in 1994.

In 2013, AEV transferred its corporate headquarters from Cebu to Metro Manila. The transfer, including the corresponding amendment to the Company's corporate documents, was approved by the stockholders during the 2013 Annual Stockholders' Meeting. AEV's current principal office address is at 32nd Street, Bonifacio Global City, Taguig City, Metro Manila. AEV and its Subsidiaries still maintain administrative and liaison offices in Cebu.

The AEV group strategy is best understood through four strategic pillars that guide it in creating long-term value for all its stakeholders: (i) grow the business, (ii) engage stakeholders, (iii) build human capital, and (iv) execute with excellence.

Business Growth

AEV's first strategic pillar is to grow the business by continuing to explore businesses that meet the following criteria: (a) well-suited to AEV's experience and expertise in its existing business segments, (b) has dependable and growing sources of income, and (c) scalable with long-term growth potential. AEV seeks to grow within the Company's acceptable thresholds for risk, leverage, and returns to maintain sustainable growth. An integral part of AEV's strategy is to keep the Company's balance sheet healthy and to uphold the Company's ability to raise funds through the debt market.

While the Company is open to the possibility of expanding into new industries, AEV remains bullish on the long-term prospects of its five core businesses. AEV's business presence in the sectors in which it currently operates is aligned with the international indicators of economic growth. As a result, the Company expects that a growing economy will create greater demand for the products and services provided by its SBUs, such as power consumption. The Company believes its offerings and strategies are well-positioned to take advantage of the country's economic cycle and to reap the benefits of demographic dividends.

Stakeholder Engagement

AEV's second strategic pillar is to maximize shared value for all the entities involved in its business through active stakeholder engagement. Direct, regular, open, and respectful dialogue with key stakeholders is seen as an essential element in developing mutually beneficial and sustainable relationships that help unlock value for all parties.

AEV's mission since its founding has been to create long-term value for all its stakeholders. The philosophy of creating shared value is at the core of AEV's fundamentals. AEV believes that the only way for the business enterprise to be truly sustainable and durable for generations to come is if all stakeholders reap rewards from shared value and that AEV's shareholders should not be the only beneficiaries in its value creation efforts.

AEV also aims to drive economic and social development in the areas in which AEV has operations at a local as well as regional and national level. AEV's goal is to expand its reach to society at large and make its shared value accessible to every household.

Human Capital

AEV's third strategic pillar is to build human capital. This strategy entails strengthening its capability to attract, retain, and optimize top caliber professionals who will not only help manage its businesses, but also work to enhance its capabilities and skills. Talent management and succession planning are at the core of AEV's strategy in relation to human capital.

The Aboitiz Group has always taken pride in leadership excellence across five smooth leadership transitions during the group's history while retaining the simple and entrepreneurial approach that fueled its expansion. This approach has played an integral part in the continuity of AEV's policies and the execution of its strategic business plans over time. Today, as a new generation of leaders of AEV's business takes shape, its leadership team will seek to continue to produce leaders from within the ranks, having a leadership bench that is capable of stimulating healthy change and progress within the organization. In building its future leadership team, AEV aims to seek out people who believe in its purpose and brand promise, whose values are aligned with its core values, and who will thrive in its long-standing culture.

Execution Excellence

AEV's fourth strategic pillar is to execute with excellence. AEV defines this strategic pillar by its ability to act in a timely and effective manner. AEV works continuously to enhance its business processes across all corporate service units and SBUs to ensure AEV maintains its competitive edge.

AEV believes that a major component to retain this ability to execute swiftly can be attributed to the leadership of the AEV Board. The Board is composed of highly professional directors that work in an environment of respect and collegiality, where active participation, candidness, and robust discussions are not only encouraged but are the norm. The members of the AEV Board include three Independent Directors, five Non-Executive Directors, and one Executive Director, all of whom come from diverse professional backgrounds, such as economics, corporate finance, engineering, accounting, auditing, and investment banking, in addition to experience in the private, government and multilateral agency sectors and other policy-making bodies. The AEV Board is supported by a capable and accountable management team and empowered team members, united in living the time-honored Aboitiz core values of Integrity, Teamwork, Innovation, and Responsibility.

In all its business ventures, AEV has adopted sound corporate governance practices, robust internal controls and compliance monitoring processes, and a well-functioning enterprise risk management system to satisfy the heightened expectations of its various stakeholders. AEV has been recognized by one of the best-managed companies in the Philippines and in the ASEAN region, and is frequently cited for its commitment to good corporate governance and corporate social responsibility.

Sustainability and Corporate Governance

Sustainable business practices have enabled the Aboitiz Group to operate commercially for 100 years. A key component of its strategy is to match its business expansion with sustainability initiatives. AEV looks at a triple-bottom line to measure the impact of its activities not only on profit but also on people and the planet. The Company remains committed to strengthening its environmental, social, and governance (ESG) practices and communication strategy. AEV's goal is to grow profitably, while partnering with its stakeholders to create shared value, and minimize its environmental impact.

In 2021, the Company amended its Code of Ethics and Business Conduct, Whistleblowing Policy, and other Company guidelines to further strengthen the company's commitment to corporate governance, particularly on sustainable business practices and ethical corporate citizenship. In addition, the AEV Board reviewed and implemented changes to its governance mechanism (i.e. board engagement, protocols, and board and board committee structure) in alignment with global best practices and the demands of the current business environment (i.e. managing information and cybersecurity risks).

GREAT TRANSFORMATION 2025

The Company believes that the transformative realities of the world call for transformative action. External forces such as geopolitics, climate change, and technology have compelled the Company to accept the fact that in order to survive and thrive in the future and throughout these rapidly changing times, it needs to transform into a new kind of conglomerate, one that is much more advanced in terms of technology, innovation, culture, sustainability, and civic responsibility. AEV calls this its Great Transformation into the Philippines' first techglomerate, or GT2025. By doing things faster, better, and

stronger, AEV is redefining what it means to be a Philippine conglomerate, and that redefinition is a *techglomerate*.

Being a *techglomerate* means it is teching up its legacy businesses; incubating new technology startups based on disruptive, game-changing ideas; playing a significant role in modernizing the country's public institutions, developing the nation, society, and economy by creating innovative solutions through public–private partnerships; and from an investment standpoint, creating a valuation premium for the Aboitiz Group by synergizing all its business units.

The year 2025 is the first milestone when significant transformation is achieved, but the Great Transformation never ends; it continues to evolve, transform, and reinvent - just as the world does.

(a) DESCRIPTION OF THE REGISTRANT

(i) Principal Products and Services

As of February 28, 2023, AEV's core businesses, conducted through its various Subsidiaries and Affiliates, can be grouped into five main categories: (a) power distribution, power generation, and retail electricity supply; (b) financial services; (c) food manufacturing; (d) real estate; and (e) infrastructure. Principal products and services offered by AEV's core businesses are discussed in the relevant portions of each SBU.

Based on the SEC parameters of what constitutes a significant Subsidiary under Item XX of Annex "D" of SRC Rule 12, AboitizPower is AEV's only significant Subsidiary. (Please see **Annex "A"** for the corporate structure of AEV showing the different business segments.)

(ii) Sales

Comparative amounts of consolidated revenues, and profitability of continuing operations are as follows:

(in ₱ millions)	2022	2021	2020
Revenue	₱306,753	₱223,929	₱186,726
Operating Profit	₱34,987	₱33,101	₱31,474

The operations of AEV and its Subsidiaries are based largely in the Philippines. AEV's percentage of revenues and net income contributed by foreign sales are as follows:

Contribution to Revenue	2022		2021		2020	
	(in ₱ millions)	%	(in ₱ millions)	(in ₱ millions)	(in ₱ millions)	%
Philippines	₱242,674	73%	₱170,226	76%	₱141,113	76%
Rest of Asia	89,461	27%	₱53,703	24%	₱45,613	24%
Total	**₱332,135**	**100%**	**₱223,929**	**100%**	**₱186,726**	**100%**

Contribution to Net Income Attributable to Parent	2022		2021		2020	
	(in ₱ millions)	%	(in ₱ millions)	%	(in ₱ millions)	%
Philippines	₱25,432	102%	₱27,306	100%	₱15,125	98%
Rest of Asia	(605)	-2%	₱4	0%	₱309	2%
Total	**₱24,827**	**100%**	**₱27,310**	**100%**	**₱15,434**	**100%**

Comparative amounts of revenue contribution by business group are as follows:

Contribution to Revenue

	2022		2021		2020	
	(in ₱ millions)	%	(in ₱ millions)	%	(in ₱ millions)	%
Power	193,994	62%	₱134,359	59%	₱110,377	59%
Food	110,726	35%	87,200	38%	72,597	38%
Financial Services	-	0%	-	0%	-	0
Real Estate	7,780	2%	5,327	2%	3,618	2%
Infrastructure	143	0%	126	0%	96	0%
Others	2,181	1%	2,004	1%	1,450	1%
Subtotal	**314,823**	**100%**	**229,015**	**100%**	**188,138**	**100%**
Eliminations	(8,070)		(5,086)		(1,413)	
Total	**306,753**	**100%**	**₱186,725**	**100%**	**₱186,725**	**100%**

Note: *Percentages refer to the business group's share in the total net revenue for a given year. The revenues of Associates do not form part of the Group's consolidated revenues. For additional details on the income contributions of all business segments/groups to AEV, please refer to Business Segment Information of the Notes to the Consolidated Financial Statements.*

(iii) Distribution Methods of the Product or Services

At the parent company level, AEV offers corporate center services to its Subsidiaries and Associates to enable the Group to realize cost synergies. AEV has service level agreements that may include the provision of human resources, internal audit, legal, treasury and corporate finance services, among others. AEV itself maintains a pool of highly qualified professionals with business expertise relevant to the businesses of the entire Aboitiz Group.

AEV's Business Units have their respective distribution methods of products and services. Please refer to the discussion on distribution methods of each SBU.

(iv) New Products/Services

With innovation being one of its core values, the Aboitiz Group is always on the lookout for new and efficient ways to provide service to its shareholders and customers. The Company is in constant pursuit of opportunities within and beyond its current investment portfolio to expand its businesses, locally and within the ASEAN region.

On February 15, 2021, the Aboitiz Group formed Aboitiz Data Innovation (ADI), a Singapore-based subsidiary engaged in the utilization of data science and artificial intelligence ("DSAI") in business development. ADI will consolidate and leverage on the DSAI operating model across the Aboitiz Group and promote a data-driven culture within the organization. It is tasked to be at the forefront of the group-wide effort to transform data into business opportunities, exploit information to make better decisions, reinvent business models, and develop high-value solutions to create new processes, products, and services.

AEV's Business Units have their own innovative products and services. Please refer to the discussion on new products and services of each SBU.

(v) Competition

At the parent company level, AEV has no direct competitors. However, for reference purposes, other holding and management companies listed in the PSE can be used for comparison.

AEV's Business Units are subject to significant competition in the industry segments of which they operate. Please refer to the discussion on competition of each SBU.

(vi) Sources of Raw Materials

AEV's Business Units have their respective sources of raw materials and are not dependent upon one or a limited number of suppliers for essential raw materials. Please refer to the discussion on sources of raw materials of each SBU.

(vii) Major Customers

As a holding company providing management services, AEV's principal customers are its Subsidiaries and Associates.

AEV's Business Units have their respective major customers. Please refer to the discussion on major customers of each SBU.

(viii) Transactions with and/or Dependence on Related Parties

AEV and its Subsidiaries (the "Group"), in their regular conduct of business, have entered into RPT consisting of professional and technical services, rental, money market placements, and power sales and purchases. These are all made on an arm's length basis.

ACO and certain Associates have service contracts with either AEV or AboitizPower (parent companies) for corporate center services rendered, such as human resources, internal audit, legal, treasury and corporate finance, among others. These services are obtained from AEV and AboitizPower to enable the Group to realize cost synergies. Transactions are priced on an arm's-length basis, and documented by service level agreements to ensure quality of service.

ACO and certain Associate companies lease office spaces from CPDC, a Subsidiary of AEV. Rental rates are comparable with prevailing market prices. These transactions are covered with lease contracts with three-year periods.

The AEV Group has cash deposits and money market placements with UnionBank and CitySavings, AEV's banking Associates. These are earning interest at prevailing market rates.

Power generation Subsidiaries sell to certain power Associates based on their respective power supply agreements. Meanwhile, power distribution Subsidiaries purchase from certain generation Associates based on existing power purchase agreements.

A wholly-owned construction and steel fabrication Subsidiary of ACO renders its services to the AEV Group for the construction of various construction projects.

The Company's Retirement Fund is in the form of a trust being maintained and managed by an independent committee of select officers of the Company. The Retirement Fund has investments in the equity of the Company, AboitizPower, and UnionBank.

The above RPTs are discussed extensively in the audited financial statements of AEV.

No other transaction, without proper disclosure, was undertaken by AEV in which any director or executive officer, any nominee for election as director, any beneficial owner (direct or indirect) or any member of his immediate family was involved or had a direct or indirect material interest. Other than what has been discussed in this Annual Report and the Company's annual audited financial statements, there are no other related party transactions entered into by the Company with related parties, including transactions with directors or self-dealings by the Company's directors.

AEV employees are required to promptly disclose any business and family-related transactions with AEV to ensure that potential conflicts of interest are determined and brought to the attention of management.

AEV's RPT Committee has the mandate to ensure that related party transactions are taken on an arms' length basis and within market rates, with sufficient documentation, and coursed through all appropriate levels of approval necessary. AEV's current RPT Policy continues to ensure that RPTs are conducted at arms-length and at market prices, and undergo the appropriate approval process.

For detailed discussion on RPT, please refer to the notes of the Company's consolidated annual financial statements.

(ix) Patents, Copyrights, and Franchises

AEV and its Subsidiaries own, or have pending applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. Please refer to **Annex "B-1"** to see the trademark applications which AEV and its Subsidiaries have secured or have pending application with the Philippine Intellectual Property Office ("Philippine IPO") and intellectual property offices abroad.

(x) Government Approvals

AEV and its Subsidiaries rely on government approvals relative to the industries in which they operate. They secure various government approval such as environmental compliance certificate, development permits, license to sell, business permits, import permits, etc. as part of the normal course of its business.

The discussion on the need for any government approval for principal products or services of AEV and its Subsidiaries, including the Certificates of Compliance (COCs) obtained by the Generation Companies and franchises obtained by the Distribution Utilities, is included in the discussion for each SBU.

(xi) Effect of Existing or Probable Governmental Regulations

AEV and its Subsidiaries are subject to the laws generally applicable to all Philippine corporations, such as corporation law, securities law, tax laws, and the Local Government Code. All Philippine corporations are also subject to labor laws and social legislation, including Republic Act (RA) No. 11199 or the Social

Security Act of 2018, RA No. 10606 or the National Health Insurance Act of 2013, RA No. 11223 or the Universal Health Care Act, RA No. 9679 or the Home Development Mutual Fund Law of 2009, The Philippine Labor Code and its implementing rules, and other labor-related laws, regulations, and DOLE mandated work-related programs.

The Aboitiz Group closely monitors its compliance with the laws and government regulations affecting its businesses. Please refer to the discussion on the effects of existing and/or probable governmental regulations for rules applicable to the individual SBU.

At the Aboitiz Group level, the following are the general business regulation framework:

1. Tax Reform for Acceleration and Inclusion Law

RA No. 10963, otherwise known as the Tax Reform for Acceleration and Inclusion ("TRAIN Law") was signed into law by former President Rodrigo Roa Duterte on December 19, 2017, and took effect on January 1, 2018. Its declared policies are to: (a) enhance the progressivity of the tax system through the rationalization of the Philippine internal revenue tax system, thereby promoting sustainable and inclusive economic growth; (b) provide, as much as possible, an equitable relief to a greater number of taxpayers and their families in order to improve levels of disposable income and increase economic activity; and (c) ensure that the government is able to provide better infrastructure, health, education, jobs, and social protection for the people.

One of the major provisions of the TRAIN Law is the staggered increase in oil and coal excise taxes. Under the TRAIN Law, rates will be adjusted gradually between 2018 and 2020. For coal, the rates will increase from ₱10 per metric ton to ₱50, ₱100, and ₱150 per metric ton, respectively, in 2018, 2019, and 2020, covering both domestic and imported coal.

Furthermore, the TRAIN Law repeals Section 9 of RA No. 9511 or the National Grid Corporation of the Philippines Act, which removes value added tax (VAT) exemptions on transmission charges and sale of electricity by cooperatives duly registered under the Cooperative Development Authority.

Another major change introduced by the TRAIN Law is the refund mechanism of zero-rated sales and services under the enhanced VAT refund system. Upon the successful establishment and implementation of an enhanced VAT refund system, refunds of creditable input tax shall be granted by the BIR within 90 days from filing of the VAT refund application with BIR, provided that all pending VAT refund claims of the taxpayer as of December 31, 2017 shall be fully paid in cash by December 31, 2019.

Finally, the TRAIN Law doubled the documentary stamp tax on almost all covered instruments, except debt instruments where the increase is 50%. Only the documentary stamp tax on instruments pertaining to property insurance, fidelity bonds, other insurance, indemnity bonds, and deeds of sale and conveyance remain unchanged.

The TRAIN law is the first package of the Comprehensive Tax Reform Program of the Duterte administration.

2. Corporate Recovery and Tax Incentives for Enterprises Act (CREATE Act)

RA No. 11534, otherwise known as the Corporate Recovery and Tax Incentives for Enterprises ("CREATE") Act, was signed into law by former President Duterte on March 26, 2021 and took effect on April 11, 2021. The law seeks to reform the country's fiscal incentives to make it performance-based, targeted, time-bound, and transparent. This means that incentives will be granted based on the number and quality of jobs that will be created, the investments made on research and development and skills training, the capital invested for countrywide infrastructure development, among other criteria.

The salient features of the CREATE Act are as follows:

a) Effective July 1, 2020, lowering the income tax rate to 25% for domestic corporations and foreign corporations, and to 20% for domestic corporations with net taxable income not exceeding ₱5 mn and with total assets (excluding land) of not more than ₱100 mn;
b) Lowering the Minimum Corporate Income Tax rate to 1% effective July 1, 2020 to June 30, 2023;
c) Tax exemption on foreign-sourced dividends subject to certain conditions;
d) Repeal of the Improperly Accumulated Earnings Tax;
e) Repeal of the 5% Gross Income Tax (GIT) incentive and providing for a 10-year transitory period for all firms that are currently availing of the 5% GIT;
f) Providing fiscal incentives for activities included in the Strategic Investment Priority Plan (SIPP), provided that the category of incentives shall be based on the location and industry of the registered project or activity; and
g) Granting the President the power to modify the mix, period or manner of availment of incentives or craft a financial support package for a highly desirable project or a specific industrial activity.

The Fiscal Incentives Review Board (FIRB) is the government body authorized to grant tax incentives to registered business enterprises to the extent of their approved registered project or activity under the SIPP. Pursuant to the CREATE Act, the FIRB has delegated to the relevant Investment Promotion Agencies the grant of tax incentives for registered products or activities with investment capital of ₱1bn and below.

The CREATE Act is the second package of the Comprehensive Tax Reform Program of the Duterte Administration. On June 21, 2021, the Department of Finance (DOF) and the Department of Trade and Industry (DTI) signed the implementing rules and regulations (IRR) of the CREATE Act.

The lower income tax provided by the CREATE Act will generate substantial amounts of tax savings to the Company and its subsidiaries which were under the 30% tax regime prior to the effectiveness of the said law. While some of the subsidiaries have been availing of incentives under special laws which have been repealed by the CREATE Act, the law provides for sunset provisions by (i) allowing the entities granted with income tax holiday to enjoy it until it expires and (ii) granting subsidiaries who enjoyed income tax holiday and are entitled to the 5% gross income earned ("GIE") incentive after their income tax holiday the benefit to continuously avail of the 5% GIE rate for the next ten years.

3. Revised Corporation Code

The Revised Corporation Code was signed into law on February 20, 2019 and took effect on February 23, 2019. Among the salient features of the Revised Corporation Code are:

a) Corporations are granted perpetual existence, unless the articles of incorporation provide otherwise. Perpetual existence shall also benefit corporations whose certificates of incorporation were issued before the effectivity of the Revised Corporation Code, unless a corporation, upon a vote of majority of the stockholders of the outstanding capital stock notifies the SEC that it elects to retain its specific corporate term under its current Articles of Incorporation.

b) A corporation vested with public interest must submit to its shareholders and to the SEC an annual report of the total compensation of each of its directors or trustees, and a director or trustee appraisal or performance report and the standards or criteria used to assess each director, or trustee.

c) Banks, quasi-banks, pawnshops, non-stock savings and loan associations, and corporations engaged in money service business, preneed trust and insurance companies, and other financial intermediaries, must have at least 20% independent directors in the Board, in accordance with the Securities and Regulation Code. This requirement also applies to other corporations engaged in businesses imbued with public interest, as may

be determined by the SEC. To date, the SEC has not issued a definition of what businesses are considered imbued with public interest.

d) Material contracts between the Corporation and its own directors, trustees, officers, or their spouses and relatives within the fourth civil degree of consanguinity or affinity must be approved by at least two-thirds (2/3) of the entire membership of the Board, with at least a majority of the independent directors voting to approve the same.

   SEC Circular No. 10-2019 provides for the rules for material RPT of publicly-listed corporations. These rules regulate RPTs amounting to 10% or higher of a company's total assets. Compliance with these rules is mandatory for all publicly-listed companies.

e) The right of stockholders to vote in the election of directors or trustees, or in shareholders meetings, may now be done through remote communication or *in absentia* if authorized by the corporate by-laws. This manner of voting is deemed available for stockholders of corporations vested with public interest, even if not expressly stated in the corporate by-laws. The shareholders who participate through remote communication or *in absentia* are deemed present for purposes of quorum. When attendance, participation and voting are allowed by remote communication or *in absentia*, the notice of meetings to the stockholders must state the requirements and procedures to be followed when a stockholder or member elects either option.

   The SEC has issued several circulars implementing this provisions, as follows:

   i. *SEC Memorandum Circular No. 3-2020 on Notice of the Regular Meeting of Stockholders* - Provides that written notice of regular meetings of stockholders shall be sent at least 21 days before the meeting and must contain all information and deadlines relevant to a shareholders' participation in the meeting and exercise of the right to vote remotely.

   ii. *SEC Memorandum No. 6-2020 provides for the Guidelines on the Attendance and Participation of Directors, Trustees, Stockholders, Members, and Other Persons of Corporations in Regular and Special Meetings through Teleconferencing, Video Conferencing, and Other Remote or Electronic Means of Communication* - Stockholders may now participate in their respective meetings and vote, whether by remote communication or in absentia. The corporation shall also issue its own internal procedures and mechanics for voting via remote communication or in absentia.

   iii. *SEC Memorandum Circular No. 14-2020* - Allows stockholders who, alone or together, own at least 5% of outstanding capital stock of a publicly-listed company to include items in the agenda prior to a regular or special stockholders' meeting.

   iv. *SEC Memorandum Circular No. 7-2021* - Provides that stockholders holding at least 10% of the outstanding capital stock of a publicly-listed corporation has the right to call for a special stockholders' meeting. The purpose must affect the legitimate interest of stockholders but should not include the removal of any director. No stockholder may call for a special meeting within 60 days from a previous meeting where the same nature was discussed unless allowed by the by-laws or approved by the Board.

f) A favorable recommendation by the appropriate government agency is required for banks or banking institutions, building and loan associations, trust companies, insurance companies, public utilities, and other corporations governed by special laws, before the SEC approves any merger or consolidation; or any voluntary dissolution involving these entities.

g) In case of transfer of shares of listed companies, the SEC may require that these corporations whose securities are traded in trading markets and which can reasonably demonstrate their capability to do so, to issue their securities or shares of stock in uncertificated or scripless form in accordance with the Rules of the SEC.

The Revised Corporation Code refers to the Philippine Competition Act in case of covered transactions under said law involving the sale, lease, exchange, mortgage, pledge, or disposition of properties or assets; increase or decrease in the capital stock, incurring creating or increasing bonded indebtedness; or mergers or consolidations covered by the Philippine Competition Act thresholds.

4. The Philippine Competition Act

RA No. 10667 (the Philippine Competition Act) was signed into law on July 21, 2015 and took effect on August 8, 2015. This Act aims to codify antitrust laws in the Philippines and it provides the competition framework in the country. The Philippine Competition Act was enacted to provide free and fair competition in trade, industry, and all commercial economic activities.

To implement its objectives, the Philippine Competition Act provides for the creation of a Philippine Competition Commission (PCC), an independent quasi-judicial agency to be composed of five commissioners. Among the PCC's powers are to: conduct investigations, issue subpoenas, conduct administrative proceedings, and impose administrative fines and penalties. To conduct a search and seizure, the PCC must apply for a warrant with the relevant court.

The Philippine Competition Act prohibits anti-competitive agreements between or among competitions, and mergers and acquisitions which have the object or effect of substantially preventing, restricting, or lessening competition. It also prohibits practices which involve abuse of dominant position, such as selling goods or services below cost to drive out competition, imposing barriers to entry or prevent competitors from growing, and setting prices or terms that discriminate unreasonably between customers or sellers or the same goods, subject to exceptions.

The Philippine Competition Act also introduces the pre-notification regime for mergers and acquisitions, which requires covered transactions to be notified to the PCC for its approval.

Pursuant to Bayanihan 2 Act, which was signed into law on September 11, 2020, all mergers and acquisitions with transaction values below ₱50 bn were exempt from compulsory notification under the Philippine Competition Act if entered into within a period of two years from the effectivity of Bayanihan 2 Act.

Effective March 1, 2023, the PCC raised the thresholds for the Size of Party Test and Size of Transaction Test to ₱7 bn and ₱2.9 bn, respectively. This means that if the value of the assets or revenues of the Ultimate Parent Entity (UPE) of at least one of the parties exceeds ₱7 bn and the value of the assets or revenues acquired, target, or merged entity exceeds ₱2.9 bn, then the parties must notify the PCC of the transaction, provided that, the other requirements under the Philippine Competition Act are met.

5. Amended Foreign Investment Act of 1991 (Amended FIA)

On March 2, 2022, former President Duterte signed into law RA No 11647, *"An Act Promoting Foreign Investments, Thereby Amending Republic Act 7042 Otherwise Known as the Foreign Investments Act of 1991, as Amended and For Other Purposes.*" (the "Amended FIA"). The law aims to attract foreign investments in activities which contribute to sustainable economic growth, global competitiveness, employment creation, technical advancement, and countrywide development.

Under this law, foreign nationals are now allowed to engage in a domestic market enterprise with a minimum capital requirement of US$100,000.00 provided that the enterprise: (a) utilizes advanced technology as determined by the Department of Science and Technology; (b) was

endorsed as a start-up or start-up enabler under RA No. 11337 or the Innovating Startup Act; or (3) is composed of a majority of Filipino employees, which shall not be less than 15. Other salient features of the Amended FIA include: (a) a required understudy or skills development program by registered foreign enterprises to ensure skills and technology transfer to Filipinos; (b) allowing 100% foreign investment in a domestic enterprise unless participation of foreigners is limited to a smaller percentage; and (c) allowing 100% foreign investment in an export enterprise provided that the products or services do not fall under the Foreign Investments Negative List.

Pursuant to the FIA, as amended, the Twelfth Regular Foreign Investment Negative List was promulgated on June 27, 2022 ("Negative List"). This Negative List enumerates industries and activities which have foreign ownership limitations under the FIA and other existing laws. Nationalized activities include, among others, exploration, development and utilization of natural resources, operation of public utilities, and land ownership.

6. Amended Public Service Act

On March 22, 2022, former President Duterte signed into law RA No 11659 or "An Act Amending Commonwealth Act No. 146 otherwise known as the Public Service Act" ("Amended PSA"). Under the Amended PSA, the term "Public Utilities" is confined to public services that operate, manage, or control for public use any of the following: 1) Distribution of Electricity; 2) Transmission of Electricity; 3) Petroleum and Petroleum Products Pipeline Transmission Systems; 4) Water Pipeline Distribution Systems and Wastewater Pipeline Systems, including sewerage pipeline systems; 5) Seaports; and 6) Public Utility Vehicles. The operation of a Public Utility is limited by the Constitution to citizens of the Philippines, or to corporations or associations organized under the laws of the Philippines at least sixty per centum (60%) of whose capital is owned by such citizens.

The Amended PSA now provides that "no other person shall be deemed a public utility unless otherwise subsequently provided by law." Moreover, nationality requirements shall not be imposed by Philippine administrative agencies on any public service not classified as a public utility.

Under the Amended PSA, the ownership by a foreign national of a business defined as "Critical Infrastructure" is limited to 50%, unless the country of such foreign national accords reciprocity to Philippine Nationals as may be provided by foreign law, treaty or international agreement, in which case foreign ownership may be up to 100%. However, foreign state-owned enterprises may not make any new or additional investments in the capital of critical infrastructure. "Critical Infrastructure" refers to any public service which owns, uses, or operates systems and assets, whether physical or virtual, so vital to the Philippines that the incapacity or destruction of such would have a detrimental impact on national security, including telecommunications and other such vital services as may be declared by the President of the Philippines.

7. Data Privacy Act of 2012

The Data Privacy Act of 2012 is a comprehensive and strict privacy legislation aimed to protect the fundamental human right to privacy of data subjects by: (a) protecting the privacy of individuals while ensuring free flow of information; (b) regulating the collection, recording, organization, storage, updating or modification, retrieval, consultation, use, consolidation, blocking, erasure or destruction of personal data; and (c) ensuring that the Philippines complies with international standards set for data protection through National Privacy Commission.

Intended to protect the privacy of individuals, it mandates companies to inform the individuals about how their personal information is collected and processed. It also ensures that all personal information must be (a) collected and processed with lawful basis, which includes consent, and only for reasons that are specified, legitimate, and reasonable; (b) handled properly, ensuring its accuracy and retention only for as long as reasonably needed; and (c) discarded properly to avoid access by unauthorized third parties.

Its implementing rules and regulations ("Data Privacy Act IRR") took effect on September 9, 2016, mandating all Philippines companies to comply with the following: (a) appointment of a Data Protection Officer; (b) conduct of a privacy impact assessment; (c) adoption of a privacy management program and privacy policy; (d) implement privacy and data protection measures; and (e) establish a breach reporting procedure. In addition, companies with at least 250 employees or access to sensitive personal information of at least 1,000 individuals are required to register their data processing systems with the National Privacy Commission. The Data Privacy Act IRR, furthermore provides the only instances when data sharing is allowed, to wit: (a) data sharing is authorized by law, provided that there are adequate safeguards for data privacy and security, and processing adheres to principles of transparency, legitimate purpose and proportionality; (b) in the private sector, data sharing for commercial purposes is allowed upon (i) consent of data subject, and (ii) when covered by a data sharing agreement; (c) data collected from parties other than the data subject for purpose of research shall be allowed when the personal data is publicly available; and (d) data sharing among government agencies for purposes of public function or provision of a public service shall be covered by a data sharing agreement.

In 2017, the Company launched its data privacy compliance program which includes the implementation of Information Security Management System (ISMS) for the entire Aboitiz Group. Since then, the Group and its Business Units have been able to establish a fundamental awareness of data privacy principles and the related ISMS philosophies, through various learning channels including e-learning modules, face to face trainings and forums. The Group develops and ensures the implementation of Data Privacy Policies, manuals, and supporting guidelines which are aligned with the Data Privacy Act, its implementing rules and supporting circulars issued by the National Privacy Commission. Also, the Aboitiz Group has since begun to build each SBU's business continuity resilience, especially with regard to Information Security and Data Breach Management. In 2020, AEV initiated the integrated approach to information security incident management which brought together actors from Data Privacy, Information Security, IT Security, Business Continuity, Human Resources, Legal and other subject matter experts. This brings a more holistic approach to the handling of information security and data breach incidents.

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As the Aboitiz Group continues to operate in a highly digital and fast changing environment, the Data Protection Teams of each Business will strive to keep up with the expectations of their Data Subjects as well as with the evolving guidelines of the National Privacy Commission. This constant review of requirements, downloading of information, updating of processes, and testing of capabilities aims to ensure that Aboitiz is able to meet the expectations of its stakeholders.

8. Registration with the Board of Investments

Under Executive Order (EO) No. 226, otherwise known as the Omnibus Investments Code, as amended, a BOI-registered enterprise enjoy certain incentives, both financial and non-financial, provided such enterprise invests in preferred areas of investment enumerated in the Investment Priorities Plan annually prepared by the Government. However, prior to registration with the Board of Investments (BOI), the enterprise must first satisfy the minimum equity required to finance the project applied equivalent to 25% of the estimated project cost, or as may be prescribed by the BOI. Such incentives include: (i) income tax holiday; (ii) exemption from taxes and duties on imported spare parts; (iii) exemption from wharfage dues and export tax, duty, impost and fees; (iv) reduction of the rates of duty on capital equipment, spare parts and accessories; (v) tax exemption on breeding stocks and genetic materials; (vi) tax credits; (vii) additional deductions from taxable income; (viii) employment of foreign nationals; (ix) simplification of customs procedure; and (x) unrestricted use of consigned equipment.

On April 12, 2019, RA No. 11285, otherwise known as the Energy Efficiency and Conservation Act, was enacted. Under the said law, upon certification by the DOE, energy efficiency projects shall be

included in the annual investment priorities plan of the BOI and shall be entitled to the incentives provided under EO No. 226, as amended, and any other applicable laws for 10 years from the effectivity of the Act. Said energy efficiency projects shall also be exempt from the requirements provided under Article 32(1) of EO No. 226. Energy efficiency projects refer to projects designed to reduce energy consumption and costs by any improvement, repair, alteration, or betterment of any building or facility, or any equipment, fixture, or furnishing to be added to or used in any building, facility, or vehicle including the manufacturing and provision of services related thereto: provided, that such projects shall be cost-effective and shall lead to lower energy or utility costs during operation and maintenance.

9. Labor Laws

The Philippine Labor Code and other statutory enactments provide the minimum benefits that employers must grant to their employees, which include certain social security benefits, such as benefits mandated by the Social Security Act of 1997 (RA No. 8282), the National Health Insurance Act of 1995 (RA No. 7875), as amended, and the Home Development Fund Law of 2009 (RA No. 9679). On the other hand, the Occupational Safety and Health Law (RA No. 11058) reinforces the existing Occupational Safety and Health Standards, which sets out, among others, the guidelines applicable to different establishments intended for the protection of every working man against the dangers of injury, sickness or death through safe and healthful working conditions.

The Department of Labor and Employment (DOLE) is the Philippine government agency mandated to implement policies, programs and services, and serves as the policy-coordinating arm of the Executive Branch in the field of labor and employment. The DOLE has exclusive authority in the administration and enforcement of labor and employment laws, such as the Labor Code of the Philippines and the Occupational Safety and Health Law and Standards, and such other laws as specifically assigned to it or to the Secretary of the DOLE.

a. Social Security System, PhilHealth and the Pag-IBIG Fund

An employer or any person who uses the services of another person in business, trade, industry or any undertaking is required under the Social Security Act of 2018 (RA No. 11199) to ensure coverage of employees following procedures set out by the law and the Social Security System (SSS). Under the said law, an employer must deduct from its employees their monthly contributions in an amount corresponding to his salary, wage, compensation or earnings during the month in accordance with the monthly salary credits, the schedule and the rate of contributions as may be determined and fixed by the Social Security Commission, pay its share of contribution and remit these to the SSS within a period set by law and/or SSS regulations. This enables the employees or their dependents to claim their pension, death benefits, permanent disability benefits, funeral benefits, sickness benefits and maternity-leave benefits.

Employers are likewise required to ensure enrolment of its employees in a National Health Insurance Program administered by the Philippine Health Insurance Corporation, a government corporation attached to the Department of Health tasked with ensuring sustainable, affordable and progressive social health insurance pursuant to the provisions of RA No. 10606, the National Health Insurance Act of 2013.

On February 20, 2019, the Universal Health Care Act (RA No. 11223), was enacted, which amended certain provisions of the National Health Insurance Act of 2013. Under the said law, all Filipino citizens are now automatically enrolled into the National Health Program. However, membership is classified into two types, direct contributors and indirect contributors. Direct contributors refer to those who have the capacity to pay premiums, are gainfully employed and are bound by an employer-employee relationship, or are self-earning, professional practitioners, migrant workers, including their qualified dependents, and lifetime members. On the other hand, indirect contributors refer to all others not included as direct contributors, as well as their qualified dependents, whose premium shall be subsidized by the national government including those who are subsidized as a result of special laws. Every member is also granted immediate eligibility for health benefit package under the program.

Under the Home Development Mutual Fund Law of 2009 (RA No. 9679), all employees who are covered by SSS must also be registered with and covered by the Home Development Mutual Fund (HDMF, more commonly referred to as the "*Pag-IBIG Fund")*. It is a national savings program as well as a fund to provide for affordable shelter financing to Filipino workers. Except for foreign expatriates, coverage under the HDMF is compulsory for all SSS members and their employers. Under the law, an employer must deduct and withhold 2% of the employee's monthly compensation, up to a maximum of ₱5,000.00, and likewise make a counterpart contribution of 2% of the employee's monthly compensation, and remit the contributions to the HDMF.

b. The Labor Code

The Philippine Labor Code provides that, in the absence of a retirement plan provided by their employers, private-sector employees who have reached 60 years of age or more, but not beyond 65 years of age, the compulsory retirement age for private-sector employees without a retirement plan, and who have rendered at least five years of service in an establishment, may retire and receive a minimum retirement pay equivalent to one-half month's salary for every year of service, with a fraction of at least six months being considered as one whole year. For the purpose of computing the retirement pay, "one-half month's salary" shall include all of the following: fifteen days' salary based on the latest salary rate; in addition, one-twelfth of the thirteenth month pay and the cash equivalent of five days of service incentive leave pay. Other benefits may be included in the computation of the retirement pay upon agreement of the employer and the employee or if provided in a collective bargaining agreement.

c. Occupational Safety and Health Law

The Occupational Safety and Health Law (RA No. 11058) was signed into law on August 17, 2018. It applies to all private establishments alike, requiring them, among others, to furnish workers with a place of employment free from hazardous conditions causing or are likely to cause death, illness, or physical harm, and to comply with the Occupational Safety and Health standards, including training, medical examination and the necessary protective and safety devices, such as personal protective equipment.

d. Other Labor-Related Laws and Regulations

(1) Contracting and Subcontracting

The Labor Code recognizes subcontracting arrangements, whereby a principal puts out or farms out with a contractor the performance or completion of a specific job, work or service within a definite or predetermined period, regardless of whether such job, work or service is to be performed or completed within or outside the premises of the principal. Such arrangements involve a "trilateral relationship" among: (i) the principal who decides to farm out a job, work or service to a contractor; (ii) the contractor who has the capacity to independently undertake the performance of the job, work, or service; and (iii) the contractual workers engaged by the contractor to accomplish the job, work, or service.

The DOLE, through its Department Order No. 174, Series of 2017, regulates subcontracting arrangements by requiring, among others, the registration of contractors with the Regional Office of the DOLE where it principally operates.

(2) DOLE Mandated Work-Related Programs

Under the Comprehensive Dangerous Drugs Act (RA No. 9165), a national drug abuse prevention program implemented by the DOLE must be adopted by private companies with 10 or more employees. For this purpose, employers must adopt and establish company policies and programs against drug use in the workplace in close consultation and coordination with the DOLE, labor and employer organizations, human resource development managers and

other such private sector organizations. DOLE Department Order No. 53-03 sets out the guidelines for the implementation of Drug-Free Workplace policies and programs for the private sector.

The employer or the head of the work-related, educational or training environment or institution, also has the duty to prevent or deter the commission of acts of sexual harassment and to provide the procedures for the resolution, settlement or prosecution of such cases in accordance with the Safe Spaces Act (RA No. 9165), which was signed into law on April 17, 2019.

Moreover, DOLE Department Order No. 102-10 requires all private workplaces to have a policy on HIV and AIDS and to implement a workplace program in accordance with the Philippines AIDS Prevention and Control Act. The workplace policies aim to manage sensitive issues, such as confidentiality of medical information and continuation of employment for HIV-positive staff, and to avoid the discrimination of any employee due to HIV/AIDS. Any HIV/AIDS-related information of workers should be kept strictly confidential and kept only on medical files, whereby access to it is strictly limited to medical personnel.

All private workplaces are also required to establish policies and programs on solo parenting, Hepatitis B, and tuberculosis prevention and control. In line with the Mental Health Act (RA No. 11036), employers are further required to develop policies and programs on mental health in the workplace designed to: raise awareness on mental health issues, correct the stigma and discrimination associated with mental health conditions, identify and provide support for individuals at risk, and facilitate access to treatment and psychosocial support.

All private workplaces are also required to update their respective Telecommuting Guidelines and Consent Form, whenever applicable, in accordance with the revised implementing rules and regulations of Telecommuting Act (DOLE D.O. 237-22).

(xii) Amount Spent on Research and Development

AEV and its Subsidiaries do not allocate specific amounts or fixed percentages for research and development. All research and developmental activities are done by its Subsidiaries and Affiliates on a per project basis. The allocation for such activities may vary depending on the nature of the project.

(xiii) Cost and Effects of Compliance with Environmental Laws

AEV and its Subsidiaries, Associates, and Joint Ventures are subject to extensive, evolving and increasingly stringent safety, health and environmental laws and regulations. These standard laws and regulations that govern AEV's business operations include the Philippine Clean Air Act (RA No. 8749), Ecological Solid Waste Management Act (RA No. 9003), Clean Water Act (RA No. 9275), Toxic Substances and Hazardous and Nuclear Wastes Control Act (RA No. 6969), and Philippine Environmental Impact Statement System (Presidential Decree No. 1586), address, among other things, air emissions, wastewater discharges, the generation, handling, storage, transportation, treatment and disposal of toxic and hazardous chemicals, materials and waste, workplace conditions, and employee exposure to hazardous substances. Power plant operations are considered environmentally critical projects for which an Environmental Impact Study and an Environmental Compliance Certificate are mandatory.

AEV has incurred, and is expected to continuously incur, operating costs to comply with these laws and regulations. However, these costs cannot be segregated or itemized as these are embedded in, and are part and parcel of, each SBU's overall system in compliance with both industry standards and regulatory requirements. Each SBU has appointed and designated a Pollution Control Officer to closely monitor compliance with the requirements of these regulations.

(xiv) Employees

On the parent company level, AEV had a total of 243 employees as of February 28, 2023, composed of executives, managers, supervisors, and rank and file employees. There are no existing collective bargaining agreements (CBA) covering any of AEV's employees.

The following table provides a breakdown of total employee headcount per SBU, divided by function, as of February 28, 2023:

Number of Employees	AEV Corporate	UnionBank and Subsidiaries	Pilmico and Subsidiaries	Gold Coin and Subsidiaries	AboitizLand and Subsidiaries	Aboitiz InfraCapital and Subsidiaries	RCBM and Subsidiaries	AboitizPower and Subsidiaries
Executives	68	615	52	70	10	28	6	215
Managers	71	1,654	120	208	35	65	111	388
Supervisors	59	2,964	496	528	129	94	277	910
Rank & File	45	690	359	2,249	95	86	264	2,462
TOTAL	**243**	**5,923**	**1,055**	**3,055**	**269**	**273**	**658**	**3,975**
Unionized Employees	N/A	680	28	197	N/A	N/A	457	425
Expiry of CBA	N/A	May 31, 2025	N/A	GCI: Aug 19, 2023 GCSI: Aug 7, 2023 GCFM: Dec 31, 2022 GCSSB: Feb 2, 2024	N/A	N/A	**Batangas** – Supervisor (June 2024) Rank & File (Feb 2024) **Bulacan** – Supervisor (Dec 2026); Rank & File (July 2027); **Teresa** – Supervisor (Jan 2024); Rank & File (October 2023); **Norzagaray** - Supervisor (Dec 2022); Rank & File (Feb 2025); **RCMI** – Supervisor (May 2024); Rank & File (Dec 2023)	**Hedcor**: Sept 19, 2023 **Visayan Electric:** Dec 31, 2026 **Cotabato Light:** June 30, 2024 **Davao Light:** June 16, 2026 **SFELAPCO:** May 9, 2024

In addition to mandated statutory benefits (such as holiday pay, service incentive leave, maternity leave, paternity leave, and 13th-month pay), the Company provides benefits to its employees in the following areas: healthcare, annual leave, loans and financial assistance applicable to a variety of uses, retirement benefits to qualified employees, and productivity bonuses. Salaries and benefits are reviewed regularly and adjusted to retain current employees and attract new talent. The Company currently has no stock option plans available to its employees. As of February 28, 2023, the Company does not anticipate any increase in manpower within the next 12 months unless new development projects and acquisitions materially require an increase.

The Company's employees are not unionized. The Company's employees have neither been on strike nor have threatened to strike for the past three years.

(xvi) Major Risk/s Involved in the Business of AEV and its Subsidiaries

Enterprise Risk Management requires the regular review of the Risk Management Plans (RMPs) of AEV and all its business units (BUs). This is conducted at least twice a year but all BUs are encouraged to continuously monitor their respective operating environments and assess impact to their key risk exposures. Outputs of this exercise are utilized to create a holistic assessment of top risks at the Group-

wide level which is then reported to Senior Management and the Board Risk and Reputation Management Committee to provide a good view of the Group's overall risk posture.

1. Climate Transition Risk

AEV is cognizant of the sustained increase in the public's awareness on climate change issues in recent years. Together with its SBUs, the Company continuously monitors developments in this space as the transition to a lower carbon economy can potentially accelerate climate action globally. Climate transition risks can impact not only the Company's financial and business performance but its reputation as well.

SBUs are in the process of developing their respective transition roadmaps to ensure long-term strategies are recalibrated and business viability is maintained. Aside from strengthening its ESG practices, the Aboitiz Group has also been working to increase its understanding of energy transition mechanisms (ETM) and carbon offset markets to ensure that it not only manages risks but also positions itself well to maximize related opportunities. Likewise, the Aboitiz Group continues to work proactively with key stakeholders (including lenders, insurers, suppliers, and regulators) to manage relationships, understand critical business impacts brought about by new climate related policies and implement mitigating measures. In addition, the Aboitiz Group will continue to enter into partnerships (e.g. with JERA and the IFC) to provide access to transition-related expertise and technology.

2. Project Risks

Project Risk remains to be one of the Aboitiz Group's significant risk exposures with most of its business units either directly involved in or requiring a heavy amount of construction and infrastructure development. The development of projects involves substantial risks which are exacerbated by current macroeconomic conditions characterized mainly by high inflation and supply chain disruptions brought about by existing geopolitical tensions. Such risks include higher financing and borrowing costs as well as challenges in procuring inputs/raw materials. Other risks relate to the availability of suitable land for acquisition, and unforeseen engineering or environmental problems, among others. These could give rise to delays, cost overruns, unsatisfactory construction or development in projects. If left unmitigated, they have the potential to impact business operations, financial performance, and the future growth prospects of the Company.

That said, risk management is an embedded practice in project management across the Aboitiz Group to ensure project stability and success. A comprehensive risk assessment is done early on for each significant and potential project to gain a holistic understanding of the risks involved and if these are still within the capacity and the appetite of the organization. Likewise, lessons learned sessions continue to be part of the process for each major project milestone. This exercise not only allows management and the project team to celebrate quick wins, but also learn from the past and current challenges and seize emerging opportunities from the project. This practice enhances the Company's ability to capture the opportunities that help in the continuous development and growth of the organization.

3. Regulatory Risks

The breadth of the Aboitiz Group's businesses lends itself naturally exposed to regulations across various industries and jurisdictions where it operates or has a presence. A regulatory breach, no matter how small, has the potential to impact the Company's reputation and may attract heightened regulatory scrutiny or supervision. More so, failure to understand and align with the new and changing regulations will have negative consequences in the Aboitiz Group's operations and financial performance. Hence, the Group's Risk Management Teams, together with the Corporate External Relations and Legal teams constantly monitor changes and developments in the regulatory landscape to enable the Group and its business units not only to comply with regulatory requirements but also to adapt business strategies as may be required.

Cutting across industries are data privacy regulations. As AEV continues to expand its businesses, collect more customer information, and harness the power of new technology (e.g. Artificial Intelligence), it must ensure that the Company remains abreast of regulatory mandates and expectations. This will allow the Company to continue improving data privacy risk awareness and practices across the Group and safeguard the massive amounts of personal data it collects and processes.

Aside from compliance, it is crucial that AEV maintains good relationships and open dialogue with its regulators. The Aboitiz Group continues to participate in consultative processes and public discussions over the necessity or propriety of specific regulation, or their relevance to current business practices, and technology changes that could lead to the development of new regulations and policies that may be beneficial to the Aboitiz Group and to the various businesses it operates. This ensures that the Aboitiz Group remains fully compliant to both the letter and spirit of regulations while at the same time remaining an integral part and a thought leader when it comes to policy shaping.

4. Cyber and Information Security Risk

As AEV and its SBUs continue to pursue growth and increase the use of technology to support that growth, there is also a greater need to manage risks associated with an expanding digital and technology footprint. With that, the organization continues to strengthen its cyber and information security posture with key initiatives that include, among others: the alignment of IT Security Controls and Governance practices across the Aboitiz Group, the enhancement of the AEV Data Governance Program, and the harmonization of internal vendor management processes.

In 2022, AEV and its Subsidiaries completed its Cyber Risk Quantification (CRQ) project which allowed the company to gain a much better understanding of the financial and non-financial impacts of cyber data breaches under a centralized IT infrastructure set-up. Hence, as it journeys through the Great Transformation and pursues federalization as a conglomerate, it will be looking at ways to lower concentration of cyber risks (e.g. segmenting the Aboitiz Group architecture). Phase 2 of this CRQ project will look into the possibility of operationalizing CRQ for the Aboitiz Group which should allow AEV and its SBUs to run more regular and thematic breach scenarios to adapt to the ever-changing security landscape. In 2023, there will also be increased focus on identity type security – Identity Governance Access (IGA) and Multi Factor Authentication (MFA) – ensuring continuous monitoring of all controls implemented for all Information Technology (IT) and Operational Technology (OT) environments.

5. Disaster Risk

The 2023 World Economic Forum (WEF) Global Risks Report highlights climate related risks as among the top risks to look out for both in the next two years and in the coming ten years. This means that impacts of climate change such as extreme natural disasters are already being felt and will only intensify in the next decade.

With this in mind, AEV and its subsidiaries continue to update their respective Business Continuity Management (BCM) Programs and test their Business Continuity Plans (BCP), taking into consideration the most recent environmental data and potential extreme scenarios. Likewise, mitigating plans for this risk continue to be reassessed to take on a climate adaptation angle. Hence, there are added considerations such as investments in resilience (e.g. reinforcement of existing structures and possible relocation to lower risk locations) and a review of current business interruption insurance covers taking into account the aforementioned changes.

In 2023, the Risk Management Team intends to focus on awareness and capability building efforts which will include BCM 101 refresher courses for team members and targeted skills training for crisis management teams and corporate support unit BCM champions. Likewise, it will look to update The Climate Value at Risk (VaR) initiative with a macroeconomic point of view of the climate risk scenarios previously analyzed with the help of the MSCI CVAR engagement. The development of these macroeconomic/global level scenarios will allow the organization to better

understand how the world will look like, how the economic mechanisms (market, trade) will be impacted by the worst climate scenarios, and eventually how it will impact the country and the Company's businesses.

6. Talent Risks

AEV recognizes human capital as its foremost asset. So as the Aboitiz Group progresses with its GT 2025 journey, there is a need to ensure that there is adequate talent within the organization and its subsidiaries to steer it towards its goals and make it future ready. Competition for talent remains tight even post pandemic. Hence, aside from building a robust pipeline of employee candidates, AEV must also look to continue investing in the development of existing talent to support the Group's future needs and strategic objectives.

Aside from putting in place succession plans, the company also recognizes the need to manage, most especially, the people's side of change for GT2025 related initiatives. The challenge will be to maintain employee engagement and productivity while navigating critical organizational changes in the coming years while continuing to operate under a hybrid work set-up.

Actions are progressing to mitigate these risks which include group-wide change management activities that aim to impact employee mindset and behaviors, capabilities, and ways of working. Strategic workforce planning (SWP) and succession management continue to be key activities for the Company's HR team and it has identified new and evolving AEV roles critical to the Company's organizational transformation and business strategy. This is coupled with a host of learning and development opportunities for all staff, including those identified as high performers to equip them for larger roles within the Aboitiz Group.

Going forward, added focus will be placed on strengthening the Company's employer brand, ensuring alignment to AEV's broader GT2025 goals. Apart from that, AEV is also in the process of enhancing its total rewards infrastructure and talent engagement mechanisms. All of these are to be executed while ensuring alignment to AEV's broader GT2025 goals.

7. Emerging Risks

The events of the last few years have shown that risks faced by AEV and its SBUs are becoming more and more interconnected, necessitating a higher level of vigilance and discipline when it comes to scanning the horizon for emerging risks. In this regard, AEV continues to exert efforts to improve its emerging risk program. In 2022, the Company started to reassess the effectiveness of its framework while at the same time supporting the creation of concise yet easily digestible reports on key risks that have significantly shaped the global risk climate for the year (i.e China-Taiwan and Russia-Ukraine tensions).

Moving forward, AEV will build on this momentum, with the Risk Management Team working closely with key stakeholders and subject matter experts (SMEs) within the organization to streamline efforts around emerging risk scanning. Likewise, work will progress to ensure that reports continue to add value by way of generating actionable items (e.g. scenario planning exercises) that ultimately aim to improve Aboitiz Group's response to emerging risks especially in the following areas: political, economic, social, technology, environmental, legal and compliance (PESTEL). While the curtains slowly draw on the COVID-19 pandemic, AEV will continue to be on the lookout for other potential risks such as those associated with increased cost of living, natural disasters and extreme weather events.

8. Global Political and Economic Risk

The growth and profitability of the Company may be influenced by major political and economic developments abroad, which may have a negative effect on the operations and financial results of the Company.

The Russia-Ukraine war has entered its second year. While Ukraine has so far exhibited extraordinary resilience in holding off Russian attacks, the protracted conflict continues to have a significant impact on the global geopolitical and economic landscape. The global economy continues to be weakened by the war most notably through disruptions in trade and supply chain, as well as food and fuel price shocks. These have contributed to high inflation numbers and the subsequent tightening in global financing conditions. More so, current conditions have dampened the prospects of a post-pandemic economic recovery, most especially for emerging and developing economies according to the World Bank.

Economic activity is expected to remain depressed through 2023, with the IMF recalibrating global growth estimates from 3.4% to 2.9%. The Philippine government has likewise adjusted its own growth forecast to 6%-7% (from 6.5%-8% previously). Philippine inflation rate averaged 5.8% for the year 2022. While this is significantly better than the global average inflation number for 2022 (8.7%), this was still well above the 2.0%-4.0% target range set by the government earlier on. The IMF projects a cool down of global inflation to 6.5% in 2023 and a further decline in 2024 to 4.3%. But the BSP has already raised its key benchmark rate by a total of 350 basis points in 2022 with signs of further increases, albeit smaller, in 2023. That said, there is a clear need for corporations to implement holistic measures to combat inflation and manage related business impacts.

The Group will continuously monitor such developments locally and abroad and will assess any direct and indirect impact that these macro developments may have on its current and future business interests.

(b) Requirements as to Certain Issues of Issuers

(i) Debt Issues

(a) Ten Billion Fixed Rate Retail Bonds Issued in November 2013

On November 11, 2013, SEC issued an Order of Registration and a Certificate of Permit to Sell Securities for AEV's ₱10 bn-retail bonds (the "2013 Bonds"). The 2013 Bonds received the highest possible rating of PRS "Aaa" from Philippine Rating Services Corporation ("PhilRatings"). Of the aggregate amount of ₱10 bn, ₱8 bn were subsequently listed with the Philippine Dealing & Exchange Corporation ("PDEx") on November 21, 2013.

The 2013 Bonds were issued in two series, seven-year bonds with a fixed interest rate of 4.4125% per annum, and ten year bonds with a fixed interest rate of 4.6188% per annum. Interest is paid quarterly in arrears every May 21, August 21, November 21, and February 21 of each year for each subsequent interest payment date at which the bonds are outstanding or the subsequent banking day without adjustment if such interest payment date is not a banking day.

The Company has the option, but not the obligation, to redeem in whole any series of the outstanding bonds, on the following dates or the immediately succeeding banking day if such date is not a banking day: (i) for the seven-year bonds on the fifth year and one quarter and on the sixth year from the issue date; and (ii) for the ten-year bonds on the seventh year, on the eighth year and on the ninth year from the issue date.

AEV received the aggregate net proceeds of ₱8 bn from the offer and sale of 2013 Bonds. The breakdown of the use of proceeds is set out below:

	Projected Usage (Per Prospectus)	Actual Usage
AboitizLand - Joint Venture with Ayala Land, Inc.	₱1,499,600,000.00	₱1,350,000,000.00
AboitizLand - Additional landbank purchases	500,000,000.00	590,000,000.00

AboitizLand - Purchase of Lima Land Shares	1,545,500,000.00	1,546,000,000.00
AboitizLand - Purchase of Lima Land Shares	-	985,000,000.00
Sub-total	**3,545,100,000.00**	**4,471,000,000.00**
Payment of Existing Short-term Debt to Finance:		
Capital Infusion into AEV Aviation	500,000,000.00	500,000,000.00
Purchase of UnionBank shares in 2012	1,030,000,000.00	1,030,000,000.00
Purchase of UnionBank shares in 2013	1,768,000,000.00	1,768,000,000.00
Sub-total	**3,298,000,000.00**	**3,298,000,000.00**
Aseagas - Liquid Bio Methane Project	622,437,041.00	295,472,520.00
Bond Issuance Costs	79,603,125.00	86,113,658.00
Warchest	454,859,834.00	-
TOTAL	**₱8,000,000,000.00**	**₱8,150,586,178.00**

AEV has been paying interest to its bondholders since February 21, 2014.

On November 12, 2021, the Company fully prepaid the outstanding ₱1.8 bn 10-year 2013 Bonds maturing in November 2023, with a redemption price of 101% of its face value.

(b) Twenty-Five Billion Fixed Rate Retail Bonds Issued in August 2015

On July 27, 2015, the SEC issued the Order of Registration and Certificate of Permit to Offer Securities for AEV's fixed- rate retail bonds in the aggregate amount of up to ₱25 bn, inclusive of oversubscription (the "2015 Bonds"). The 2015 Bonds were then offered to the public on July 28, 2015 until July 31, 2015. The first tranche, equivalent to ₱24 bn was issued in 2015 in three series, as follows:

Series	Maturity Date	Interest Rate Per Annum
Series A	Five Years and three months	4.4722%
Series B	Seven Years	5.0056%
Series C	Twelve Years	6.0169%

The 2015 Bonds were listed with PDEx on August 5, 2015 for secondary market trading. Interest on the 2015 Bonds is paid quarterly in arrears every August 6, November 6, February 6, and May 6 of each year for each subsequent interest payment date at which the bonds are outstanding.

AEV received the aggregate net proceeds of ₱24 bn from the offer and sale of 2015 Bonds. The breakdown of the use of proceeds is set out below:

	Projected Usage (Per Prospectus)	Actual Usage*
Capital Infusion into Aboitiz Land, Inc.	₱9,892,000,000.00	₱10,000,000.00
Capital Infusion into Apo Agua Infrastructura, Inc.	2,055,000,000.00	14,000.00
Capital Infusion into Aseagas Corporation	311,000,000.00	222,500,000.00
Capital Infusion into PETNET, Inc.	765,000,000.00	125,000,000.00

Full repayment of existing long-term debt to fund purchase of UBP shares in 2010 & 2011	1,188,000,000.00	1,188,000,000.00
Bond Issuance Costs	214,076,625.00	219,925,521.28
Acquisition of a stake in the Philippine business of Lafarge S.A.	9,574,923,375.00	22,234,560,478.72
TOTAL	**₱24,000,000,000.00**	**₱24,000,000,000.00**

** The actual amount spent for the above projects in 2015 reached ₱25.5 bn. The funding came from the ₱24 bn retail bond proceeds and the ₱1.5 bn balance from internally-generated funds.*

AEV has been paying interest to its bondholders since November 6, 2015.

On August 10, 2021, the Company fully paid the outstanding seven-year 2015 Bonds amounting to ₱8.47 bn, a year ahead of its 2022 maturity schedule.

(c) Thirty Billion Fixed Rate Peso Denominated Retail Bonds (2019)

On January 29, 2019, the Board approved the issuance of a fixed-rate peso-denominated retail bonds in the aggregate amount of up to ₱30 bn, to be registered under the shelf registration program of the SEC (the "2019 Bonds"). Subsequently, the members of the Board approved the issuance of the first tranche of its 2019 Bonds equivalent to ₱3 bn and with an oversubscription option of up to ₱2 bn (the "First Tranche 2019 Bonds") on March 7, 2019.

On June 3, 2019, the SEC issued the Order of Registration and Certificate of Permit to Offer Securities for AEV's 2019 Shelf Program and the public offering of its First Tranche 2019 Bonds which was issued in two series.

Series	Maturity Date	Interest Rate Per Annum
Series A	Five Years	6.0157%
Series B	Ten Years	6.3210%

The First Tranche 2019 Bonds were listed with PDEx on June 18, 2019 for secondary market trading. Interest is paid quarterly in arrears every May 21, August 21, November 21, and February 21 of each year for each subsequent interest payment date at which the bonds are outstanding or the subsequent banking day without adjustment if such interest payment date is not a banking day.

AEV received the aggregated net proceeds of ₱4.94 bn from the offer and sale of First Tranche 2019 Bonds.

The breakdown of the use of proceeds is set out below (amount in thousand pesos):

	Projected Usage (Per Prospectus)	Actual Usage
Repayment of Medium-term Loan of AEV International Pte. Ltd.	₱4,936,384	₱4,937,310
Bond issuance costs	63,616	62,690
TOTAL	**₱5,000,000**	**₱5,000,000**

On November 5, 2019, the Board approved the issuance of up to ₱10 bn fixed-rate retail bonds (the "Second Tranche 2019 Bonds"). The SEC issued the Certificate of Permit to Offer Securities on October 29, 2020 for the Second Tranche 2019 Bonds, which was then offered to the public from

October 29, 2020 until November 6, 2020. The Second Tranche 2019 Bonds, equivalent to ₱7.55 bn including oversubscription, were issued in two series:

Series	Maturity Date	Interest Rate Per Annum
Series C	Three Years	2.8403%
Series D	Five Years	3.3059%

The Second Tranche 2019 Bonds were listed with PDEx on November 16, 2020 for secondary market trading. Interest is paid quarterly in arrears every November 16, February 16, May 16, and August 16 of each year for each subsequent interest payment date at which the bonds are outstanding or the subsequent banking day without adjustment if such interest payment date is not a banking day.

AEV received the aggregate net proceeds of ₱7.45 bn from the offer and sale of Second Tranche 2019 Bonds. The breakdown of the use of proceeds is set out below (in thousand pesos):

	Projected Usage (Per Prospectus)	Actual Usage[5]
Payment of the maturing 2013 Series A Bonds	₱6,200,000	₱6,200,000
Payment of the maturing 2015 Series A Bonds	2,664,112	1,245,578
Partially finance the 2021 equity contributions to Apo Agua for the construction of a hydroelectric-powered bulk water treatment facility in Davao	1,000,000	-
Bond issuance costs	135,888	104,422
TOTAL	**₱10,000,000**	**₱7,550,000**

On April 26, 2021, the Board approved the issuance of up to ₱10 bn fixed-rate retail bonds (the "Third Tranche 2019 Bonds"). The SEC issued the Certificate of Permit to Offer Securities on July 26, 2021 for the Third Tranche 2019 Bonds, which was then offered to the public from July 26, 2021 until July 30, 2021. The Third Tranche 2019 Bonds, equivalent to ₱10 bn including oversubscription, were issued in two series.

Series	Maturity Date	Interest Rate Per Annum
Series E	Four Years	3.2977%
Series F	Seven Years	3.3059%

The Third Tranche 2019 Bonds were listed with PDEx on August 9, 2021 for secondary market trading. Interest is paid quarterly in arrears every February 9, May 9, August 9, and November 9 of each year for each subsequent interest payment date at which the bonds are outstanding or the subsequent banking day without adjustment if such interest payment date is not a banking day.

AEV received the aggregate net proceeds of ₱10 bn from the offer and sale of the Third Tranche 2019 Bonds. The breakdown of the use of proceeds is set out below (in thousand pesos):

	Projected Usage (Per Prospectus)	Actual Usage
Refinance facilities drawn to fund the early redemption of the 2015 Series B Bonds	₱8,467,030	₱8,467,030
Partially finance Aboitiz InfraCapital's 2021 equity contributions to Apo Agua to fund its requirements for the construction of a	750,000	750,000

5 The full allotment for the oversubscription was not availed.

hydroelectric-powered bulk water treatment facility in Davao		
Finance future funding requirements of Aboitiz InfraCapital in 2022 for its towers project	643,629	647,997
Bond issuance costs	135,341	134,973
TOTAL	**₱10,000,000**	**₱10,000,000**

AEV has been paying interest to its bondholders since September 18, 2019 and February 16, 2021, for the First and Second Tranche 2019 Bonds, respectively. The Company started paying interest on the Third Tranche 2019 Bonds beginning on November 9, 2021.

On August 25, 2022, the Board approved the issuance of up to ₱7.45 bn fixed-rate retail bonds (the "Fourth Tranche 2019 Bonds"), together with the application for a new shelf registration program with the SEC for the issuance of fixed-rate peso-denominated retail bonds with an aggregate principal amount of up to ₱30 bn, to be issued in one or more tranches, depending on market conditions ("2022 Shelf Program").

(d) Thirty Billion Fixed Rate Peso Denominated Retail Bonds (2022)

On August 25, 2022, the members of the Board approved the issuance of the first tranche of its 2022 Bonds equivalent to ₱4.55 bn inclusive of oversubscription option. Subsequently, the Board of Directors of the Company approved the increase in the amount of the oversubscription option to ₱12.55 bn (the "First Tranche 2022 Bonds"). The issuance of the Fourth Tranche 2019 Bonds and the First Tranche 2022 Bonds amounted to a total issue size of ₱20 bn fixed-rate retail bonds (2022 Bonds). The increase in the oversubscription option allows for greater flexibility amidst robust liquidity in the capital markets.

The SEC issued the Certificate of Registration and the Permit to Offer Securities on November 22, 2022 for the 2022 Bonds, which was then offered to the public from November 22, 2022, and will end on November 28, 2022. The 2022 Bonds were issued in two series.

Series	Maturity Date	Interest Rate Per Annum
Series A	Three Years and Six Months	6.8725%
Series B	Seven Years	7.5321%

The First Tranche 2022 Bonds were listed with PDEx on December 7, 2022 for secondary market trading. Interest is paid quarterly in arrears every March 7, June 7, September 7, and December 7 of each year for each subsequent interest payment date at which the bonds are outstanding or the subsequent banking day without adjustment if such interest payment date is not a banking day.

AEV received the aggregate net proceeds of ₱20 bn from the offer and sale of the 2022 Bonds. The breakdown of the use of proceeds is set out below (in thousand pesos):

	Projected Usage (Per Prospectus)	Actual Usage
Partially finance Aboitiz InfraCapital's acquisition in GMCAC	₱18,756,283	₱19,759,321
Refinancing of the maturing AEV Series C 2.8403% Bonds Due 2023	1,000,000	-
Bond issuance costs	243,717	240,679
TOTAL	**₱20,000,000**	**₱20,000,000**

AEV started paying interest to its bond holders of the 2022 Bonds on March 7, 2023.

B. STRATEGIC BUSINESS UNITS

I. POWER

Overview of the Business

AEV's power Business Unit, AboitizPower, is a publicly-listed company incorporated on, and has been in business since, February 13, 1998. AboitizPower was incorporated as a holding company for the Aboitiz Group's investments in electricity generation and distribution. Ownership in AboitizPower was opened to the public through an initial public offering of its common shares in the PSE on July 16, 2007. Through its Subsidiaries and Affiliates, AboitizPower is a well-positioned leader in the Philippine power industry being one of the leading companies in power generation, distribution, and retail electricity supply. As of March 21, 2023, AboitizPower had a market capitalization of ₱273.00 bn, with a common share price of ₱37.50 per share.

Driven by the pursuit of creating a better future for its customers, its host communities, and the nation, AboitizPower's business operations have developed into four SBU: (a) Power Generation, (b) Power Distribution, (c) Retail Electricity Services (RES), and (d) Distributed Energy. AboitizPower will continue to pursue its international aspirations with a continued focus on renewable energy projects in wind, hydro, and solar in high-growth geographic markets with acceptable regulatory environments.

Based on Energy Regulatory Commission (ERC) Resolution No. 01 series of 2022, dated, March 31, 2022, the power generation business of AboitizPower is among the leaders in the Philippines in terms of installed capacity. Moreover, AboitizPower has the second largest distribution utility, in terms of captive customer connections and energy sales[6]. As of the latest ERC report, AboitizPower's RES business combined is the second largest both in number of customers and total retail market share[7]. AboitizPower is a pioneer in building and the operation of run-of-river hydropower plants in the country. Today, through its renewable energy Subsidiaries, AboitizPower has the largest installed capacity of renewable energy under its market control.[8]

Business Development

AboitizPower through its Subsidiaries, Joint Ventures, and Associates, is a leading player in the Philippine power industry with interests in privately-owned power generation companies, RES services, and distribution utilities throughout the Philippines, from Benguet in the north to Davao in the south.

AboitizPower's portfolio of power generating plants consist of a mix of renewable and non-renewable sources and of baseload and peaking power plants. This allows AboitizPower to address the 24-hour demand of the country with its coal and geothermal plants handling baseload demand, while the hydropower, solar, and oil-based plants handle intermediate to peaking demand. Most of these plants are also capable of providing ancillary services, which are also critical in ensuring a reliable grid operation. Its Generation Companies have an installed capacity which is equivalent to a 16.58% market share of the national grid's installed generating capacity[9]. As of February 28, 2023, AboitizPower had a total of 6,012 MW net sellable capacity, of which 4,452 MW is the portion attributable to the company. AboitizPower targets to double its capacity to 9,200 MW by 2030. This is expected to come from a portfolio of renewables and selective baseload builds, with the optionality for either coal or gas facilities. AboitizPower's renewable investments are held primarily through its wholly-owned Subsidiary, Aboitiz Renewables, Inc. (ARI), along with ARI's Subsidiaries and Joint Ventures. AboitizPower is a pioneer in the building and operation of run-of-river mini hydropower plants in the country.

AboitizPower also owns interests in nine Distribution Utilities in Luzon, Visayas, and Mindanao, including Visayan Electric Company, Inc. (Visayan Electric) and Davao Light & Power Company (Davao Light), the second and third largest distribution utilities in the Philippines, respectively in terms of customer size

[6] Based on DOE's Distribution Development Plan 2021-2030
[7] ERC Competitive Retail Electricity Market Monthly Statistical Data as of December 2022
[8] Based on ERC Resolution No. 02, Series of 2022 dated March 31, 2022
[9] Based on Energy Regulatory Commission (ERC) Grid Limit Resolution

and annual sales. AboitizPower's Subsidiaries engaged in the distribution of electricity sold a total of 7,650,434 MWh during 2022.

AboitizPower's power generation business supplies power to various customers under power supply contracts, ancillary service procurement agreements (ASPA), and for trading in the Wholesale Electricity Spot Market (WESM). The power distribution business is engaged in the distribution and sale of electricity to end-users, and the RES and Others segment includes retail electricity sales to various off-takers that are considered eligible contestable customers ("Contestable Customers") and provision of electricity-related services, such as installation of electrical equipment. AboitizPower's Subsidiaries engaged in the supply of retail electricity sold a total of 4.58 Terawatt hours (TWh) in 2022.

On December 16, 2021, JERA Asia acquired a 27% stake in AboitizPower, which consisted of a 25.01% stake from AEV and a 1.99% stake from ACO.

As of March 21, 2023, AEV owned 51.87% of the outstanding capital stock of AboitizPower, 27.00% was owned by JERA Asia, and 0.92% was owned by AboitizPower directors, officers, and other related parties, while the remainder was owned by the public.

Neither AboitizPower nor any of its Subsidiaries has ever been the subject of any bankruptcy, receivership or similar proceedings.

History and Milestones

The Aboitiz Group's involvement in the power industry began when members of the Aboitiz family acquired a 20% ownership interest in Visayan Electric in the early 1900s. The Aboitiz Group's direct and active involvement in the power distribution industry can be traced to the 1930s, when ACO acquired Ormoc Electric Light Company and its accompanying ice plant, Jolo Power Company, and Cotabato Light and Power Company (Cotabato Light). In July 1946, the Aboitiz Group further strengthened its position in power distribution in the Southern Philippines when it acquired Davao Light, which is now the third largest privately-owned distribution utility in the Philippines in terms of customers and annual gigawatt hour (GWh) sales.

In December 1978, ACO divested its ownership interests in Ormoc Electric Light Company and Jolo Power Company and focused on the more lucrative franchises held by Cotabato Light, Davao Light, and Visayan Electric.

In response to the Philippines' pressing need for adequate power supply, the Aboitiz Group ventured into power generation, becoming a pioneer and industry leader in hydroelectric energy. In 1978, the Aboitiz Group incorporated Hydro Electric Development Corporation (HEDC). HEDC carried out feasibility studies (including hydrological and geological studies), hydroelectric power installation and maintenance, and also developed hydroelectric projects in and around Davao City. On June 26, 1990, the Aboitiz Group also incorporated Northern Mini-Hydro Corporation (now Cleanergy, Inc.), which focused on the development of mini-hydroelectric projects in Benguet province in Northern Luzon. By 1990, HEDC and Cleanergy had commissioned and were operating 14 plants with a combined installed capacity of 36 MW. In 1996, the Aboitiz Group led the consortium that entered into a Build-Operate-Transfer (BOT) agreement with National Power Corporation (NPC) to develop and operate the 70-MW Bakun AC hydroelectric plant (the "Bakun AC Hydro Plant") in Ilocos Sur.

The table below sets out milestones in AboitizPower's development since 1998:

Year	Milestones
1998	*Incorporated as a holding company for the Aboitiz Group's investments in power generation and distribution*.
2005	Consolidated its investments in mini-hydroelectric plants in a single company by transferring all of HEDC's and Cleanergy's mini hydroelectric assets to Hedcor, Inc. (Hedcor).
2007	Entered into a share swap agreement with AEV in exchange for AEV's ownership interest in the following distribution utilities: i. An effective 55% equity interest in Visayan Electric;

	ii. A 100% equity interest in each of Davao Light and Cotabato Light; iii. An effective 64% ownership interest in Subic Enerzone Corporation (Subic Enerzone); and; iv. An effective 44% ownership interest in San Fernando Electric Light & Power Company (SFELAPCO).
	As part of the reorganization of the power-related assets of the Aboitiz Group, the company: i. Acquired 100% interest in Mactan Enerzone Corporation (Mactan Enerzone) and 60% interest in Balamban Enerzone Corporation (Balamban Enerzone) from AboitizLand; and ii. Consolidated its ownership interests in Subic Enerzone by acquiring the combined 25% interest in Subic Enerzone held by AEV, SFELAPCO, Okeelanta Corporation, and Pampanga Sugar Development Corporation. These acquisitions were made through a Share Swap Agreement, which involved the issuance of the AboitizPower's 170,940,307 common shares issued at the IPO price of ₱5.80 per share in exchange for the foregoing equity interests in Mactan Enerzone, Balamban Enerzone, and Subic Enerzone.
	Together with its partner, Statkraft Norfund Power Invest AS of Norway, through SN Aboitiz Power-Magat, Inc. (SN AboitizPower-Magat), acquired possession and control of the Magat Plant following its successful bid in an auction by the Power Sector Assets and Liabilities Management Corporation (PSALM).
	Formed Abovant Holdings, Inc. (Abovant) with the Vivant Group as the investment vehicle for the construction and operation of a coal-fired power plant in Toledo City, Cebu (the "Cebu Coal Project"). Abovant entered into a Memorandum of Agreement (MOA) with Global Business Power Corporation (Global Power) of the Metrobank group for the acquisition of a 44% equity interest in Cebu Energy Development Corporation (Cebu Energy).
	Therma Power, Inc. (TPI) entered into a MOA with Taiwan Cogeneration International Corporation (TCIC) for the Subic Coal Project, an independent coal-fired power plant in the Subic Bay Freeport Zone. Redondo Peninsula Energy, Inc. (RP Energy) was incorporated as the project company.
	Acquired 50% of East Asia Utilities Corporation (EAUC) from El Paso Philippines Energy Company, Inc. and 60% of Cebu Private Power Corporation (CPPC).
	Purchased 34% equity ownership in STEAG State Power, Inc. (SPI) from Evonik Steag GmbH in August 2007.
	Purchased Team Philippines Industrial Power II Corporation Industrial Power II Corp.'s 20% equity in Subic Enerzone.
2008	SN Aboitiz Power–Benguet submitted the highest bid for the Ambuklao-Binga Hydroelectric Power Complex.
	Acquired Tsuneishi Holdings (Cebu), Inc. (THC)'s 40% equity ownership in Balamban Enerzone, bringing AboitizPower's total equity in Balamban Enerzone to 100%.
2009	AP Renewables, Inc. (APRI) acquired the 234-MW Tiwi geothermal power facility in Albay and the 449.8 MW Makiling-Banahaw geothermal power facility in Laguna (collectively referred to as the "Tiwi-MakBan Geothermal Facilities").
	Therma Luzon, Inc. (TLI) became the Independent Power Producer Administrator (IPPA) for the 700-MW contracted capacity of the Pagbilao Coal-Fired Power Plant (the "Pagbilao Plant"), becoming the first IPPA of the country.
2010	Therma Marine, Inc. (TMI), acquired ownership over Mobile 1 ("Power Barge 118") and Mobile 2 ("Power Barge 117") from PSALM.
2011	Meralco PowerGen Corporation (MPGC), Taiwan Cogeneration International Corporation (TCIC), and Therma Power, Inc. (TPI) entered into a Shareholders' Agreement to formalize their participation in Redondo Peninsula Energy Corporation (RP Energy). MPGC took the controlling interest in RP Energy, while TCIC and TPI maintained the remaining stake equally.
	Therma Mobile, Inc. (TMO) acquired four barge-mounted floating power plants and their operating facilities from Duracom Mobile Power Corporation and EAUC. In the same year, the barges underwent rehabilitation and started commercial operations in 2013.
2013	Aboitiz Energy Solutions, Inc. (AESI) won 40 strips of energy corresponding to 40 MW capacity of Unified Leyte Geothermal Power Plant (ULGPP). The contract between AESI with PSALM with respect to the ULGPP capacity was terminated on October 26, 2019.
2014	TPI entered into a joint venture agreement with TPEC Holdings Corporation to form Pagbilao Energy Corporation (PEC) to develop, construct, and operate the 400 MW coal-fired Pagbilao Unit 3.
	Therma Power-Visayas, Inc. (TPVI) was declared the highest bidder for the privatization of the Naga Power Plant Complex (NPPC). SPC Power Corporation (SPC), the other bidder, exercised its right-to-top under the Naga Power Plant Land-Based Gas Turbine Land Lease Agreement, and PSALM declared SPC as the winning bidder. After protracted legal proceedings, TPVI accepted the turn-over for the NPPC plant on July 16, 2018.
	Acquired 100% of Lima Enerzone Corporation (Lima Enerzone) from Lima Land, Inc., then a wholly-owned Subsidiary of Aboitiz Land, Inc.

	TPI entered into a Shareholders' Agreement with Vivant Group, for the latter's acquisition of 20% issued and outstanding shares in Therma Visayas, Inc. (TVI).
2015	ARI formed a Joint Venture, San Carlos Sun Power, Inc. (SacaSun), with SunEdison Philippines to explore solar energy projects. In 2017, AboitizPower International completed the acquisition of SacaSun from SunEdison Philippines, and ownership of SacaSun was consolidated in AboitizPower.
	Therma South, Inc. (TSI) commenced full commercial operations of its Unit 1.
2016	TSI commenced full commercial operations of its Unit 2.
	TPI acquired an 82.8% beneficial ownership interest in GNPower Mariveles Coal Plant Ltd. Co. (now: GNPower Mariveles Energy Center Ltd. Co. or GMEC) and a 50% beneficial ownership interest in GNPower Dinginin Ltd. Co. (GNPower Dinginin or GNPD).
	Through TPI, acquired the remaining 50% interest in EAUC from El Paso Philippines.
2017	AboitizPower International completed its acquisition of SunEdison Philippines, and consolidates ownership of Sacasun.
2018	Aseagas permanently ceased operations of its 8.8-MW biomass plant in Lian, Batangas.
	TPVI accepted the turnover of the Naga Power Plant Complex from PSALM.
	Pagbilao Unit 3 began commercial operations.
	TVI commenced commercial operations of its Unit 1.
2019	TMO signed a PSA with Meralco, after the facility went into preservation mode on February 5, 2019.
	TMO re-registered again with Independent Electricity Market Operator of the Philippines Inc. (IEMOP) on April 26, 2019.
	AboitizPower acquired a 49% voting stake and a 60% economic stake in AA Thermal.
	TVI commenced commercial operations of its Unit 2
2020	TPVI started commercial operations.
	Announced two battery projects – the TMI Hybrid Battery Energy Storage System ("TMI BESS") and SN AboitizPower-Magat Battery Energy Storage System ("Magat BESS"). TMI BESS is located in Maco, Compostela Valley, has a storage capacity of 49 MWh, and is intended to be used for ancillary services. The facility commenced partial commercial operation last November 2022. The Magat BESS Project is for the construction of a 24 MW battery energy storage unit located in Ramon, Isabela.
2021	PV Sinag Power, Inc. (PV Sinag), a wholly-owned of ARI, awarded the Engineering, Procurement, and Construction (EPC) contract for the construction of its 94-megawatt peak (MWp) solar power project in Cayanga, Bugallon, Pangasinan to JGC Philippines, Inc. This is the AboitizPower's second solar facility.
2022	The SN Aboitiz Power Group signed construction and financing agreements for the Magat BESS project.
	PV Sinag awarded the EPC contract for the construction of its 159-MWp Laoag and Laoag 2 solar power project in Barangay Laoag, Aguilar, Pangasinan to SUMEC Complete Equipment and Engineering Co., Ltd. and Hansei Corporation. This is AboitizPower's second solar venture in the province of Pangasinan.
	Acquired an additional 35.4% equity stake in STEAG.
	ARI entered into a joint venture agreement with Mainstream Renewable Power (Mainstream) for a 90-MW onshore wind project in Libmanan, Camarines Sur.

AboitizPower is currently involved in the distributed generation business through APX1 and APX2, and is expanding its renewable energy portfolio under its Cleanergy brand. AboitizPower's Cleanergy portfolio includes its geothermal, run-of-river hydro, and large hydropower facilities.

As of February 28, 2023, AboitizPower had 928 MW of attributable net sellable capacity, through its partners, under its Cleanergy brand. The company is pushing for a balanced mix strategy – maximizing Cleanergy while taking advantage of the reliability and cost efficiency of thermal power plants.

Neither AboitizPower nor any of its Subsidiaries has been the subject of any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business.

(i) Principal Products and Services

GENERATION OF ELECTRICITY (POWER GENERATION BUSINESS)

AboitizPower's power generation portfolio includes interests in both renewable and non-renewable generation plants. As of December 31, 2022, the power generation business accounted for 104% of earning contributions from AboitizPower's business segments. AboitizPower conducts its power generation activities through the Subsidiaries and Affiliates listed in the table below.

The table below summarizes the Generation Companies' operating results as of December 31, 2022, compared to the same period in 2021 and 2020:

Generation Companies	Energy Sold			Revenue		
	2022	2021	2020	2022	2021	2020
	(in GWh)			(in mn Pesos)		
APRI	3,316	2,787	3,055	18,797	11,405	11,253
SacaSun	63	61	44	477	311	250
Hedcor	137	149	161	834	758	697
LHC	315	238	266	1,002	687	761
Hedcor Sibulan	262	251	201	1,408	1,858	1,399
Hedcor Tudaya	39	40	33	232	234	261
Hedcor Sabangan	49	55	49	289	325	395
Hedcor Bukidnon	386	271	261	2,265	1,827	1,418
SN Aboitiz Power-Magat	3,472	2,195	1,891	15,194	7,352	5,352
SN AboitizPower-Benguet	1,937	2,120	1,936	10,762	7,412	5,668
TLI	6,322	7,979	6,686	41,293	33,447	20,505
TSI	1,739	1,891	1,531	14,604	11,173	8,276
TVI	2,192	2,434	2,232	15,049	10,686	8,490
Cebu Energy	1,957	2,028	2,025	14,259	8,984	7,719
STEAG Power	1,574	1,845	1,845	8,932	3,918	4,022
GMEC	3,778	2,703	5,003	36,128	19,676	17,821
GNPD*	6,537	N/A	N/A	54,403	54,403	N/A
WMPC	784	802	819	1,793	1,596	1,390
SPPC	0	0	0	0	0	0
CPPC	93	381	540	1,060	1,275	998
EAUC	408	363	226	1,214	963	571
TMI	920	1,253	743	1,435	1,276	990
TMO	1,139	1,367	381	2,158	1,293	668
TPVI*	34	29	3	418	367	30
Davao Light** (decommissioned)	0	0	0	Revenue Neutral	Revenue Neutral	Revenue Neutral
Cotabato Light**	0	0	0	Revenue Neutral	Revenue Neutral	Revenue Neutral

** GNPD Unit 1 began running and serving its PSAs from its own generation on January 25, 2022, subject to completion of certain tests and works by the EPC contractor. Meanwhile, GNPD Unit 2 synchronized on April 2, 2022.*

*** Plants are operated as stand-by plants and are revenue neutral, with costs for operating each plant recovered by Davao Light and Cotabato Light, as the case may be, as approved by ERC. The Davao Light plant has been decommissioned since November 2018.*

Renewables

Aboitiz Renewables, Inc. (ARI)

As of February 28, 2023, AboitizPower's renewable energy portfolio in operation consisted of net sellable capacity of approximately 1,249.17 MW, divided into 46.80 MW of solar, 912.37 MW of hydro, and 290 MW of geothermal.

AboitizPower's investments and interests in various renewable energy projects, including geothermal, large hydro, run-of-river hydro, and solar projects, are held primarily through its wholly-owned Subsidiary, ARI and its Subsidiary Generation Companies. ARI was incorporated on January 19, 1995.

In 2021, AboitizPower disclosed its ten-year energy transition strategy of achieving, by 2030, a balanced 50:50 portfolio between thermal and renewable energy. ARI currently has over 1,000 MW of ongoing and disclosed renewable energy projects as of end-2022. The growth of ARI's portfolio plays an important role in achieving AboitizPower's energy transition strategy which aims to assist in the decarbonization of the Philippine energy market while supporting the country's economic growth.

Milestones and Outlook

- Established a pipeline of over 3 gigawatts (GW) of renewable energy projects in development;
- Entered into a JVA with Mainstream to build a 90-MW onshore wind project in Libmanan, Camarines Sur, which marked AboitizPower's first foray into wind energy;
- Ongoing construction of the 94-MWp Cayanga Solar project in Bugallon, Pangasinan which is expected to be completed by end of 2023;
- Ongoing construction of the 159-MWp Laoag Solar project in Aguilar, Pangasinan, with projected commercial operations date of Phase 1 and Phase 2 by end of 2023;
- SN AboitizPower-Magat commenced the construction of the 24-MW / 320MWh Magat BESS project in April 2022, with a projected commercial operations date in the first half of 2024;
- On-going make-up well drilling campaign for APRI Makban and Tiwi geothermal facilities, with nine out of the 12 make-up wells completed, delivering a total incremental steam contribution of 63 MW;
- Started construction of the 17-MW Tiwi binary power plant, with expected commercial operations date by the end of 2023; and
- Ongoing development of the 490-MW of onshore solar projects (150-MWp Calatrava, 44-MWp Tarlac, 84-MW San Manuel, and 212-MW Olongapo projects), 67-MW SN AboitizPower-Magat floating solar project, the 67-MW SN AboitizPower-Magat floating solar project, and the 60-MW of run-of-river projects (20-MW Hedcor Sablan and 40-MW Hedcor Kibungan)

AboitizPower, through and/or with ARI, owns equity interests in the following renewable Generation Companies, among others:

Generation Company	Percentage of Ownership	Plant Name (Location)	Type of Plant	Net Sellable Capacity (MW)	Attributable Net Sellable Capacity (MW)	Offtakers
APRI	100%	Tiwi – Makban (Luzon)	Geothermal	290	290	WESM/ Bilaterals
Hedcor	100%	Benguet 1-11 (Luzon) La Trinidad, Bineng 3, Ampohaw, FLS, Labay, Lon-oy, Irisan 1 and 3, and Sal-angan	Run-of-river hydro	52.7	52.7	FIT/ Bilaterals
		Davao 1-5 (Mindanao) Talomo 1, 2, 2A, 2B, and 3	Run-of-river hydro	4.5	4.5	Distribution Utility
Hedcor Bukidnon	100%	Manolo Fortich (Mindanao)	Run-of-river hydro	68.8	68.8	FIT
Hedcor Sabangan	100%	Sabangan (Luzon)	Run-of-river hydro	14	14	FIT
Hedcor Sibulan	100%	Sibulan (A, B and Tudaya A) (Mindanao)	Run-of-river hydro	49.10	49.10	Distribution utility
Hedcor Tudaya	100%	Tudaya (B) (Mindanao)	Run-of-river hydro	7	7	FIT
LHC	100%	Bakun (Ilocos Sur, Luzon)	Run-of-river hydro	74.8	74.8	NPC (2026)
SacaSun	100%	SacaSun (Visayas)	Solar	46.8	46.8	Bilaterals
SN Aboitiz Power-Benguet	60%**	Ambuklao (Benguet, Luzon)	Large Hydroelectric	105	52.50	WESM

		Binga (Luzon)	Large Hydroelectric	140	70	WESM/ASPA/Electric Cooperatives/DU/RES
SN Aboitiz Power-Magat	60%**	Magat (Luzon)	Large Hydroelectric	388	194	WESM/ Coops/ ASPA
		Maris Main Canal 1 (Luzon)	Run-of-river hydro	8.5	4.3	FIT
			Total	**1,249.2***	**928.5***	

Notes:
** Sum figures will differ due to rounding effect.*
***The 60% equity is owned by MORE.*

Run-of-River Hydros

In 2022, the Hedcor Group had a total generated gross of 74,468 GWh of Cleanergy across the Philippines. This is higher than the generated gross of renewable energy in 2021 of 994 GWh, or an increase of 13% during 2022 compared to 8.27% in 2021. The Hedcor Group achieved this level of generation as a result of minimized outages.

On August 17, 2022, Hedcor inaugurated its National Operations Control Center – two years earlier than its original target. This center controls and monitors all Hedcor plants and the SacaSun plant from a centralized location, a first of its kind for the AboitizPower Group and in the Philippines.

On August 5, 2022, Hedcor received the National Commission on Indigenous Peoples (NCIP)'s approval of the Free Prior Informed Consent (FPIC) Certificate of Pre-Condition (CP) for the continued operation of its Benguet hydropower plants –FLS, Lon-oy, and Lower Labay. The CP for the Ampohaw hydropower plant was received on November 31, 2022.

Luzon Hydro Corporation (LHC)

LHC, a wholly-owned Subsidiary of ARI, owns, operates, and manages the run-of-river Bakun AC hydropower plant with a total installed capacity of 74.8 MW located in Amilongan, Alilem, Ilocos Sur (the "Bakun AC Hydro Plant"). LHC was incorporated on September 14, 1994. ARI assumed 100% ownership and control of LHC on May 10, 2011.

The Bakun AC Hydro Plant was constructed and operated under the government's BOT scheme. Energy produced by the Bakun AC Hydro Plant, approximately 254 GWh annually, is delivered and taken up by NPC pursuant to a Power Purchase Agreement (PPA) and dispatched to the Luzon Grid through the 230-kV Bauang-Bakun transmission line of NGCP. Under the terms of its PPA, all of the electricity generated by the Bakun AC Hydro Plant will be purchased by NPC for a period of 25 years from February 2001. The PPA also requires LHC to transfer the Bakun AC Hydro Plant to NPC in February 2026, free from liens and without the payment of any compensation by NPC.

Hedcor, Inc. (Hedcor)

Hedcor was incorporated on October 10, 1986 by ACO as Baguio-Benguet Power Development Corporation. ARI acquired ACO's 100% ownership interest in Hedcor in 1998.

In 2005, ARI consolidated all its mini-hydroelectric generation assets, including those developed by HEDC and Cleanergy, into Hedcor. Cleanergy is Hedcor's brand for clean and renewable energy. Hedcor owns, operates, and manages run-of-river hydroelectric power plants in Northern Luzon and Davao City, with an increased combined net sellable capacity of 57.25 MW, attributed to the addition of the La Trinidad Hydro which started operations in July 2019.

The electricity generated from Hedcor's hydropower plants are taken up by Advent Energy, Inc. (Adventenergy), AESI, and Davao Light pursuant to PPAs with the said off-takers. Irisan 1 Hydro and La Trinidad Hydro sell energy under the Feed-in-Tariff ("FIT") mechanism through a Renewable Energy Payment Agreement (REPA) with the National Transmission Corporation ("Transco").

In 2022, Hedcor Group generated a total of 139,201 GWh of Cleanergy across the Philippines. This is lower than the generated gross renewable energy in 2021 of 147,045 GWh. This 5.33% decrease was caused by repair works due to *force majeure*.

Hedcor Sibulan, Inc. (Hedcor Sibulan)

Hedcor Sibulan, a wholly-owned Subsidiary of ARI, owns, operates, and manages the hydropower plants composed of three cascading plants with a total installed capacity of 49.24 MW, located in Santa Cruz, Davao del Sur. Hedcor Sibulan consists of Sibulan A Hydro, Tudaya 1 Hydro, and Sibulan B Hydro. The energy produced by the Sibulan grid is sold to Davao Light through a PSA signed in 2007. The company was incorporated on December 2, 2005.

The Hedcor Sibulan plant is part of the Hedcor Group's regional control center.

Hedcor Tudaya, Inc. (Hedcor Tudaya)

Hedcor Tudaya, a wholly-owned Subsidiary of ARI, owns, operates, and manages the Tudaya 2 Hydro run-of-river hydropower plant with an installed capacity of 8.1 MW, located in Santa Cruz, Davao del Sur. The company was incorporated on January 17, 2011.

The Tudaya 2 Hydro plant has been commercially operating since March 2014. Tudaya 2 Hydro is currently selling energy under the FIT mechanism through a Renewable Energy Supply Agreement (RESA) with Davao del Sur Electric Cooperative, and through a REPA with Transco.

The Tudaya 2 Hydro plant is part of the Hedcor Group's regional control center.

Hedcor Sabangan, Inc. (Hedcor Sabangan)

Hedcor Sabangan, a wholly-owned Subsidiary of ARI, owns, operates, and manages the Sabangan run-of-river hydroelectric power plant (HEPP) with an installed capacity of 14.96 MW. The company was incorporated on January 17, 2011.

The Sabangan plant has been commercially operating since June 2015, and is selling under the FIT mechanism through a REPA with Transco. The plant is a pioneer hydropower plant in the Mountain Province region, harnessing the power of the Chico River.

Hedcor Bukidnon, Inc. (Hedcor Bukidnon)

Hedcor Bukidnon, a wholly-owned Subsidiary of ARI, owns, operates, and manages the mini hydropower plants with a combined installed capacity of 73.33 MW located in Manolo Fortich, Bukidnon (the "Manolo Fortich Plant"). The Manolo Fortich Plant is composed of the 45.9-MW Manolo Fortich 1 Hydro and the 27.39-MW Manolo Fortich 2 Hydro. Both plants harness the power of the Tanaon, Amusig, and Guihean rivers. The company was incorporated on January 17, 2011.

Persistent rains in the locality that occurred during the second half of 2020 caused soil saturation, erosion, and mudslides resulting in pipe dislocations, pipe bursts, and damage to the high head penstock line of Manolo Fortich 1. Hedcor Bukidnon Manolo Fortich 1 Hydro is now fully operational after the 45% supply generation reduction. Its two pelton units were restored when it re-synchronized to the Mindanao grid in August 2021.

The Manolo Fortich Plant is selling under the FIT mechanism through RESAs with various Mindanao cooperatives and private distribution utilities and through a REPA with TRANSCO.

Large Hydros

SN Aboitiz Power-Magat, Inc. (SN Aboitiz Power-Magat)

Incorporated on November 29, 2005, SN Aboitiz Power-Magat owns and operates the HEPP with a nameplate capacity of 360 MW located at the border of Ramon, Province of Isabela and Alfonso Lista, Ifugao Province (the "Magat Plant"), and the 8.5-MW run-of-river Maris Main Canal 1 HEPP located in Brgy. Ambatali in Ramon, Isabela (the "Maris Plant"). The Maris Plant, which is composed of two generator units with a nameplate capacity of 4.25 MW each, was completed in November 2017. The plant was granted entitlement to the FIT system in its operations pursuant to the COC issued by ERC in November 2017.

SN Aboitiz Power-Magat is ARI's Joint Venture with SN Power Philippines Inc. (SN Power Philippines), a leading Norwegian hydropower company with projects and operations in Asia, Africa, and Latin America. In October 2020, Norway-based Scatec ASA (Scatec) signed a binding agreement to acquire 100% of the shares in SN Power from Norfund for a total equity value of US$ 1,166 mn. On January 29, 2021, Scatec announced it has received all necessary approvals and that conditions are fulfilled to close the acquisition pursuant to the agreement with Norfund. As of February 28, 2023, SN Aboitiz Power-Magat was 60% owned by MORE, while Scatec, through SN Power Philippines owned the remaining 40% equity interest.

The Magat Plant was completed in 1983 and was turned over to SN Aboitiz Power-Magat in April 2007 after it won the bidding process conducted by PSALM. SN Aboitiz Power-Magat is an accredited provider of ancillary services to the Luzon grid. It sells a significant portion of its available capacity to NGCP, the system operator of the Luzon grid. SN Aboitiz Power-Magat's remaining capacity is sold as electric energy to the spot market through WESM and to load customers through bilateral contracts.

Driven by improved inflows during 2022, the Magat Plant's total sold quantities from spot energy generation and ancillary services (AS) during 2022 was at 2.2 TWh, an improvement from 2021's sold capacity of 1.9 TWh. This is equivalent to a sold capacity factor of 69%, compared to 60% in 2021. Spot and AS revenue for the year 2022 was ₱10.03 bn, 52% higher than 2021's ₱6.59 bn. SN Aboitiz Power-Magat's Bilateral Contract Quantity (BCQ) margin for 2022 was a ₱4.4 mn loss, significantly lower than 2021's ₱679 mn. This was mainly driven by the higher spot market prices during 2022 compared to 2021.

In June 2019, SN Aboitiz Power-Magat switched on its first 200kW floating photovoltaic project over the Magat reservoir in Isabela. This was the first non-hydro renewable energy project of the SN Aboitiz Power Group, which was looking at other renewables and complementary technologies to expand its portfolio. On October 21, 2020, the company obtained approval for the project to proceed to engineering design for a total of 67 MW. The Magat Floating Solar project is in the detailed feasibility stage and is in the process of securing pertinent permits and agreements. Following the DOE's issuance of the project's Solar Energy Operating Contract (SEOC), the project has also received an endorsement to the NGCP for the conduct of a System Impact Study. Securing other endorsements and agreements are in progress.

The Magat BESS project is located in Ramon, Isabela. It is an energy storage system with a 20-MW capacity and 20-MWh energy storage to be used primarily for ancillary services. The EPC contract was awarded to Hitachi Energy in March 2022, with a groundbreaking ceremony held on April 25, 2022. Construction, which started in August 2022, is expected to be completed by the first half of 2023 and commercial operation is expected to commence in the first half of 2024. The addition of BESS complements the rise of variable renewable energy in the country, increasing frequency variability to the grid which requires a more balanced power supply in the system.

On October 22, 2020, the DOE issued a Green Energy Option Program (GEOP) Operating Permit to SN Aboitiz Power-Magat, which authorizes the company to enter into electricity supply contracts with qualified end-users according to the GEOP or RA No. 9513 or the Renewable Energy Act of 2008 (the "RE Law"). This permit is valid for five years. SN Aboitiz Power-Magat also has a RES license valid until December 17, 2025.

SN Aboitiz Power-Benguet, Inc. (SN Aboitiz Power-Benguet)

SN Aboitiz Power-Benguet is the owner and operator of the Ambuklao-Binga Hydroelectric Power Complex, which consists of the 105-MW Ambuklao HEPP ("Ambuklao Plant") and the 140-MW Binga HEPP ("Binga Plant"), located in Brgy. Tinongdan, Itogon, Benguet Province. The company was incorporated on March 12, 2007. As of February 28, 2023, MORE owned 60% equity interest, while SN Power owned the remaining 40%.

The Ambuklao-Binga hydroelectric power complex was turned over to SN Aboitiz Power-Benguet in July 2008 and was rehabilitated to increase its capacity from 75 MW to 105 MW when the plant re-commenced operations in 2011. The Binga Plant also underwent refurbishment from 2010 to 2013, which increased capacity to 125 MW. In March 2017, SN Aboitiz Power-Benguet received its amended COC from ERC for all four units of the Binga Plant. The COC reflects Binga's latest uprating, raising its capacity to 140 MW. The Ambuklao and Binga Plants sell capacity from spot energy generation and ancillary services to the national transmission system and related facilities that convey power.

The Ambuklao Plant's total sold capacity from spot energy generation and ancillary services in 2022 was 326 GWh, which was 46% of the 703 GWh capacity sold in 2021. This was equivalent to a sold capacity factor of 36% during 2022, as compared to the 76% during 2021. The Binga Plant's total sold capacity from spot energy generation and AS in 2021 was 1.00 TWh, or 89% of the 1.12 TWh sold capacity in 2021. This is equivalent to a sold capacity factor of 82% for 2022, compared to 92% in 2021.

The resulting combined spot and AS revenue of the Ambuklao and Binga Plants for 2022 was ₱7.98 bn, compared to ₱6.18 bn in 2021. SN Aboitiz Power-Benguet's BCQ margin for 2022 was ₱1.5 mn loss, which was significantly lower than 2021's BCQ margin of ₱236 mn. This was mainly driven by the higher spot market prices during 2022 compared to 2021.

Geothermal

AP Renewables Inc. (APRI)

APRI, a wholly-owned Subsidiary of ARI, is one of the leading renewable power companies in the country. It owns the 234 MW Tiwi geothermal power facility in Albay and the 449.8 MW Makiling-Banahaw geothermal power facility in Laguna (the "Tiwi-MakBan Geothermal Facilities") located in Albay, Laguna, and Batangas. These geothermal facilities were acquired by APRI from PSALM in July 2008 and were formally turned over to APRI on May 25, 2009.

On August 24, 2018, APRI and Philippine Geothermal Production Company, Inc. (PGPC) signed a Geothermal Resources Supply and Services Agreement (GRSSA) for the supply of steam and drilling of new production wells for the Tiwi-MakBan Geothermal Facilities until the expiration of APRI's initial DOE operating contract term on October 22, 2034. This ensures the long-term operations of the facilities. Under the GRSSA, PGPC has committed to drill at least 12 new production wells, with a minimum of 50 MW aggregated individual well capacity, by 2023 in order to increase steam availability. The GRSSA also provides for more equitable and competitive fuel pricing for APRI.

The first Steam Production Enhancement Campaign (SPEC) make-up well for MakBan, Bulalo 114, was completed and started flowing into the system on April 10, 2021. In total, two additional new make-up wells will be contributing to the generation of APRI's 234 MW geothermal power facility in Tiwi, Albay and the six remaining new make-up wells will be contributing to the 394.8 MW Makiling-Banahaw geothermal power facility in Laguna (the "Tiwi-MakBan Geothermal Facilities") for a total of 12 new make-up wells under the SPEC program within 2021 -2023.

APRI was granted a RES license on February 18, 2020 which is valid until February 17, 2025.

On May 20, 2022, the DOE issued the Certificate of Confirmation of Commerciality and Certificate of Additional Investment confirming the commercial viability of APRI's 17-MW Tiwi Binary Geothermal Power Plant Project, and authorizing the company to undertake construction and operation. The

groundbreaking ceremony was held on January 17, 2023. Construction of the binary plant is targeted for completion by the end of 2023.

Solar

Maaraw San Carlos Holdings, Inc. (Maaraw San Carlos) and San Carlos Sun Power Inc. (SacaSun)

SacaSun owns and operates the 59-megawatt peak (MWp) solar photovoltaic (PV) power generation plant located in the San Carlos Ecozone, Barangay Punao, San Carlos City, Negros Occidental (the "SacaSun Plant"). The project was inaugurated on April 19, 2016.

SacaSun was incorporated on July 25, 2014, initially as a Joint Venture between ARI and SunEdison Philippines. On December 4, 2017, AboitizPower acquired 100% effective equity ownership in SacaSun.

In 2022, the energy generated from the SacaSun Plant benefited more than 5,151 homes within the Visayas grid and displaced the energy equivalent to 2,978676 gallons of gasoline or approximately 29,288,309 pounds of coal burned.

Maaraw San Carlos is the holding company of SacaSun. It was incorporated on April 24, 2015, and is effectively owned by AboitizPower, through its wholly-owned Subsidiaries, ARI and AboitizPower International.

PV Sinag Power, Inc. (PV Sinag)

PV Sinag is the project company for the construction of the 94 MWp Cayanga-Bungallon solar project located in Cayanga, Bugallon, Pangasinan. PV Sinag issued a notice to proceed ("NTP") on September 15, 2021 for the construction of an access road. A NTP to the EPC contractor for the power plant and transmission was issued on December 16, 2021 and pre-works are ongoing. Issuance of NTP signifies that the EPC contractor can start with its scope of work, which usually begins with the EPC contractor's issuance of a standby letter of credit, PV Sinag's payment of the advance payment, and other activities needed to start construction, such as the mobilization of personnel and equipment to site. The total project cost is estimated at ₱4.5 bn and will be funded through project finance and equity contributions. The project is expected to commence commercial operations by the third quarter of 2023, in line with PV Sinag's PSA with a retail customer.

PV Sinag was incorporated on October 1, 2013, and is wholly-owned by ARI.

Aboitiz Power Distributed Energy, Inc. (APX1) and Aboitiz Power Distributed Renewables Inc. (APX2)

APX1 and APX2 (collectively, "APX") are the project companies engaged in the business of operating rooftop PV solar systems in the distributed energy space. APX1 and APX2 are wholly-owned Subsidiaries of AboitizPower through ARI. APX1 and APX2 were incorporated in November 2016 and May 2002, respectively.

APX1 is a registered Philippine Economic Zone Authority (PEZA) company intended to serve customers operating within PEZA zones.

As of February 28, 2023, APX had appropriately 4.183 MWp of rooftop solar projects, operating under a Power Purchase Agreement, a turnkey solution for customers, or about to start construction/installation.

CELL Power Energy Corporation (CPEC)

CPEC is the project company engaged in the development of several energy storage systems (ESS) projects to provide ancillary services to grids across the country.

CPEC was incorporated on February 9, 2010 as Olongapo Energy Corporation, and is a wholly-owned Subsidiary of AboitizPower.

Renewables Pipeline

SN Aboitiz Power-Generation, Inc. (SN Aboitiz Power-Gen)

SN Aboitiz Power-Gen implements the SN Aboitiz Power Group's Business Development Program, which aims to grow SN Aboitiz Power Group's renewable energy portfolio by looking at potential power projects in the Philippines, primarily within its current host communities in Northern Luzon.

In 2021, SN Aboitiz Power-Gen continued to explore and develop various renewable energy projects in order to contribute to SN Aboitiz Power Group's growing renewable energy portfolio.

On the hydropower front, SN Aboitiz Power-Gen continued to develop and execute pertinent activities for the proposed 390-MW Alimit hydropower complex in Ifugao, which consists of the 120-MW Alimit HEPP, the 250-MW Alimit Pumped Storage Facility, and the 20-MW Olilicon HEPP. As the Philippine ancillary services market evolves, SN Aboitiz Power-Gen will continue to evaluate its development strategy for these projects.

SN Aboitiz Power-Gen is likewise venturing into the commercial floating solar front through the Magat Floating Solar Project, proposed to be located in Ramon, Isabela. This 67-MW project is currently in the Feasibility Phase. The project has received the Solar Energy Operating Contract from the DOE and endorsement from the NGCP for the conduct of a System Impact Study. Securing other endorsements and agreements are in progress.

SN Aboitiz Power-Gen continues to explore and assess other greenfield and brownfield opportunities, not only in the field of hydropower and floating solar, but also in the field of energy storage, ground-mounted solar, and wind power as well.

SN Aboitiz Power-Gen was incorporated on March 10, 2011. As of February 28, 2023, 60% equity interest in the company is owned by MORE, with the remaining 40% owned by SN Power Philippines.

Non-Renewable Energy

Therma Power, Inc. (TPI)

AboitizPower's investments and interests in various non-renewable energy projects are held primarily through its wholly-owned Subsidiary, TPI and its Subsidiary power generation companies. TPI was incorporated on October 26, 2007. As of February 28, 2023, AboitizPower, by itself, through and/or with TPI, owned equity interests in the following thermal plants:

Generation Company	Percentage Ownership	Plant Name (Location)	Project Type	Net Sellable Capacity (MW)	Attributable Net Sellable Capacity (MW)	Off-takers
Coal Group						
TLI	100%	Pagbilao (Luzon)	Coal-fired	700	700	Bilaterals/WESM
PEC	50%	Pagbilao 3 (Luzon)	Coal-fired	388.4	194.2	Bilaterals
TSI	100%	TSI Plant (Mindanao)	Coal-fired	272.6	272.6	Bilaterals
TVI	80%	TVI Plant (Visayas)	CFB	300	240	Bilaterals/WESM
Cebu Energy	26.4%	Cebu Energy (Visayas)	CFB	216	57	Bilaterals/WESM
GMEC	78.32%	Mariveles Project (Luzon)	Coal-fired	632	495	Bilaterals/WESM

GNPD	70.00%	GN Power Dinginin Ltd. Co.	Coal-fired	1,336	935	Bilaterals/WESM
SPI**	34%	STEAG Power Plant (Mindanao)	Coal-fired	210	71.4	NPC (2031)
Oil Group						
CPPC**	60%	CPPC Plant (Visayas)	Bunker-C fired	64	38.40	WESM
EAUC	100%	EAUC Plant (Visayas)	Bunker-C fired	43.5	43.5	Bilaterals
SPPC**	20%	SPPC Plant (Mindanao)	Bunker-C fired	55	11	N/A
TMI	100%	Power Barge Mobile 1 (Mindanao)	Barge-mounted	96	96	Bilaterals/ASPA
		Power Barge Mobile 2 (Mindanao)	Barge-mounted	96	96	Bilaterals/ASPA
TMO	100%	Power Barges Mobile 3-6 (Luzon)	Barge-mounted	210	210	WESM/ASPA
TPVI	100%	TPVI Plant (Visayas)	Bunker-C fired	39.3	39.3	WESM
WMPC**	20%	WMPC Plant (Mindanao)	Bunker-C fired	100	20	Bilaterals
Cotabato Light**	99.94%	Bunker Cotabato (Mindanao)	Bunker-C fired	4.45	4.45	N/A
			Total	**4,763.2***	**3,524***	

** Sum figures will differ due to rounding effect*
*** Directly owned by AboitizPower*

Oil Group

Therma Marine, Inc. (TMI)

TMI, a wholly-owned Subsidiary of TPI, owns and operates Power Barges Mobile 1 (previously known as PB 118) and Power Barges Mobile 2 (previously known as PB 117), which have a total generating capacity of 200 MW. Power Barges Mobile 1 is currently moored at Barangay San Roque, Maco, Davao De Oro, while Power Barges Mobile 2 is moored at Barangay Sta. Ana, Nasipit, Agusan del Norte. The company was incorporated on November 12, 2008.

Of TMI's 192-MW dependable capacity, 50MW is contracted with DLPC through an EPSA, while the rest is contracted with the NGCP in an ASPA . TMI is now registered as a WESM Trading Participant beginning January 8, 2020, in anticipation of WESM in Mindanao.

TMI Hybrid BESS is one of two battery energy storage system projects of AboitizPower. Located in Maco, Davao de Oro, TMI Hybrid BESS has a storage capacity of 49 MW and is intended to be used for ancillary services. Development activities are ongoing to integrate the battery energy storage system with TMI's Power Barge Mobile 1. The TMI Hybrid BESS project is expected to commenced partial commercial operations in November 2022.

Therma Mobile, Inc. (TMO)

TMO, a wholly-owned Subsidiary of TPI, operates four barge-mounted power plants located at the

Navotas Fish Port, Manila, which it acquired on May 27, 2011. The barge-mounted power plants have an installed generating capacity of 241 MW. TMO operates with a net available capacity of 165 MW. The company was incorporated on October 20, 2008.

On January 7, 2019, TMO notified Meralco that it will physically disconnect from Meralco's system and will deregister as a Trading Participant in the WESM effective February 5, 2019. After evaluating the circumstances and the options available, TMO decided to preserve its bunker C-fired diesel power plants. Notices were also sent to PEMC, DOE, ERC, and IEMOP, following applicable legal notice requirements. Afterwards, TMO signed a one-year PSA with Meralco that expired on April 25, 2020.

Thereafter on July 14, 2020, TMO and NGCP entered into ASPAs for Reactive Power Support and Dispatchable Reserve. Both ASPAs have been provisionally approved by the ERC.

East Asia Utilities Corporation (EAUC)

EAUC, a wholly-owned Subsidiary of TPI, is the owner and operator of a 44-MW Bunker C-fired power plant with a rated capacity of 49.600-MW that is located within MEPZ I, Lapu-Lapu City, Cebu. The company supplies the power requirements of the MEPZ I locators, and began supplying power through the WESM on December 26, 2010. EAUC was incorporated on February 18, 1993.

EAUC has received awards by the Department of Environment and Natural Resources – Environmental Management Bureau (DENR-EMB) for its commendable role in the Metro Cebu Airshed Governing Board, and by IEMOP for its exemplary compliance in the spot market.

Therma Power-Visayas, Inc. (TPVI)

TPVI, a wholly-owned Subsidiary of TPI, is the company that was awarded the winning bid for the privatization of the 25.3-hectare Naga Power Plant Complex (NPPC) located at Naga City, Cebu. The company was incorporated on October 8, 2007.

Following protracted legal proceedings, on May 23, 2018, PSALM issued a Certificate of Effectivity of the Notice of Award originally issued on April 30, 2014 in favor of TPVI. Thereafter, PSALM and TPVI executed the Asset Purchase Agreement and Land Lease Agreement of the NPPC.

On July 16, 2018, the NPPC was physically turned over and accepted by TPVI from PSALM. TPVI embarked on the rehabilitation of the 44.580-MW diesel plant immediately after, which DOE has endorsed as a committed power project. On August 7, 2020, TPVI commenced commercial operations and was first dispatched based on an offer into the WESM on August 26, 2020.

Cebu Private Power Corporation (CPPC)

CPPC owns and operates a 70.590-MW (rated capacity) Bunker C-fired power plant located in Cebu City, one of the largest diesel-powered plants on the island of Cebu. The company was incorporated on July 13, 1994. Commissioned in 1998, the CPPC plant was constructed to supply 62 MW of power to Visayan Electric. CPPC is currently trading in the WESM.

CPPC is a Joint Venture between AboitizPower and the Vivant Group. As of February 28, 2023, AboitizPower beneficially owned 60% of CPPC.

Coal Group

Therma Luzon, Inc. (TLI)

TLI, a wholly-owned Subsidiary of TPI, was the first IPPA in the country, and assumed the role of the registered trader of the contracted capacity of the 700-MW net (2x350 MW net contracted capacity) coal-fired power plant located in Pagbilao, Quezon (the "Pagbilao Plant"). TLI was incorporated on October 20, 2008.

As the IPPA, TLI is responsible for procuring the fuel requirements of, and selling the electricity generated by, the Pagbilao Plant. The Pagbilao Plant is currently owned and operated by TeaM Energy Corporation (TeaM Energy). Under the IPPA agreement, TLI has the right to receive the transfer of Pagbilao Unit 1 and Unit 2 at the end of the Energy Conversion Agreement. Over the years, TLI's capacity was contracted to various cooperatives, private distribution utilities, directly connected customers, and to affiliate RES. TLI was granted a RES license on August 12, 2020, which is valid until August 11, 2025.

Pagbilao Energy Corporation (PEC)

PEC owns and operates the 400-MW (net) Unit 3 coal-fired power plant (Pagbilao Unit 3) within the Pagbilao Power Station, located in Pagbilao, Quezon. PEC is a Joint Venture between AboitizPower and TeaM Energy, through their respective Subsidiaries, TPI and TPEC Holdings Corporation. Pagbilao Unit 3 is not covered by either TLI's IPPAA with PSALM or TeaM Energy's BOT contract with NPC, and commenced operations in March 2018.

Through TPI, AboitizPower had 50% equity interest in PEC, while TPEC Holdings Corporation owned the remaining 50% as of February 28, 2023.

The output of Pagbilao Unit 3 is sold to TLI and TPEC.

Therma South, Inc. (TSI)

TSI, a wholly-owned Subsidiary of TPI, owns and operates the 300-MW installed capacity (2x150MW net) circulating fluidized bed (CFB) coal-fired power plant located in Davao City and Sta. Cruz, Davao del Sur. TSI was incorporated on November 18, 2008. Commercial operations for Unit 1 and Unit 2 began in September 2015 and February 2016, respectively.

TSI contributes to the continuing growing power requirements of Mindanao by providing stable and cost-effective base load power. TSI supplies power to various private distribution utilities and energy cooperatives. TSI seeks to sustain the positive impact it has brought to its host communities through various educational, livelihood, and enterprise development programs, benefitting children, students, small and medium enterprise owners, and its employees.

Therma Visayas, Inc. (TVI)

TVI owns and operates the 300-MW net (2x150 MW net) CFB coal-fired power plant located in Toledo City, Cebu. Commercial operations for Unit 1 and Unit 2 began in April and August 2019, respectively. AboitizPower, through TPI, effectively owned an 80% equity interest in TVI, with the remaining 20% held by the Vivant Group as of February 28, 2023.

TVI supplies power to Visayan Electric and its RES Affiliates – AESI, AdventEnergy, and Prism Energy, Inc. (Prism Energy).

Abovant Holdings, Inc. (Abovant) and Cebu Energy Development Corporation (Cebu Energy)

Abovant is a Joint Venture between AboitizPower and the Vivant Group as the holding company for shares in Cebu Energy. The company was incorporated on November 28, 2007.

Cebu Energy was incorporated on December 5, 2008 by Abovant and Global Formosa Power Holdings, Inc. (Global Formosa), a Joint Venture between Global Business Power Corporation and Flat World Limited. The company owns the 3x82-MW CFB coal-fired power plant situated within the Toledo Power Complex in Barangay Daanlungsod, Toledo City, Cebu. The first unit was commissioned in February 2010, while the second and third units were commissioned in the second and fourth quarters of 2010, respectively. Cebu Energy declared commercial operations on February 26, 2011, and is the first commercial clean-coal facility in the country.

Cebu Energy consistently ensures delivery of the highest level of service, and actively undertakes accreditations on Quality Management System (ISO 9001:2015), Environmental Management System

(ISO 14001:2015), and Occupational Health and Safety Management System (OHSAS 18001:2007). The company provides power to the province of Cebu and its neighboring province, Bohol. Likewise, Cebu Energy has an existing ASPA with NGCP to help maintain a reliable electric Grid system.

As of February 28, 2023, Abovant had a 44% equity interest in Cebu Energy, while Global Formosa owned the remaining 56%. Consequently, AboitizPower, through TPI, holds a 26.4% effective ownership interest in Cebu Energy.

Redondo Peninsula Energy, Inc. (RP Energy)

RP Energy was incorporated on May 30, 2007 to construct, own, and operate the 2x300-MW (net) coal-fired power plant located in the Redondo Peninsula of Subic Bay within the Subic Bay Freeport Zone (SBFZ), Subic, Zambales.

RP Energy was originally a Joint Venture between AboitizPower and TCIC. MPGC acquired a majority interest in RP Energy by virtue of a share purchase agreement with TPI on July 22, 2011. As of February 28, 2023, AboitizPower, through TPI, and TCIC each retained a 25% stake in RP Energy.

STEAG State Power Inc. (SPI)

Incorporated in December 19, 1995, SPI is the owner and operator of a 210 MW (net) coal-fired power plant located in PHIVIDEC Industrial Estate in Misamis Oriental, Northern Mindanao. The STEAG Power Plant consisting of two units was built under a BOT arrangement and started commercial operations on November 15, 2006. It has a 25-year PPA with NPC backed by a Performance Undertaking issued by the Philippine government. PSALM acceded to the PPA under the Accession Undertaking.

AboitizPower has 34% equity interest in SPI, which it acquired on November 15, 2007 from Evonik Steag GmbH (now STEAG). STEAG and La Filipina Uy Gongco Corporation (LFUGC) held the remaining 51% and 15% equity, respectively, in SPI. On September 15, 2022, AboitizPower executed an agreement to acquire an additional 35.4% equity stake in SPI from STEAG. AboitizPower will own a 69.4% equity interest in SPI upon completion of this transaction.

On November 12, 2021, the ERC issued SPI's COC with revised Annex B which is valid until August 29, 2026. Two other regular COCs for self-generation facilities of SPI remain valid to date: (i) for the 400kW diesel generator valid until September 4, 2024; and (ii) for the 1.25MW diesel generator valid until December 22, 2027.

From December 2020 to May 13, 2021, one of its two power plant units was required to be in economic shutdown by NPC/PSALM in accordance with the PPA. This is after consideration of grid demand and high water level of the plants aggravated by the effects of quarantine and the pandemic. Both power plant units have since resumed normal operations, save only during the long plant maintenance schedule which ran from June 30 to August 9, 2021. The same request for economic shutdown of one unit was raised by PSALM for the period October 31, 2021 to January 31, 2022. In a letter dated January 21, 2022, PSALM shortened the unit's economic shutdown to January 24, 2022. The two power plant units have resumed normal operations since January 24, 2022.

AA Thermal, Inc.

On May 2, 2019, AboitizPower completed its acquisition of 49% voting stake and 60% economic stake in AA Thermal, AC Energy Inc.'s (AC Energy) thermal platform in the Philippines.

The AA Thermal platform initially consists of AC Energy's limited partnership interests in GMEC and GNPD, where AboitizPower, through TPI, already holds direct partnership interests.

GNPower Mariveles Energy Center Ltd. Co. (GMEC)

GMEC, formerly known as GNPower Mariveles Coal Plant Ltd. Co., is a private limited partnership organized and registered with the SEC on May 13, 2007 engaged in the operation, and ownership of an

approximately 2x345 MW (gross) pulverized coal-fired power plant (the "GMEC Facility") located in Mariveles, Bataan. As of February 28, 2023, AboitizPower had a 78.3% effective partnership interest in GMEC.

The GMEC Facility is one of the newest, lowest-cost power generation facilities in the Philippines that fully complies with the most stringent local (DENR) and international (World Bank and Equator Principles) environmental and emission standards.

The equity owners of GMEC are: (i) TPI; (ii) AC Energy and Infrastructure Corporation (formerly: AC Energy, Inc.) ("ACEIC"); and iii) Power Partners Ltd. Co. ("Power Partners").

GNPower Dinginin Ltd. Co. (GNPD)

GNPD is a private limited partnership organized and registered with the SEC on May 21, 2014 engaged in the operation and ownership of a 2x668 MW (net) supercritical coal-fired power plant and a private port facility located in Mariveles, Bataan. As of February 28, 2023, AboitizPower owned a 70% effective partnership interest in GNPD.

The equity investor consortium which owns GNPD consists of a partnership among (i) ACEIC and Power Partners, (ii) TPI; and (iii) a further direct stake held by Power Partners.

At present, GNPD is the largest coal-fired power plant in the country utilizing supercritical technology, which fully complies with the most stringent local (DENR) and international (World Bank and Equator Principles) environmental and emission standards.

Other Generation Assets

As of February 28, 2023, Cotabato Light maintained a stand-by maximum capacity of 9.641-MW Bunker C-fired power plant capable of supplying approximately 12.79% of its requirements.

Future Projects

AboitizPower assesses the feasibility of any new power generation project. Factors taken into consideration include the proposed project's land use requirements, access to a power grid, energy yield analysis, fuel supply arrangements, availability of water, local requirements for permits and licenses, acceptability of the project to the communities and people it will affect, ability of the project to generate electricity at a competitive cost, and the existence of potential purchasers of the electricity generated. For the development of a new power project, the company, its partners, and its suppliers are required to obtain all national and local permits and approvals before the commencement of construction and commercial operations, including those related to the project site, construction, environment, land use planning/zoning, operations licenses, and similar approvals.

DISTRIBUTION OF ELECTRICITY

The Aboitiz Group has more than 85 years of experience in the Philippine power distribution sector.

With ownership interests in nine Distribution Utilities, the company believes that it is currently one of the largest electricity distributors in the Philippines. AboitizPower's Distribution Utilities collectively supply electricity to franchise areas covering a total of 18 cities and municipalities and five economic zones across Luzon, Visayas, and Mindanao.

In 2020, the wholly-owned Distribution Utilities and Visayan Electric completed a rebranding initiative to modernize the look and feel of the brands and visually show their relation to AboitizPower.

The Distribution Utilities' earnings contribution to AboitizPower's business segments in 2022 was equivalent to 15.28%. The Distribution Utilities had a total customer base of 1,132,402 as of year-end 2022. This was 1,106,783 as of year-end 2021, and 1,106,820 as of end-2020.

The table below summarizes the key operating statistics of the Distribution Utilities for each of the past three years:

Company	Electricity Sold (MWh)			Peak Demand (MW)			No. of Customers		
	2022	2021	2020	2022	2021	2020	2022	2021	2020
Davao Light	2,699,306	2,597,592	2,476,991	472	459	452	470,868	458,498	440,304
Cotabato Light	189,763	178,535	170,363	35	34	31	49,055	47,098	45,044
Visayan Electric	3,175,656	3,144,768	3,119,850	588	554	583	486,414	477,732	462,699
SFELAPCO	786,935	716,888	686,694	151	147	134	126,313	118,806	116,293
Subic Enerzone	282,997	267,047	262,393	55	50	56	3,615	3,581	3,477
Mactan Enerzone	100,881	107,541	99,927	21	21	21	86	87	87
Balamban Enerzone	87,813	85,813	92,771	25	25	28	27	28	29
Lima Enerzone	317,602	296,780	242,455	56	56	49	999	940	882
Malvar Enerzone	9,481	1,458	158	5	1.28	0.12	25	13	5
Total	**7,650,434**	**7,396,423**	**7,151,601**	**1,407**	**1,347**	**1,355**	**1,137,402**	**1,106,783**	**1,068,820**

Visayan Electric Company, Inc. (Visayan Electric)

Visayan Electric is the second largest privately-owned distribution utility in the Philippines in terms of customer size and annual MWh sales. The company supplies electricity to a region covering 674 square kilometers (sq. km.) on the island of Cebu with a population of approximately 1.7 mn. Visayan Electric has 19 power substations and one mobile substation that serve the electrical power needs of various cities, municipalities, and barangays in the island and province of Cebu. As of February 28, 2023, AboitizPower directly held a 55.26% equity interest in Visayan Electric. 34.81% is owned by the Vivant Group.

Visayan Electric is the Aboitiz Group's first involvement in the power industry, with the acquisition by some family members of 20% ownership interest in the early 1900s. Directly and through its predecessors-in-interest, the company has been in the business of distributing electricity in Cebu since 1905. In 1928, Visayan Electric Company, S.A. was granted a 50-year distribution franchise by the Philippine Legislature. The franchise was renewed in September 2005 for a period of 25 years or until September 2030.

As of year-end 2022 Visayan Electric has energized 100% of the barangays, and electrified 99.95% of all the households within its franchise area and has completed the extension of its distribution facilities. This will allow it to serve all the customers within the franchise. The company's goal of 100% total electrification, including household electrification, is targeted for completion within 18 months from March 2023.

Visayan Electric's total systems loss was 4.50% as of year-end of 2022. This included a feeder loss of 3.35%, which was below the government-mandated feeder loss cap for 2022 of 5.50%.

Davao Light & Power Company, Inc. (Davao Light)

Davao Light is the third largest privately-owned electric distribution utility in the country in terms of customer size and annual kWh sales. Its franchise area covers two cities and three municipalities in the Davao region, with a population of approximately 2.23 mn and a total area of 3,561 sq. kms. As of February 28, 2023 AboitizPower directly owned a 99.94% equity interest in Davao Light.

Davao Light was incorporated on October 11, 1929, and was acquired by the Aboitiz Group in 1946. The company's original 50-year franchise, covering Davao City, was granted in November 1930 by the Philippine Legislature. Pursuant to RA No. 11515 which lapsed into law on December 26, 2020, Davao Light's franchise was extended for an additional 25 years from 2025, or until 2050.

The company's renewable energy power supply is sourced from hydropower plants of NPC-PSALM hydro, Hedcor Sibulan, Hedcor's Talomo plant, and Hedcor Bukidnon's Manolo Fortich. This makes up nearly 50% of its renewable energy portfolio which helped cushion the impact on Davao Light's overall electricity rates of increases during 2022 of global fuel prices.

Davao Light extends electricity services to far-flung communities within its franchise area since 2018. This is in line with the national government's Sitio Electrification Program (SEP) to extend the benefits of electricity to remote and un-electrified barangays. The company has energized 99.334% of the households within its franchise area.

As of year-end 2022, Davao Light's total systems loss was at 8.82%. This included a feeder loss of 5.05%, which is below the government-mandated feeder loss cap for 2022 of 5.50%.

Cotabato Light and Power Company (Cotabato Light)

Cotabato Light supplies electricity to Cotabato City and portions of the municipalities of Sultan Kudarat, and Datu Odin Sinsuat, Maguindanao, with its franchise covering a land area of 191.20 sq. kms. Incorporated in April 1938, Cotabato Light's original 25-year franchise was granted by the Philippine Legislature through RA No. 3341 in June 1939. The most recent renewal of the franchise was in June 2014 for a period of 25 years, or until 2039. As of February 28, 2023 AboitizPower directly owned a 99.94% equity interest in Cotabato Light.

Cotabato Light also maintains a standby 9.641-MW Bunker C-Fired diesel power plant capable of supplying approximately 12.79% of its franchise area requirements. This plant can supply electricity in cases of supply problems with its power suppliers or NGCP and can be used for the stability of voltage stability when necessary, a benefit available to Cotabato Light's customers.

Cotabato Light's total systems loss as of year-end 2022 was at 6.71%. This included the distribution feeder loss of 5.09% which is below the government-mandated feeder loss cap in 2022 of 5.50%. Cotabato Light is continuously innovating its strategies and processes to further reduce its distribution feeder loss to 5%.

San Fernando Electric Light & Power Co., Inc. (SFELAPCO)

SFELAPCO was incorporated on May 17, 1927 and was granted a municipal franchise in 1927. The most recent renewal of its franchise was in March 2010 for a period of 25 years. As of February 28, 2023, AboitizPower had an equity interest of 43.727% in SFELAPCO.

SFELAPCO's franchise in the City of San Fernando, Pampanga covers an area of 78.514 sq. kms. and the municipality of Floridablanca and Brgys. Talang and Ligaya, Municipality of Guagua, Pampanga with an estimated area of 175.5 sq. kms. For 2022, SFELAPCO has a total of 276.2 MVA of substation capacity with a peak load of 151 MW including its 69kv customers.

SFELAPCO's total systems loss as of year-end 2022 was 4.57%. This included a feeder loss of 3.08%, which is below the government-mandated feeder loss cap for 2022 of 5.50%.

Subic EnerZone Corporation (Subic Enerzone)

On June 3, 2003, Subic Enerzone was incorporated as a Joint Venture owned by a consortium including Davao Light, AEV, and SFELAPCO, among others, to undertake management and operation of the SBFZ power distribution utility. As of February 28, 2023, AboitizPower owned, directly and indirectly through Davao Light, a 99.98% equity interest in Subic Enerzone.

Subic Enerzone serves a total of 3,403 customers, consisting of 107 industrial locators, 1,298 commercial locators, 1,901 residential customers, 97 streetlights and 24 industrial locators under RES.

Subic Enerzone's total systems loss as of year-end 2022 was 3.50%. This included a feeder loss of 2.48%, which is below the government-mandated feeder loss cap in 2022 of 5.50%.

Mactan Enerzone Corporation (Mactan Enerzone)

Mactan Enerzone was incorporated in February 2007 when AboitizLand spun off the power distribution system of its Mactan Export Processing Zone II (MEPZ II) project. The MEPZ II project, which was launched in 1995, was operated by AboitizLand under a BOT agreement with the Mactan-Cebu International Airport Authority (MCIAA). As of February 28, 2023, AboitizPower owned a 100% equity interest in Mactan Enerzone.

Mactan Enerzone sources its power from Green Core Geothermal Incorporated and Power Sector Asset and Liabilities Management Corporation pursuant to its respective Contract for the Supply of Electric Energy (CSEE).

Mactan Enerzone serves a total of 43 captive industrial locators, 27 captive commercial locators, and 12 industrial locators under RES, and four industrial locators under GEOP.

Mactan Enerzone's total system loss as of year-end 2022 was 1.034%. This included a feeder loss of 0.5164%, which is below the government-mandated feeder loss cap for 2022 of 5.50%.

Balamban Enerzone Corporation (Balamban Enerzone)

Balamban Enerzone was incorporated in February 2007 when CIPDI, a Joint Venture between AboitizLand and THC, spun off the power distribution system of the West Cebu Industrial Park – Special Economic Zone (WCIP-SEZ). WCIP-SEZ is a special economic zone for light and heavy industries located in Balamban, Cebu. As of February 28, 2023, AboitizPower directly owned a 100% equity interest in Balamban Enerzone.

Balamban Enerzone serves a total of ten captive industrial customers, 11 captive commercial customers, and six contestable industrial customers.

Balamban Enerzone's total systems loss as of year-end 2022 was 0.4133%. This included a feeder loss of 0.1622%, which is below the government-mandated feeder loss cap for 2022 of 5.50%

Lima Enerzone Corporation (Lima Enerzone)

Lima Enerzone was incorporated as Lima Utilities Corporation on June 5, 1997 to serve and provide locators within the Lima Technology Center (LTC) with a reliable and stable power supply. As of February 28, 2023, AboitizPower directly owned a 100% equity interest in Lima Enerzone.

Lima Enerzone serves a total of 100 captive industrial locators, 18 captive commercial locators, 847 captive residential customers, eight streetlights, and 26 industrial locators under RES.

As of year-end 2022, Lima Enerzone's total systems loss was 2.59%. This included a feeder loss of 0.69%, which is below the government-mandated feeder loss cap for 2022 of 5.50%.

Malvar Enerzone Corporation (Malvar Enerzone)

Malvar Enerzone was incorporated on June 9, 2017 to serve and provide locators within the Light Industry & Science Park IV (LISP IV) in Malvar, Batangas. Malvar Enerzone will manage the operation and maintenance of the power distribution of LISP IV for 25 years. LISP IV has two 50MVA transformers to provide reliable and quality power to locators, which are mostly from manufacturers and exporters. Malvar Enerzone served a total of 14 captive industrial locators, four captive commercial locators, four

streetlights, and one industrial locator under RES.

As of February 28, 2023, AboitizPower directly owned a 100% equity interest in Malvar Enerzone.

RETAIL ELECTRICITY AND OTHER RELATED SERVICES (RETAIL ELECTRICITY SUPPLY BUSINESS)

One of the objectives of electricity reform in the Philippines is to ensure the competitive supply of electricity at the retail level. With the start of commercial operations of Open Access, large-scale customers are allowed to source electricity from RES licensed by the ERC. Adventenergy, AESI, and Prism Energy are also registered under the Renewable Energy Market and were granted operating permits by the DOE, valid for five years, allowing them to participate in the GEOP.

Aboitiz Energy Solutions, Inc. (AESI)

AESI is engaged in the business of a retail energy supplier and energy consolidator. It was granted a license to act as a RES that is valid until October 28, 2022. The company was incorporated on August 11, 1998. As of February 28, 2023, AboitizPower owned a 100% equity interest in AESI.

AESI served 42 customers at the start of commercial operations of Open Access on June 26, 2013. In 2021, AESI supplied retail electricity to a total of 194 customers, with total energy consumption of 1,855.13 mn kWh.

Adventenergy, Inc. (Adventenergy)

Adventenergy is engaged in the business of a retail energy supplier and energy coordinator. It was granted a license to act as a RES that is valid until December 17, 2023. The company was incorporated on August 14, 2008. As of February 28, 2023, AboitizPower owned a 100% equity interest in AdventEnergy.

Adventenergy differentiates itself from competition by sourcing most of its electricity requirements from renewable sources. As a result, an increasing number of companies are opting to source a part, if not the majority, of their electricity supply from Adventenergy as an environmental initiative. Currently, Adventenergy serves retail customers within and outside economic zones.

In 2022, AdventEnergy supplied retail electricity to 190 customers with a total consumption of 2,537.97 mn kWh. With Adventenergy's participation in the GEOP, it has supplied ten qualified end-users with a total consumption of 6.08 mn kWh in 2022.

Prism Energy, Inc. (Prism Energy)

Prism Energy was incorporated in March 2009 as a Joint Venture between AboitizPower and Vivant Corporation. It was granted a license to act as a RES valid until November 21, 2023.

Prism Energy is envisioned to serve Contestable Customers in the Visayas region. As a RES, Prism Energy provides its customers with contract options for electricity supply that is based on their operating requirements. In 2022, Prism Energy supplied retail electricity to 53 customers with a total energy consumption of 179.39 mn kWh.

As of February 28, 2023, AboitizPower directly owned a 60% equity interest in Prism Energy.

SN Aboitiz Power – RES, Inc. (SN Aboitiz Power – RES)

SN Aboitiz Power-RES caters and offers energy supply and solutions tailored to the needs and preferences of customers under the Retail Competition and Open Access (RCOA) market. Starting February 2021, the RCOA market has lowered its threshold to Phase III, allowing electricity end-users with an average peak demand of at least 500kW to source their electricity requirements from their RES of choice.

SN Aboitiz Power-RES is the retail arm of the SN Aboitiz Power Group. It caters to Contestable Customers and electricity consumers using an average of at least 1 MW in the last twelve months across all industries under Open Access. It offers energy supply packages tailored to its customers' needs and preferences.

As of February 28, 2022, MORE owned a 60% equity interest in SN Aboitiz Power-RES, with the remaining 40% owned by SN Power Philippines.

Mazzaraty Energy Corporation (Mazzaraty)

Mazzaraty was incorporated on June 19, 2014 as a joint venture among Aboitiz Power, Pasudeco Corporation, L&R Development, Inc., and Alfecon Realty, Inc. It was granted a license to act as a RES that is valid until June 18, 2022. Mazzaraty's RES contracts with its customers expired in 2021. The company was unable to supply electricity to customers in 2022 due to high coal prices.

As of February 28, 2023, AboitizPower owned 44.87% of Mazzaraty.

(ii) Sales

The operations of AboitizPower and its Subsidiaries and Affiliates are based only in the Philippines.

Comparative amounts of revenue, profitability and identifiable assets are as follow:

	2022	2021	2020
Gross Income	₱193,994	₱134,359	₱110,377
Operating Income	29,803	28,210	26,880
Total Assets	**₱477,594**	**₱427,416**	**₱397,925**

Note: Values are in Million Pesos. Operating income is operating revenue net of operating expenses.

Comparative amounts of revenue contribution and corresponding percentages to total revenue by business group are as follows:

	2022		2021		2020	
Power Generation	**₱137,480**	**59%**	₱97,337	59%	₱74,647	55%
Power Distribution	**58,951**	**25%**	45,628	28%	42,991	32%
Retail Electricity Supply	**19,875**	**9%**	19,875	12%	16,477	12%
Services	**17,042**	**7%**	1,033	1%	1,308	1%
Total Revenue	**233,348**	**100%**	**163,874**	**100%**	135,423	**100%**
Less: Eliminations	**-39,355**		-29,514		(25,046)	
Net Revenue	**₱137,480**	**59%**	**₱134,359**		**₱110,377**	

Note: Values are in Million Pesos.

(iii) Distribution Methods of the Product or Services

POWER GENERATION BUSINESS

The AboitizPower's Generation Companies sell their capacities and energy through bilateral PSAs with private distribution utilities, electric cooperatives, RES, other large end-users, and through the WESM. The company has Subsidiaries and Affiliates that sell ancillary services through ASPAs with NGCP. The majority of AboitizPower's Generation Companies have transmission service agreements with NGCP for

transmission of electricity to the grid.

DISTRIBUTION UTILITIES BUSINESS

Ancillary Services are necessary to help ensure a reliable and stable grid, which co-exist with the energy market or WESM. NGCP signs ASPAs with AS-certified generators to fulfill specific ancillary service requirements per grid. Currently, SN Aboitiz Power-Magat, SN Aboitiz Power-Benguet, TMI, TMO, TLI, APRI, Cebu Energy, and WMPC have ASPAs with NGCP. In the Luzon grid, the SN Aboitiz Power Group delivers regulating, contingency, and dispatchable reserves, blackstart service, and reactive power support through its Ambuklao, Binga, and Magat Plants. TMO, on the other hand, is located at the load center Metro Manila and serves the necessary voltage support and dispatchable reserve. In addition, TLI's Pagbilao and APRI's Makban plants deliver contingency reserves and Reactive Power Support AS, respectively. In the Visayas, AboitizPower delivers Contingency Ancillary Service through Cebu Energy. TMI provides both contingency and dispatchable reserves requirements in Mindanao. As a recent development to the Ancillary Service Contracting Process, it was mandated by the DOE that AS will now undergo Competitive Selection Process (CSP), similar to Energy CSP. DOE's Department Circular No. DC 2021-10-0031 entitled, "*Prescribing the Policy for the Transparent and Efficient Procurement of Ancillary Services by the System Operator*", details the provisions of the CSP which became effective October 29, 2021. This is a welcome development for a more transparent and efficient process and AboitizPower intends to actively participate to fulfill the most-needed AS requirements across the nation.

In addition, the Hedcor Tudaya Hydro 2, Hedcor Irisan Hydro 1, Hedcor Sabangan, Hedcor Manolo Fortich 1 and 2, and Hedcor La Trinidad Hydro plants, all in commercial operations, have been approved for inclusion in the FIT system. Hedcor, Hedcor Tudaya, Hedcor Sabangan, and Hedcor Bukidnon, the companies that own and operate the foregoing plants, have entered into Renewable Energy Payment Agreement (REPA) with Transco, in its capacity as FIT-Allowance ("FIT-All") Administrator, for the collection and payment of the FIT.

In the absence of WESM in Mindanao, Tudaya Hydro 2, and Manolo Fortich Hydro 1 and 2 have entered into Renewable Energy Supply Agreement (RESA) with their host distribution utilities or electric cooperatives.

AboitizPower's Distribution Utilities have exclusive distribution franchises in the areas where they operate. Each Distribution Utility has a distribution network consisting of a widespread network of predominantly overhead lines and substations. Customers are classified according to voltage levels based on their electricity consumption and demand. Large industrial and commercial consumers receive electricity at distribution voltages of 13.8 kV, 23 kV, 34.5 kV, and 69 kV, while smaller industrial, commercial, and residential customers receive electricity at 240 V or 480 V.

With the exception of Malvar Enerzone, all of AboitizPower's Distribution Utilities have entered into transmission service contracts with NGCP for the use of NGCP's transmission facilities to receive power from PSALM to their respective independent power producers to their respective customers. All customers that connect to the Distribution Utilities' distribution lines are required to pay a tariff approved by ERC.

RETAIL ELECTRICITY SUPPLY BUSINESS

AboitizPower's wholly-owned RES companies, Adventenergy and AESI, have existing electricity supply contracts to ensure continuous supply of power to their customers. Adventenergy and AESI maintain a portfolio of supply contracts from renewable and non-renewable sources to secure reliable and affordable electricity for their customers. These electricity supply contracts involve a mix of fixed rates and indexed electricity fees that are updated year on year to ensure that supply is maintained at competitive rates. Prism Energy primarily serves contestable customers under the Visayan Electric franchise.

In addition, APRI and TLI were also granted RES licenses in 2020 and became registered members of the Renewable Energy Market last July 6, 2021. They were granted operating permits by the DOE, valid for five years, allowing them to participate in GEOP as well.

(iv) New Products/Services

Other than the ongoing Greenfield and/or rehabilitation projects undertaken by AboitizPower's Generation Companies, AboitizPower and its Subsidiaries do not have any publicly announced new products or services as of February 28, 2023.

(v) Competition

POWER GENERATION BUSINESS

AboitizPower continues to face competition in both the development of new power generation facilities and the acquisition of existing power plants. Competition for financing these activities, as well as the demand for use of renewable energy sources, remains to be a challenge to AboitizPower's growth and portfolio of assets. With the latest mandate on renewable energy portfolio standard, many competitors have started exploring and committing to increase their renewable energy sources. The market volatility of coal prices also put coal fired power assets at a significant disadvantage in terms of prices among competitors especially in the renewable space where prices are now more competitive and cost is not affected by commodities.

The impact of the pandemic has been normalized and the consumption has surpassed pre-pandemic level. This, combined with the challenges in power supply across the country, means that AboitizPower is positioned to benefit from higher spot prices in the market by managing and maintaining the availability of its power plants. AboitizPower also believes the Philippines' energy requirements will continue to grow as the country develops, attracting many competitors, including multinational development groups and equipment suppliers, to explore opportunities in power generation projects in the Philippines. Accordingly, competition for and from new power projects may increase in line with the expected long-term economic growth trajectory of the Philippines. With this opportunity, AboitizPower believes it is well-positioned to play a significant role in this growth expansion, and to capitalize on the growing renewable energy space with its strategy to have 50% of its generating assets classified as renewable by the end of this decade, together with the ability to meet long term baseload requirements.

In particular, AboitizPower is expected to face competition from leading multinationals such as TeaM Energy, The Electricity Generating Public Company Limited (EGCO), and Korea Electric Power Corporation, as well as power generation facilities owned or controlled by Filipino-owned companies such as AC Energy, Alsons Power Group, DMCI Holdings, Inc. FDC Utilities, Inc., First Gen Corporation, Meralco PowerGen Corporation, and SMC Global Power.

RETAIL ELECTRICITY SUPPLY BUSINESS

Based on ERC's Competitive Selection Retail Electricity Market (CREM) Monthly Statistical Data as of December 2022, there are 44 RES companies and 28 Local RES companies participating in the Open Access markets in Luzon and Visayas. The Meralco group has the largest market share at 30.82%, with a contracted capacity of 1,279.11 MW. Its main strength is its affiliation as a subsidiary of the country's largest distribution utility, Meralco, which has the financial and market strength, as well as goodwill, that comes from its size, long history, and dominance. AboitizPower, through its RES companies, has the second-largest market share at 28.04%, with contracted capacity of 1,164.11-MW as of December 2022. The San Miguel Group has the third largest market share at 17.22%, with a contracted capacity of 714.72-MW.

The increase in the number of power plants, the number of RES companies, and volatile oil and coal prices have also increased the level of competition in the Open Access market. RES companies have resorted to both aggressive pricing and contractual concessions.

AboitizPower believes that its portfolio, consisting of different types of energy sources with a mix of renewables and non-renewables, allows it to be flexible in both pricing and reliability of supply, thus enhancing its competitiveness.

DISTRIBUTION UTILITIES BUSINESS

Each of AboitizPower's Distribution Utilities currently have franchises to distribute electricity in the areas covered by its franchises.

(vi) Sources of Raw Materials and Supplies

POWER GENERATION BUSINESS

The Generation Companies produce energy using the following fuel types based on attributable net selling capacity: 13% hydropower, 7% geothermal, 1% solar, 67% coal, and 13% oil. In 2022, renewable fuel sources comprised 21% of attributable net selling capacity, while thermal accounted for 79%.

AboitizPower's run-of-river hydropower facilities harness the energy from the flow of water from neighboring rivers to generate electricity. The hydroelectric companies on their own, or through NPC as in the case of LHC, possess water permits issued by National Water Resources Board (NWRB), which allow them to utilize the energy from a certain volume of water from the applicable source of the water flow.

APRI's steam requirement for its geothermal power generation continues to be supplied by PGPC. The terms of the steam supply are governed by a Geothermal Resources Supply and Services Agreement. Under the agreement, the price of steam is based on 50% of the Marketing Clearing Prices starting September 26, 2021. Prior to this date, the price of steam was ultimately indexed to the Newcastle Coal Index and the Japanese Public Utilities coal price. APRI and PGPC signed a new agreement on August 24, 2018 under which PGPC will drill 12 new production wells with a minimum of 50 MW aggregated individual well capacity by 2023.

Oil-fired plants use heavy fuel oil and automotive diesel oil to generate electricity. SPPC and WMPC source fuel from Pilipinas Shell Petroleum Corporation and Phoenix Petroleum, respectively. Each of EAUC, CPPC, TMI, TMO, and TPVI secure its fuel oil requirements from Pilipinas Shell, Phoenix Petroleum, and/or PTT Philippines Corporation. The fuel prices under these agreements are pegged to the Mean of Platts Singapore index.

TLI for Pagbilao Unit 3 and TVI have long-term coal supply contracts until 2025 for the majority of their annual requirements. Likewise, GNPD, GMEC, and Cebu Energy also have long-term coal supply agreements. TLI for Pagbilao Units 1 and 2, TSI, and SPI are presently undergoing multiple testings of new coal supply sources with lower calorific value to improve fuel cost prices. Long-term contracts will be entered into within the year upon completion of said tests.

POWER DISTRIBUTION BUSINESS

The rates at which the Distribution Utilities purchase electricity from affiliated Generation Companies are established pursuant to bilateral agreements. These agreements are executed after the relevant Generation Company has successfully bid for the right to enter into a PSA with a distribution utility. These agreements are entered into on an arms'-length basis, on commercially reasonable terms, and must be approved by the ERC. ERC's regulations currently restrict AboitizPower's Distribution Utilities from purchasing more than 50% of their electricity requirements from affiliated Generation Companies.

To address long-term power supply requirements, Davao Light and Cotabato Light entered into 25-year PSCs with TSI for 100 MW and 5 MW, respectively, and started drawing their contracted capacity in September 2015. In June 2016, Davao Light and TSI filed a Joint Manifestation with ERC stating that they agreed to supplement and modify their supply contract to 108 MW.

In anticipation of higher demand and lower allocation from PSALM, Davao Light entered into a 10-year PSC with San Miguel Consolidated Power Corporation (SMCPC) for a supply of 60MW in 2016. SMCPC began supplying the 60-MW contracted capacity in February 2018. However, due to increasing generation cost, Davao Light exercised its option to terminate the PSA in 2023. To meet the Renewable

Portfolio Standards (RPS) requirement, Davao Light entered into a ten-year 55MW PSA with Hedcor Sibulan from 2022 to 2023. Davao Light also renewed its CSEE with PSALM for a period of three years from 2023 to 2025 for 15 MW. To cover its peak demand requirement for 20238 to 2026, Davao Light entered into a three-year PSA with TMI for a 50MW supply. Davao Light also entered into a five year non-firm load following the PSA, on an as available as needed basis, with FDC Misamis Power Corporation to cater to replacement power requirements in times of outages from 2023 to 2028.

To address long-term power supply requirements, Visayan Electric entered into a 25-year Electric Power Purchase Agreement (EPPA) with Cebu Energy in October 2009 for the supply of 105 MW. In December 2010, Visayan Electric signed a five-year PSA with GCGI for the supply of 60 MW at 100% load factor which was extended for another ten years in October 2014. Visayan Electric also has a 15-year PSA with TVI for the supply of 150 MW beginning 2018.

In 2021, Subic Enerzone conducted a CSP to reduce its WESM exposure. Masinloc Power Partners Co. Ltd. (MPPCL) won the 10MW PSA starting December 26, 2021.

Similarly, Lima Enerzone conducted its own CSP in 2021 as replacement to its expiring contract.TLI won the contract at 7MW for five years starting in May 2021.

Malvar Enerzone sources its power supply from WESM to meet the ecozone's power requirements until its electricity demand is stable.

The provisions of the Distribution Utilities' PPAs are governed by ERC regulations. The main provisions of each contract relate to the amount of electricity purchased, the price, including adjustments for various factors such as inflation indexes, and the duration of the contract. Distribution Utilities also enter into PSAs with various generation companies.

Transmission Charges

AboitizPower's Distribution Utilities have existing Transmission Service Agreements (TSAs) with the NGCP for the use of the latter's transmission facilities in the distribution of electric power from the Grid to its customers, which are valid until the dates specified below:

Distribution Utility	Valid until
Lima Enerzone	July 25, 2027
Cotabato Light	August 25, 2023
SFELAPCO	December 25, 2023
Davao Light	January 25, 2024
Visayan Electric	January 25, 2024
Mactan Enerzone	January 25, 2025
Balamban Enerzone	January 25, 2025
Malvar Enerzone	December 25, 2025

The Distribution Utilities have negotiated agreements with the NGCP in connection with the security deposit to secure their obligations to the NGCP under the TSAs. Mactan Enerzone has already applied and submitted the requirements for connection to the grid.

(vii) Major Customers

POWER GENERATION BUSINESS

As of February 28, 2023, out of the total electricity sold by AboitizPower's Generation Companies, approximately 94% was covered by bilateral contracts with, among others, private distribution utilities, electric cooperatives, and industrial and commercial companies. The remaining, approximately 9%, was sold by the Generation Companies through the WESM.

RETAIL ELECTRICITY SUPPLY BUSINESS

As of February 28, 2023, AboitizPower's RES business had approximately 447 Contestable Customers under RCOA and eight end-users under GEOP with active contracts. These customers come from a wide number of industries, including property development, meat processing, semiconductors, steel, and cement. AboitizPower thus believes that this diversity will insulate its RES business from downturns in any one industry.

POWER DISTRIBUTION BUSINESS

AboitizPower's Distribution Utilities have wide and diverse customer bases. As such, AboitizPower believes that loss of any one customer is not expected to have a material adverse impact on the company. The Distribution Utilities' customers are categorized into four principal categories:

(a) *Industrial customers.* Industrial customers generally consist of large-scale consumers of electricity within a franchise area, such as factories, plantations, and shopping malls;
(b) *Residential customers.* Residential customers are those who are supplied electricity for use in a structure utilized for residential purposes;
(c) *Commercial customers.* Commercial customers include service-oriented businesses, universities, and hospitals; and
(d) *Other customers.* Customers not falling under any of the above categories.

Government accounts for various government offices and facilities are categorized as either commercial or industrial depending on their load. Each Distribution Utility monitors government accounts separately and further classifies them to local government accounts, national government accounts, or special government accounts like military camps. Streetlights have a different rate category and are thus monitored independently.

(viii) Transactions with and/or Dependence on Related Parties

AboitizPower and its Subsidiaries, in their regular conduct of business, have entered into transactions with Associates and other related parties principally consisting of professional and technical services, power sales and purchases, advances, various guarantees, construction contracts, aviation services, and rental fees. These are made on an arm's-length basis as of the time of the transactions.

Details of the significant account balances of the foregoing related party transactions of the Group can be found in the accompanying consolidated financial statements of AboitizPower.

(ix) Patents, Copyrights, and Franchises

AboitizPower and its Subsidiaries have secured all material permits required to operate its businesses. These are further discussed below.

POWER GENERATION BUSINESS

Power generation is not considered a public utility operation under RA No. 9136 or the Electric Power Industry Act of 2001 (EPIRA). Thus, a franchise is not needed to engage in the business of power generation. Nonetheless, no person or entity may engage in the generation of electricity unless such person or entity has secured a COC from ERC to operate a generation facility and has complied with the standards, requirements, and other terms and conditions set forth in the said COC.

In its operations, a generation company is required to comply with technical, financial and environmental standards. It shall ensure that facilities connected to the Grid meet the technical design and operation criteria of the Philippine Grid Code, Philippine Distribution Code, and Philippine Electrical Code. It shall also conform with financial standards and comply with applicable environmental laws, rules and regulations.

Cotabato Light has its own generation facilities and is required under the EPIRA to obtain a COC. Davao Light's generation facility was decommissioned last November 26, 2018. For IPPAs such as TLI, the COCs issued to the IPPs of the relevant generation facilities are deemed issued in favor of the IPPAs. As such, the IPPAs are also bound to comply with the provisions of the Philippine Grid Code, Philippine Distribution Code, WESM rules, and applicable rules and regulations of ERC.

AboitizPower's HEPPs are required to obtain a water permit from NWRB for the water flow used to run their respective hydroelectric facilities. The permit specifies the source of the water, the allowable water volume, and the terms and conditions of its use. The water permit has no expiration date.

AboitizPower, its Subsidiaries, and Affiliates are in various stages of development of several projects. Some of these projects have been awarded renewable energy service contracts by DOE.

The Generation Companies and Cotabato Light, a Distribution Utility, possess COCs for their power generation plants, details of which are enumerated in the attached **Annex "C"**.

DISTRIBUTION UTILITIES BUSINESS

Under the EPIRA, the business of electricity distribution is a regulated public utility business that requires a franchise that can be granted only by Congress. In addition to the legislative franchise, a CPCN from ERC is also required to operate as a public utility. However, distribution utilities operating within economic zones are not required to obtain a franchise from Congress, but must be duly registered with PEZA in order to operate within the economic zone.

All distribution utilities are required to submit to the ERC a statement of their compliance with the technical specifications prescribed in the Philippine Distribution Code, which provides the rules and regulations for the operation and maintenance of distribution systems, and the performance standards set out in the implementing rules of the EPIRA.

Shown below are the respective expiration periods of the Distribution Utilities' legislative franchises:

Distribution Utility	Franchise	Term	Expiry
Visayan Electric	RA No. 9339	25 years from effectivity of RA No. 9339. RA No. 9339 was approved on September 1, 2005.	Valid until September 24, 2030
	ERC Certificate No. CPCN-09-01 (ERC Decision dated January 26, 2009, ERC Case No. 2008-095 MC).	25 years, or from September 24, 2005 to September 24, 2030	
Davao Light	RA No. 8960	25 years from effectivity of RA No. 8960, or from September 7, 2000	September 7, 2025
	ERC CPCN Decision dated February 26, 2002, ERC Case No. 2001-792	25 years, or from September 7, 2000 to September 7, 2025	September 7, 2025
	RA No. 11515	5 years from expiration of the term granted under RA No. 8960, or from September 7, 2025 to September 7, 2050 (Lapsed into law on December 26, 2020)	Valid until September 7, 2050
Cotabato Light	RA No. 10637	25 years from the effectivity of RA No. 10637, as amended. RA	Valid until June 16, 2039

		No. 10637 was approved on June 16, 2014.	
	ERC Certificate No. CPCN-14-001 (ERC Decision dated December 9, 2019, ERC Case No. 2013-063 MC)	25 years, or from June 17, 2014 or until June 16, 2039	
SFELAPCO	RA No. 9967	25 years from effectivity of RA No. 9967 (Lapsed into law on February 6, 2010)	Valid until March 23, 2035
	ERC Certificate No. CPCN-10-01 (ERC Decision dated August 31, 2010, ERC Case No. 2010-029 MC)	25 years, or from March 24, 2010 to March 23, 2035	
Subic Enerzone	Distribution Management Service Agreement (DMSA) between Subic Enerzone and Joint Venture of AEV- Davao Light	Notarized on May 15, 2003. Term of the DMSA is 25 years.	Valid until May 15, 2028.

Mactan Enerzone, Balamban Enerzone, Lima Enerzone, and Malvar Enerzone which operate the power distribution utilities in MEPZ II, WCIP, LTC, and LISP IV respectively, are duly registered with PEZA as Ecozone Utilities Enterprises.

RETAIL ELECTRICITY SUPPLY BUSINESS

Like power generation, the business of supplying electricity is not considered a public utility operation under the EPIRA, but is considered a business affected with public interest. As such, the EPIRA requires all suppliers of electricity to end-users in the contestable market, other than distribution utilities within their franchise areas, to obtain a license from ERC. With the implementation of Open Access in 2013, AboitizPower's RES Subsidiaries and Generation Companies with RES licenses, AESI, Adventenergy, APRI, SN Aboitiz Power – Magat, SN Aboitiz Power – RES, Prism Energy, and TLI, have all obtained separate licenses to act as RES.

Trademarks

AboitizPower and its Subsidiaries own, or have pending applications for the registration of, intellectual property rights for various trademarks associated with their corporate names and logos. Please refer to **Annex "B-2"** to see trademark application that AboitizPower and its Subsidiaries have secured or have pending application with Philippine IPO and intellectual property office abroad.

(x) Government Approval

The discussion on the need for any government approval for any principal products or services of the company and its Subsidiaries, including COCs obtained by the Generation Companies and franchises obtained by the Distribution Utilities, is included in item (ix) Patents, Copyrights and Franchises.

(xi) Effect of Existing or Probable Governmental Regulations

AboitizPower and its Subsidiaries are subject to the laws generally applicable to all Philippine corporations, such as corporation law, securities law, tax laws, and the Local Government Code. All Philippine corporations are also subject to labor laws and social legislation, including RA No. 11199 or the Social Security Act of 2018, RA No. 10606 or the National Health Insurance Act of 2013, RA No. 11223 or the Universal Health Care Act, RA No. 9679 or the Home Development Mutual Fund Law of

2009, The Philippine Labor Code and its implementing rules, and other labor-related laws, regulations, and DOLE mandated work-related programs.

The Aboitiz Group closely monitors its compliance with the laws and government regulations affecting its businesses.

1. WESM in Mindanao

On January 26, 2023, the DOE posted an Advisory confirming the Department Circular No. DC2022-12-039 that declared the Commercial Operation Date of WESM in Mindanao grid as January 26, 2023 commenced as scheduled.

2. Independent Market Operator

On October 22, 2020, the DOE promulgated Department Circular No. DC2020-10-0021, which adopted amendments to the WESM Rules for the implementation of an Independent Market Operator.

3. Implementation of the Performance-based Rating-setting Regulation (PBR)

In June 2019, the ERC posted for comments its draft Rules for Setting Distribution Wheeling Rates and Issues Paper for the Regulatory Reset of the First Entry Group (Meralco, Cagayan de Oro Electric and Dagupan Electric). Various public consultations were held in the month of July 2019. The ERC issued its Decision dated September 24, 2020 denying consumer group *Matuwid na Singil sa Kuryente* Consumer Alliance, Inc. (MSK)'s petition to revert to Return-on-Rate-Base (RORB), without prejudice to its right to submit its comments in the revision of the rules during the next rate reset process of the distribution utilities.

Due to the rules change on PBR, none of the AboitizPower Distribution Utilities have undergone regulatory reset starting from the third regulatory period. In January 2020, the ERC requested private distribution utilities to submit actual or historical expenditure covering the lapsed period. Due to the lockdown and quarantine restrictions, as well as unresolved clarifications as to what has to be provided to the ERC raised by the distribution utilities to the ERC through clarificatory meetings, private distribution utilities were not able to provide the data within the timeframe given by the ERC.

In relation to this, the ERC issued show cause orders, all dated October 29, 2020, against Cotabato Light (docketed as ERC Case No. 2020-097 SC), Visayan Electric (docketed as ERC Case No. 2020-098 SC), Davao Light (docketed as ERC Case No. 2020-104 SC), and Subic Enerzone (docketed as ERC Case No. 2020-107 SC), requesting the foregoing distribution utilities to explain why they should not be penalized for the incomplete submission of the data requested by the ERC for its actual expenditure review. On January 7, 2021, the foregoing distribution utilities submitted their respective explanations, including a manifestation that all required data had been submitted as of December 29, 2020. The ERC has yet to resolve these cases. If found liable, the penalty for violation is ₱50,000.00 per distribution utilities, pursuant to ERC Resolution No. 03, series of 2009.

On December 2, 2021, the ERC issued Resolution No. 10, series of 2021, modifying the Rules for Setting the Distribution Wheeling Rates (RDWR) for private distribution utilities, and Resolution No. 11, series of 2021, adopting a Regulatory Asset Base (RAB) Roll Forward Handbook. The RDWR and the RAB Handbook as adopted in these resolutions shall be applied in the next regulatory reset of AboitizPower Distribution Utilities.

The ERC directed the AboitizPower Distribution Utilities, through letters dated April 25, 2022, to file their respective Actual Weighted Average Tariff (AWAT) applications, guided by the 2021 RDWR mentioned above. Second entry group distribution utilities are required to file by August 25, 2022, third entry group distribution utilities by September 25, 2022 and fourth entry group distribution utilities by October 25, 2022. Cotabato Light has submitted its application, while Visayan Electric, Davao Light, and Subic Enerzone requested clarification on certain issues relating to the ERC's requests and are awaiting clarification from the ERC prior to filing.

4. ERC Regulation on Systems Loss Cap Reduction

On December 16, 2021, the ERC issued Resolution No. 12, Series of 2021 entitled "A Resolution Clarifying the Applicable Distribution Feeder Loss Cap for Private Distribution Utilities by 2022 Onwards". The said Resolution amended the Distribution Feeder Loss Cap stated in ERC Resolution No. 10, series of 2018, maintaining the 2021 Distribution Feeder Loss Cap of 5.50% for the year 2022 onwards until such time that a new feeder loss cap is promulgated by the ERC.

5. Competitive Selection Process

On June 11, 2015, the DOE promulgated Department Circular No. DC2015-06-0008 (the "2015 DOE Circular") which mandated all distribution utilities to undergo competitive selection processes ("CSP") in securing PSAs upon the effectivity of the said circular. The 2015 DOE Circular also authorized the ERC to adopt a set of guidelines for the implementation of the CSP. The 2015 DOE Circular took immediate effect following its publication on June 30, 2015.

On October 20, 2015, ERC issued Resolution No. 13, Series of 2015, entitled, "*A Resolution Directing All Distribution Utilities (DUs) to Conduct a Competitive Selection Process (CSP) in the Procurement of their Supply to the Captive Market*" (the "ERC CSP Rules"). This resolution provides that a PSA shall be awarded to a winning Generation Company following a competitive selection process or by direct negotiation, but only after at least two failed CSPs. For PSAs which were already executed but were not yet filed with the ERC and those that were still in the process of negotiation during the time of the effectivity of the ERC CSP Rules, the relevant distribution utility already had to comply with the CSP requirement before its PSA application would be accepted by the ERC. The ERC CSP Rules took immediate effect following its publication on November 7, 2015.

ERC Resolution 13, Series of 2015, was restated in ERC Resolution No. 1, Series of 2016, entitled, "*A Resolution Clarifying the Effectivity of ERC Resolution No. 13, Series of 2015.*" ERC Resolution No. 1, Series of 2016, extended the date of the effectivity of the CSP requirement from November 7, 2015 to April 30, 2016. It further stated that all PSAs executed on or after the said date would be required, without exception, to comply with the provisions of the ERC CSP Rules.

On February 1, 2018, the DOE promulgated DC No. DC2018-02-0003 (the "2018 DOE Circular") entitled "Adopting and Prescribing the Policy for the Competitive Selection Process in the Procurement by the Distribution Utilities of Power Supply Agreements for the Captive Market." Through this Circular, the DOE issued its own set of guidelines (the "DOE CSP Rules") for the procurement by distribution utilities of PSAs for the Captive Market.

Under the DOE CSP Rules, all PSAs shall be procured through CSP, except for the following instances: (1) generation project owned by the distribution utility funded by grants or donations; (2) negotiated procurement of emergency power supply; (3) provision of power supply by any mandated Government-Owned and Controlled Corporation for off-grid areas prior to, and until the entry of New Power Providers (NPP); and (4) provision of power supply by the PSALM through bilateral contracts. A PSA may also be entered into by direct negotiation if the CSP fails twice. The DOE CSP Rules took effect upon its publication on February 9, 2018.

The validity of ERC CSP Rules and ERC Resolution No. 1, Series of 2016, was challenged before the SC on the ground that ERC, in issuing the said resolutions, amended the 2015 DOE Circular and effectively postponed the date of effectivity of the CSP requirement. Consequently, on May 3, 2019, the SC in the case of *Alyansa Para sa Bagong Pilipinas, Inc. v. ERC (G.R. No. 227670)*, declared the first paragraph of Section 4 of the ERC CSP Rules and ERC Resolution No. 1, Series of 2016, as void *ab initio*. The SC further ruled that all PSAs submitted to the ERC on or after June 30, 2015 shall comply with the CSP and that upon compliance with the CSP, the power purchase cost resulting from such compliance shall retroact to the date of the effectivity of the complying PSA, but in no case earlier than June 30, 2015, for purposes of passing on the power purchase cost to the consumers.

On September 24, 2021, the DOE promulgated Department Circular No. DC-2021-09-0030, amending

the 2018 DOE Circular on the Competitive Selection Process in the Procurement by the Distribution Utilities of Power Supply Agreement for the Captive Market. The new circular included a new exemption from the CSP process and introduced a mechanism of subjecting unsolicited proposals to competitive bidding. The Circular was published on October 14, 2021 and was effective on October 29, 2021.

6. Adopting a General Framework Governing the Provision and Utilization of Ancillary Services in the Grid

On December 4, 2019, the DOE issued Department Circular No. DC2019-12-0018 entitled *"Adopting a General Framework governing the utilization of Ancillary Services (AS) in the Grid"* ("AS Circular").

Upon the commercial operation of the Reserve Market, the following rule shall govern the procurement of AS:

(a) SO shall procure Regulating, Contingency, and Dispatchable Reserves through firm contracts and the Reserve Market provided that the contracted levels per reserve region shall be as follows:
   (i) Regulating Reserve - Equivalent to 50% of the Regulating Reserve requirement;
   (ii) Contingency Reserve - Equivalent to 50% of the dependable capacity of the largest generating unit;
   (iii) Dispatchable Reserve - Equivalent to 50% of the dependable capacity of the second largest generating unit.

On June 21, 2021, the DOE issued an "Advisory on the Implementation of Department of Energy (DOE) Circular No. DC2019-12-0018". The advisory directed the NGCP to expedite the procurement of the required AS in accordance with Department Circular No. DC2019-12-0018, and to convert NGCP's non-firm ASPAs into firm ASPAs.

On October 4, 2021, the DOE issued Department Circular No. DC2021-10-0031 entitled: *"Prescribing the Policy for the Transparent and Efficient Procurement of Ancillary Services (AS CSP) by the System Operator (SO)"* that pushed a process similar to the CSP, but this time for AS to be procured, for all non-firm ASPA be converted to ASPA, and that the Market Operator (MO) can step in to help SO to avoid delays. In a Decision dated October 24, 2022, the ERC penalized NGCP for its failure to submit to the DOE its Terms of Reference (TOR) and Invitation to Bid (ITB) for the ASP CSP as one violation, and its failure to publish and maintain on its website the ITB without the prior DOE approval as another violation.

7. Ancillary Services Pricing and Cost Recovery Mechanism

Reserves are forms of ancillary services that are essential to the management of power system security. The provision of reserves facilitates orderly trading and ensures the quality of electricity.

On December 2, 2014, the DOE issued Department Circular No. 2014-12-0022, otherwise known as the Central Scheduling and Dispatch of Energy and Contracted Reserves. The circular aims to prepare the market participants in the integration of ancillary reserves into the WESM. The ancillary service providers will be paid based on their respective ASPAs with NGCP, while the scheduling of capacity and energy will be based on market results.

On September 14, 2018, NGCP filed a Petition seeking the Commission's approval of its proposed amendments to the Ancillary Services – Cost Recovery Mechanism, docketed as ERC Case No. 2018-005 RM. Currently, the existing cost-recovery mechanism for Ancillary Services shall continue to be implemented until a new mechanism is recommended by the AS-TWG and adopted by ERC.

On February 8, 2022, the ERC posted its call for comments on the Draft Ancillary Services Rules (AS Rules) under ERC Case Nos. 2017-005 RM and 2018-005 RM with submission deadline of February 22, 2022. It has forwarded again the transition to its new types and definitions of Ancillary Services, with its own specifications and technical requirements, a percentage of procurement of AS, for testing be done only by the SO, and a cost recovery mechanism.

8. Energy Efficiency and Conservation Act

Apart from prescribing efficient use of energy standards and labeling requirements for energy-consuming products, RA No. 11285 or the Energy Efficiency and Conservation Act ("EEC") establishes certain obligations on the part of energy consumers who reach a certain annual energy consumption threshold ("Designated Establishments"). These obligations include, among others, reporting to the DOE of annual energy consumption, and energy consumption record keeping.

Other Department Circulars promulgated by the DOE in relation to the Energy Efficiency and Conservation Act are available at the DOE website.

On January 27, 2023, DOE posted the drafts of the National Energy Efficiency and Conservation Plan (NEECP) and EEC Roadmap. The NEECP is a national comprehensive framework and plan that institutionalizes energy efficiency and conservation (EE&C) in the country across key sectors. On the other hand, the EEC Roadmap 2023-2050 provides an updated outline of the strategic plans and actions for EE&C in the Philippines across all sectors, including implementing key provisions of the EE&C Act, and its accompanying Implementing Rules and Regulations. The Roadmap aligns with the NEECP as it provides for the key Programs for energy efficiency and conservation by sector, for which emissions reduction targets and costings have been developed.

9. Energy Virtual One-Stop Shop Act

The DOE already began the implementation of the EVOSS Online Platform, pursuant to RA No. 11234 or "Energy Virtual One-Stop Shop Act" ("EVOSS Act").

On June 5, 2020, DILG-DOE Joint Memorandum Circular 2020-01 or the Guidelines for LGUs to Facilitate the Implementation of Energy Projects was published. The Guidelines direct the streamlining by LGUs of their processes in issuing the necessary permits for energy-related projects, in accordance with the energy regulatory reforms provided in the EVOSS Law.

On July 2, 2021, former President Duterte created the Energy Virtual One-Stop Shop Task Group through Executive Order No. 143, to ensure the increasing operationalization of the EVOSS.

10. Net Metering

The DOE promulgated Department Circular No. DC 2020-10-0022 or the Net Metering Program for Renewable Energy System, which aims to encourage and further promote electricity End-Users' participation in the Net Metering Program by enhancing the current policies and commercial arrangements while ensuring the economic and technical viability of the distribution utility. The Net Metering Program became effective on December 18, 2020. The Net Metering Guidebook was published on April 22, 2022.

11. Reliability Performance Indices

On December 16, 2020, the ERC published on its website Resolution No. 10, Series of 2020, entitled *"A Resolution Adopting the Interim Reliability Performance Indices and Equivalent Outage Days Per Year of Generating Units".*

This resolution aims to monitor the reliability performance of all Generating Units at the operations and maintenance level; regularly determine and specify the reliability performance of the Grid; aid the power industry in evaluating reliability and availability of Generating Plants; and promote accountability of Generation Companies in order to achieve greater operation and economic efficiency. It applies to all Generation Companies with Conventional and Non-Variable Renewable Energy Generating Plants connected to the Grid, including Embedded Generating Plants, which have an aggregated capacity of 5MW and above. It includes the requirement for the System Operator and Transmission Network Provider to utilize the allowable planned outage days as prescribed in Table 1 of the Resolution as a guide in preparing the Grid Operating and Maintenance Program. If the System Operator and

Transmission Network Provider shall utilize unplanned outages beyond what is allowed in Table 1, the same shall provide a report as to the reason for such consideration as well as arrange the replacement.

ERC Resolution No. 10, Series of 2020 became effective on January 3, 2021.

The ERC has been actively issuing show cause orders to generation companies in the industry and AboitizPower anticipates the possibility of additional show cause orders for its Generation Companies. Efforts have been made to revise the reliability performance indices through a rule-making petition in the ERC entitled *"In the Matter of the Petition to Initiate Rule-Making for the Amendment of the Rules for the Interim Reliability Performance Indices and Equivalent Outage Days Per Year of Generating Units"* docketed as ERC Case No. 2022-003 RM. The Public Consultation for the rule-making petition was conducted in April 2022, and is currently pending before the ERC.

12. Prescribing Revised Guidelines for Qualified Third Party

In view of the Qualified Third Party (QTP) Guideline Policy, as of March 23, 2021, the ERC is working on its amendments to the 2006 Rules on the Regulation of Qualified Third Parties Performing Missionary Electrification in Areas Declared Unviable by the DOE.

Under RA No. 11646, or the Microgrid Systems Act, which became law on January 21, 2022, all QTPs providing alternative electric service pursuant to Section 59 of Republic Act No. 9136 are now known as microgrid system providers. On May 24, 2022, the DOE issued the Rules and Regulations to Implement Republic Act No. 11646, docketed as Department Circular No. DC2022-05-0017.

13. Promulgating the Renewable Energy Market Rules

On June 10, 2022, the DOE issued DOE Department Circular No. DC2022-06-0019, *Declaring the interim Commercial Operations of the Renewable Energy Market.* The Circular provides a significant framework and mechanism for the commencement of the Renewable Energy Market (REM) Interim Commercial Operation (I-COP). The REM I-COP shall not yet involve any financial transactions, until such time that the Commercial Operation of the REM has been declared by the DOE. The DOE launched the I-COP REM on July 28, 2022 to begin validations of Renewable Energy Certificates but no trading has commenced yet.

14. Feed-in-Tariff System

The ERC issued Resolution No. 16, Series of 2010 ("ERC Resolution No. 16-2010" or the "FIT Rules"), otherwise known as "Resolution Adopting the Feed-In Tariff Rules" (the "FIT Rules") which establishes the FIT system and regulates the method of establishing and approving the FITs and the FIT-All.

In ERC Resolution No. 12, series of 2022, in order to mitigate the rising levels of inflation and cost of living, the ERC adopted a temporary suspension in the collection of FIT-All for a period starting December 2022 until the February 2023 billing months.

15. Revisions to the Guidelines for the Financial Standards of Generation Companies

On February 16, 2021, the ERC issued Resolution No. 03, Series of 2021, entitled "A Resolution Adopting the Revised Guidelines for the Financial Capability Standards of Generation Companies".

The Revised Financial Guidelines aim to set out the minimum financial standards of 1.25x Debt Service Capability Ratio (DSCR) to ensure that generation companies meet these standards to protect the public interest as required under Section 43, b(ii) of the EPIRA and provided by Appendix 1, FS.A 1.3 of the Philippine Grid Code. A generation company failing to comply with the set financial standards shall submit to the ERC a program to comply within 60 days of receipt of an ERC directive.

16. Green Energy Auction Policy

On July 14, 2020, the DOE issued guidelines on the Green Energy Auction Policy (Department Circular No. DC 2020-07-0017) which set the framework for which the DOE shall facilitate the procurement of supply from RE projects by the mandated participants under the RPS on-grid rules through a competitive process for compliance with the RPS program and as applicable for their long-term power supply requirements. The process involves a regular auction process (notice every 15th of June) to be implemented by the Green Energy Auction Committee (GEAC). The Contracting Customers and the Winning Bidders will execute a Green Energy Implementation Agreement (GEIA), which involves the Market Operator (MO) as the entity to allocate energy and calculate corresponding payments. The ERC will approve the GEIA template and the Green Energy Auction Reserve (GEAR) Price. Each Winning Bidder will have its own Green Energy Tariff (pay-as-bid), which shall not be higher than the GEAR Price. On the other hand, the Contracting Customers will pay the average price, subject to the allocation/calculation of MO, per trading interval.

On November 3, 2021, the DOE issued DC2021-11-0036 providing the Revised GEAP Guidelines listing out the Green Energy Auction steps for the competitive selection process, adopting the FIT framework as the mechanism for RE compensation and introducing an Opt-In mechanism for the Mandated Participants.

The first round of GEAP was completed in June 2022. On January 11, 2023, the DOE posted a call for comments for the Opt-in Mechanism for GEAP.

17. Green Energy Option Program

On August 16, 2021, the ERC promulgated Resolution No. 08 on the Green Energy Option Program (GEOP). The regulatory framework for GEOP sets the technical and interconnection standards and wheeling fees of Renewable Energy (RE) Generating Facilities. The GEOP is a mechanism that will provide end-users the option to choose RE resources as their sources of energy. The GEOP Rules seek to guide the key stakeholders on who may qualify to avail, how to be licensed to provide the connection and set the fundamental agreements on the details for switching services, special power provision, related rates, and settlement of fees.

18. Retail Competition and Open Access

Through a Decision dated March 2, 2021, the Supreme Court of the Philippines acted on several petitions regarding the implementation of Retail Competition and Open Access. These petitions were brought by Philippine Chamber of Commerce and Industry, Siliman University, and Batangas II Electric Cooperative (docketed as G.R. No. 228588, 229143, and 229453), among other petitioners and intervenors, against the DOE and the ERC. The Supreme Court struck down Department of Energy Circular No. DC2015-06-0010, series of 2015, and ERC Resolutions No. 5, 10, 11, and 28, all series of 2016, primarily for mandating contestability and prohibiting distribution utilities from participating in the contestable market. It likewise directed the ERC to promulgate guidelines on the DOE's Department Circular Nos. DC2017-12-0013 and DC2017-12-0014 for being more aligned with the objective of the EPIRA to promote robust competition among retail electricity suppliers.

19. The Open Access Transmission Service (OATS) Rules

The Open Access Transmission Service (OATS) Rules describe the requirements and services provided by the Transmission Network Provider (TNP) that operates the high voltage backbone transmission system. The OATS Rules outline the responsibilities of the TNP and the functions of the System Operator (SO) as specified in the Philippine Grid Code (PGC) and the Wholesale Electricity Spot Market (WESM) Rules. It also sets out the responsibilities accepted by transmission customers as a condition of receiving the services. The OATS Rules aims to ensure the development of an appropriate, equitable and transparent electricity market, along with the safe, reliable, and efficient operation of the power system.

On June 9, 2022, the ERC published the 2022 Edition of the OATS, which was approved and adopted through ERC Resolution No. 03, series of 2022. AboitizPower continues to monitor for any developments on the OATS Rules.

20. Amendments to the Public Service Act

Commonwealth Act No. 146, otherwise known as the Public Service Act, is a law governing the regulation of public services, which originally included "electric light, heat and power". On February 2, 2022, the Philippine Senate and the House of Representative consolidated House Bill No. 78 and Senate Bill No. 2094, which involved amendments to the Public Service Act. The amendments introduced the classification of certain public service as public utilities, which included both the distribution and transmission of electricity. The amendments also provided for revisions in the regulatory authorities of administrative agencies, but also provided that nothing in the Public Service Act shall be construed as amending or repealing laws and administrative regulations deregulating or delisting services, industries and/or rates.

21. Retail Aggregation

On June 24, 2022, the ERC published on its website ERC Resolution No. 04, Series of 2022, entitled *"A Resolution Adopting the Rules for the Electric Retail Aggregation Program"*. The Retail Aggregation Rules establish standardized rules and procedures governing the aggregation of electricity requirements of End-users in the Competitive Retail Electricity Market (CREM) and prescribing and clarifying the requirements, conditions, eligibility, qualifications, and disqualifications of participants and the Aggregator in the Retail Aggregation Program.

22. **Distributed Energy Resource**

On November 29, 2022, the ERC published ERC Resolution No. 11, Series of 2022, entitled "A Resolution Adopting the Rules Governing Distributed Energy Resources (DER)". The DER Rules establish the procedure for securing the appropriate license prior to operations, commercial arrangements that DERs may enter into for the energy it produces, pricing methodologies, reduction of contracted energy volumes, payment of subsidies, interconnection standards, reportorial requirements, and imposition of penalties for failure to comply with the terms and conditions of the DER's COC.

23. **Pass Through Charges**

On December 19, 2022, the ERC published on its website ERC Resolution No. 14, Series of 2022, entitled "A Resolution Adopting the Revised Rules Governing the Automatic Cost Adjustment and True-up Mechanisms and Corresponding Confirmation Process for Distribution Utilities", which aims to push for a more transparent collection of pass-through costs or charges by DUs. Among the revisions is the creation of a Restricted Fund by the DUs where over-collections are maintained and earmarked for repayment to customers in subsequent billing months, effectively providing more timely refunds to end-users.

(xii) Amount Spent on Research and Development Activities

AboitizPower and its Subsidiaries do not allot specific amounts or fixed percentages for research and development. All research and development activities are done by AboitizPower's Subsidiaries and Affiliates on a per project basis. The allocation for such activities may vary depending on the nature of the project.

(xiii) Cost and Effects of Compliance with Environmental Laws

AboitizPower's generation and distribution operations are subject to extensive, evolving, and increasingly stringent safety, health, and environmental laws and regulations. These laws and regulations address concerns relating to:(a) air quality and greenhouse gas (GHG) emissions; (b)

wastewater discharges; (c) the generation, handling, storage, transportation, treatment and disposal of toxic or hazardous chemicals, materials, and wastes; (d) workplace conditions; and (e) employee's exposure to hazardous substances. Standard laws and regulations that govern business operations include the Clean Air Act (RA No. 8749), Ecological Solid Waste Management Act (RA No. 9003), Clean Water Act (RA No. 9275), Toxic Substances and Hazardous and Nuclear Wastes Control Act (RA No. 6969), Philippine Environmental Impact Statement System (PD No. 1586), and Occupational Safety and Health Standards (RA No. 11058). The RE Law also added new and evolving measures that must be complied with. These laws usher in new opportunities for the AboitizPower and set competitive challenges for the businesses covered. Additional regulations such as DOE's Energy Regulation No. 1-94 ("ER 1-94") require companies to allocate funds for the benefit of host communities for the protection of the natural environment and for the benefit of the people living within the area. Further, funds are set for the management of carbon sinks and watershed areas through a nationwide reforestation program.

AboitizPower and its Subsidiaries have allocated budgets for environmental expenditures covering costs for waste disposal, remediation, pollution control, environmental initiatives and programs that support climate strategies along with its impact. All facilities are in compliance with regulatory requirements, thus noting zero spending for remediation costs.

AboitizPower and its Subsidiaries remain committed to alignt with international best practices in all power plants and distribution utilities. This is exemplified with the attainment of 93% ISO certification for the management systems of Quality, Environment, Occupational Health and Safety. The AboitizPower Subsidiaries under the Oil and Coal Business Units have been recertified in 2022. Meanwhile, the AboitizPower Distribution Utilities, with the exception of Malvar Enerzone, have maintained their certifications on ISO 9001:2015 Quality Management System, ISO 45001:2018 and ISO 14001:2015 Environmental Management System.

In 2022, continuous improvement in managing environmental impacts is evident, as seen in its increased total environmental management expenses at ₱83.2 mn. This consists of ₱38.1 mn for the Renewables Group, ₱46.3 mn for the Thermal Group, ₱10.4 mn for the Distribution Utilities.

Of the ₱87.6 mn total environmental management expenses, ₱10.1 mn was allocated for capital expenditure (CAPEX) aimed at improving pollution prevention and control. The following projects were implemented: (1) APRI Tiwi's installation of Continuous Ambient Monitoring System and disposal of asbestos-containing material; (2) TVI and TSI's Continuous Emission System Improvements; and (3) TSI's Material Recovery and Composting Facility, Operational expenditure (OPEX) projects amounting to ₱77.5 mn were also implemented to improve and sustain environmental management practices on site, such as: (1) waste disposal of asbestos-containing material, Polychlorinated Biphenyls (PCBs), and oil and oil-contaminated wastes from its various Business Units; (2) implementation of Community Baselining Assessment to support CSR-related programs in the Coal Business Units; (3) installation of Sewage Treatment facilities in TPVI and EAUC; and (4) GHG-reduction initiatives in all the business units such as Race to Reduce Program in the Enerzones, True Con in Hedcor, and E-BOTA Program in Davao Light.

AboitizPower also supports environmental initiatives that go beyond its compliance requirements. The Company takes part in AEV's A-Park program, various coastal and river clean-up activities, and biodiversity initiatives. In the year 2022, the Company has conducted 60 environmental activities, planted a total of 289,004 trees at an expanse of 314 hectares with the help of almost 1,058 volunteers. AboitizPower organized and conducted 54 coastal and river clean-up activities, wherein over 24,122 kilograms of wastes were collected. Furthermore, AboitizPower supports a number of biodiversity initiatives, such as (1) APRI's Adopt Tigas River and Adopt Visitang Naga River, (2) Hedcor's Reforestation Projects in Sibulan and North Luzon sites; (3) SN AboitizPower-Magat HEPP's partnership in Uplifting Upland Natural Resources Livelihood and Assets (PUNLA) for the Upper Magat Watershed Management Program in Ifugao Province; (4) the Coal group's Adopt-an-*Estero* water body program at Inawayan River, Brgy. Inawayan, Sta. Cruz, Davao del Sur and Coastal Resource Management Program in Toledo City, Cebu; (5) Davao Light's Adopt-an-*Estero* for San Isidro creek and the Cleanergy park located in Punta Dumalag, Davao City; and (7) Visayan Electric's VECO-Buhisan Watershed Forest Rehabilitation Project.

AboitizPower and its Subsidiaries received a total of 46 awards, certifications and citations in 2022 in relation to SHES. To highlight a few: (1) APRI Makban Plant's Silver Corporate Safety and Health Excellence Award from the Safety & Health Association of the Philippine Energy Sector, Inc. (SHAPES); (2) APRI Tiwi Plant's Platinum Corporate Safety and Health Excellence Award; (3) SN AboitizPower-Benguet's Gawad Kaligtasan at Kalusugan Award (Gold), Platinum and Titanium Awards from SHAPES; (4) Therma South's Gawad Kaligtasan at Kalusugan Award (Silver), various Environmental Awards from DENR-EMB Region XI for its active participation and commitment to environmental protection for water and waste management; and (5) Therma Visayas' adoption and and donation of a Continous Ambient Air Monitoring System for Brgy. Cabitoonan, Toledo City, Cebu.

In 2022, AboitizPower and its Subsidiaries did not incur any major sanctions for violation of environmental standards and law. AboitizPower continues to be cognizant of new opportunities to comply with regulatory requirements and improvement of systems to promote safety and prevent adverse impacts to the environment or affected ecosystems.

(xiv) Employees

At the parent company level, AboitizPower had a total of 549 employees as of February 28, 2023. These include executives, managers, supervisory, and rank-and-file staff employees. There is no existing Collective Bargaining Agreement (CBA) covering AboitizPower employees.

The following table provides a breakdown of total employee headcount on a per business group basis, according to employees' function, as of February 28, 2023:

Business Group	Number of Employees					Unionized Employees	Expiry of CBA
	Total	Executives	Managers	Supervisors	Rank & File		
Aboitiz Power	549	121	119	114	195	0	N/A
Generation Companies							
Run-of-River Hydros	392	11	20	48	313	94	September 19, 2022 (Hedcor)
Large Hydros	193	20	45	73	55	0	N/A
Geothermal	252	12	21	43	176	0	N/A
Solar	6	0	0	2	4	0	N/A
Oil	433	12	40	202	179	0	N/A
Coal	1,416	24	76	297	1,019	0	N/A
RES	5	0	0	1	4	0	N/A
Distribution Utilities*	729	15	67	130	517	331	December 31, 2016[13] (Visayan Electric) June 30, 2024 (Cotabato Light) June 16, 2026 (Davao Light) May 9, 2024 (SFELAPCO)
Total No. of Employees	**3,974**	**215**	**386**	**913**	**2,460**	**425**	

**Data for SFELAPCO is as of October 31, 2021.*

AboitizPower does not anticipate any significant increase in manpower within the next 12 months unless new development projects and acquisitions would materially require an increase.

[13] The Secretary of Labor and Employment (SOLE), in its resolution dated January 11, 2022 denied with finality, Visayan Electric's Motion for Reconsideration. The parties are directed to submit their compliance within 15 days from receipt, a copy of their signed CBA incorporating the salary increase awarded retroactive to the expiration of the CBA or January 1, 2017. Visayan Electric filed its Joint Motion for Extension with VECEU last January 31, 2022 requesting to be given until March 11, 2022 to submit the signed CBA implementing the retroactivity of the salary increase.

(xv) Major Risk/s Involved in the Business

An integral part of AboitizPower's Enterprise Risk Management (ERM) efforts is to anticipate, understand, and address the risks that the company may encounter in its businesses.

Risk management is integrated in the AboitizPower strategic and operational planning and decision-making processes. Management and operating teams identify and assess the risk areas that may impact the company's strategic objectives and day-to-day business operations. In addition, the company develops key risk treatment plans to address the drivers of the company's top risks, as well as emerging risks that may also significantly impact its business and stakeholders. The risk management processes, which include ESG focus areas, business continuity management, and risk transfer strategies, are also embedded in the organizational planning and risk management processes. Business continuity management (BCM) and risk finance are the other pillars of the ERM approach that are actively being implemented and continuously developed by AboitizPower.

Risk management planning in Aboitiz Power is an iterative process that is conducted at least semi-annually for strategic risks. Most of the top or strategic risks that are captured at the corporate or AboitizPower level originated from risks reported by the corporate support and business units. The AboitizPower business units review operational risks and implement mitigation measures as part of day-to-day operations.

Following the completion of the 2022 year-end strategic risk consolidation at AboitizPower, the following top or strategic risks have been identified and reported to the senior management executives.

1. Sustainability

Investments are at risk if these are not able to sustain a viable economic return due to a combination of technology, regulatory, and/or market changes. Among these changes, ESG strategies continue to be the trend in the global community where investors are seeking to mitigate exposure to fossil-based fuel and diversifying portfolio to prioritize renewable energy. In the event that future laws or contracts are enacted imposing restrictions on operations and refinancing, particularly in relation to power plants utilizing fossil fuels, certain capital expenditures or operating expenses or financing costs may not be fully recoverable.

The growing multi-sectoral negative action against coal has led many financial institutions to restrict investments in coal projects. The following are important considerations of AboitizPower's existing portfolio and strategic project pipeline, where coal concentration will significantly be reduced by the year 2030:

(a) Difficulty in insurance procurement or renewal, where insurers' policy on coal underwriting and investing are also aligned with the same global trends on sustainability and ESG issues. While insurers are still willing to cover coal plants, the resulting impact is significantly higher premium rates for coal insurance year on year. Inability to fill up 100% capacity due to the reluctance or withdrawal of some insurance markets to insure coal plants has prompted the company to resort to self-insurance. Other noteworthy risk drivers are the hardening of the insurance market aggravated by the global economic impact of the COVID-19 pandemic, and any significant losses on damage to critical assets and related business interruptions;

(b) Financing and refinancing risks in terms of the company's inability to borrow money to fund future projects due to current investments in coal. While banks are still willing to lend, the cost of project financing tends to be more expensive;
(c) Withdrawal of technical support by critical contractors and suppliers from construction and/or maintenance thermal power plants in line with global trends on sustainability; and
(d) Sourcing of fuel (coal and oil) due to global price volatility because of supply and demand fundamental affected by pressure on the continued operation of mines and transshipment of fuel due to the International Maritime Organization (IMO) 2020 regulations which will have the effect of increasing freight costs for coal and oil.

The Philippines is a party to the 2015 Paris Agreement signed by almost 200 nations. The Paris Agreement aims to keep the increase in global average temperature to well below 2°C above pre-industrial levels and to limit the increase to 1.5°C, since this would substantially reduce the risks and effects of climate change. As a party to the agreement, the Philippines may impose more stringent regulations, particularly on coal-fired power plant emissions, requiring expensive pollution controls on coal-fired power plants, among other measures. These measures may significantly increase costs of coal-fired power plants and, at the same time, increase the cost competitiveness of renewable energy.

Recently promulgated implementing rules and regulations by the DOE on "Renewable Portfolio Standards" also mandate electric power industry participants (such as generation companies, distribution utilities and electric cooperatives) to source or produce a portion of their electricity requirements from eligible renewable energy resources and undertake CSPs in sourcing renewable energy. A significant portion of the captive market may shift away from coal and other hydrocarbon fuels, which may expose the coal-fired power plants of the company to stranded-asset risk (i.e., hazard of an asset suffering from an unanticipated write-down, devaluation, or conversion to liability).

AboitizPower is cognizant of the regulatory and market drivers in the shift towards green and sustainable business transformations. AboitizPower and its Subsidiaries are guided by its sustainability framework that looks into environmental, social and governance risks including climate-related risks of its value chains. Its strategy has long considered environmental sustainability as one of its key pillars and, to date, together with its partners, the company is the largest private renewable energy operator in the country with 1,365 MW in installed capacity as of year-end 2022.

AboitizPower's growth strategy remains aligned with the energy trilemma – balancing the three pillars of energy security, energy equity, and environmental sustainability. Over the last decade, the growth in energy demand has necessitated a focus on energy security and energy equity - the provision of reliable, and affordable energy for a growing economy. Having addressed energy security and energy equity via the presence of sufficient baseload capacity, AboitizPower has begun to shift focus back to environmental sustainability, and rebalancing its energy portfolio. This transition is included in the company's sustainability agenda, with the company targeting a mix of 50% thermal and 50% renewable energy capacity by 2030 from its current mix of 74% thermal (which are conventional or combustion power plants such as coal or fuel fired plants), and 26% renewable (which do not rely on fossil fuels).

Further, to properly assess the potential and extent of the above-mentioned risks, AEV and AboitizPower signed up to become the first Philippine supporters of the international Task Force on Climate-Related Financial Disclosures (TCFD) in early 2020. This is a voluntary commitment to adopt a defined governance structure on identifying and addressing physical and transition risks associated with climate change, as well uncovering opportunities, and improving disclosures to provide clear and reliable information to stakeholders. Under SEC Memorandum Circular No. 4, series of 2019 on the Sustainability Reporting Guidelines for Publicly-Listed Companies (PLCs), there is a three-year period under which PLCs can comply, which includes the adoption of the TCFD reporting template.

As a validation to AboitizPower's commitment to risk and crisis management, risk management of AboitizPower retained the maximum 5.0 rating representing a +4 increase in score to 94, in the 2022 FTSE Russell (FTSE4Good) Index. This comes after a very strong showing in the 2022 Corporate Sustainability Assessment of S&P Global rating Risk and Crisis Management of AboitizPower with a score of 92 (+4) placing it at a top spot among the rated companies in the Philippines. Good risk management is supporting AboitizPower in the sustainability component of ESG.

2. Regulatory

The electric power industry is characterized by a constantly evolving regulatory environment. Any shortcoming in regulatory compliance poses negative consequences in both the net income and reputation of each Business Unit and the Group. Further, the company's results of operations and cash flow could be adversely affected by the inability to predict, influence, or respond appropriately to changes in law or regulations, including any inability or delay in obtaining expected or contracted increases in electricity tariff rates or tariff adjustments for increased expenses, or any inability or delay

in obtaining or renewing permits for any facilities, could adversely impact results of operations and cash flow. The company's business could also be adversely affected by any changes in laws or regulations, or changes in the application or interpretation of laws or regulations in jurisdictions where power projects are located, could adversely affect the company's business, including, but not limited to:

(a) adverse changes in tax laws including misinterpretation of statutory incentives granted to developers;
(b) changes in the timing of tariff increases or in the calculation of tariff incentives;
(c) change in existing subsidies and other changes in the regulatory determinations under the relevant concessions or grants;
(d) other changes related to licensing or permitting which increase capital or operating costs or otherwise affect the ability to conduct business affecting both the generation and distribution utility business;
(e) other changes that have retroactive effect and/or take account of revenues previously received and expose power projects to additional compliance costs or interfere with AboitizPower's existing financial and business planning; or
(f) other changes in the performance-based regulations affecting the return of capital investments which will impact prospectively.

Any of the above events may result in lower margins for the affected businesses, which could adversely affect AboitizPower's results of operations.

For renewable assets, pricing is fixed by regulatory arrangements which operate instead of, or in addition to, contractual arrangements. To the extent that operating costs rise above the level approved in the tariff, the Business Units that are subject to regulated tariffs would bear the risk. During the life of a project, the relevant government authority may unilaterally impose additional restrictions on the project's tariff rates, subject to the regulatory frameworks applicable in each jurisdiction. Future tariffs may not permit the project to maintain current operating margins, which could have a material adverse effect on the Business Unit or the Group, financial condition, results of operations and prospects. Withholding of adjustment in feed-in-tariff rates for qualified plants under the portfolio of AboitizPower are risks that are being monitored and addressed through active stakeholder engagement with similarly situated developers and the ERC.

Regulatory issues related to the delivery of transmission assets owned by the NGCP in order to dispatch capacity from newly commissioned plants of AboitizPower are also being managed. AboitizPower continues to work with NGCP to minimize delay in the delivery of transmission assets as new plants begin commercial operations.

To anticipate and proactively respond to changes in regulations, the Regulatory Affairs and External Relations teams of AboitizPower constantly collaborates with the DOE and the ERC to work towards a sound and sustainable regulatory and policy environment. Similarly, the AboitizPower SHES Team keeps abreast with environmental laws and coordinates with DENR on matters pertaining to environmental compliance.

These teams, among others, actively participate in consultative processes and public consultations to provide feedback and positions on proposed laws and regulations. The company's participation likewise ensures that its interpretation of such laws and regulations is aligned with the regulators. This is done in cooperation with organized power industry groups such as the Philippine Independent Power Producers Association (PIPPA) and Philippine Electric Plant Owners Association (PEPOA). Regular dialogues are conducted with host communities, media, non-government organizations, and the academe, to educate and update various groups about the power industry.

AboitizPower has likewise transitioned its Legal Team to strategically focus on compliance and to continually align with the Aboitiz Group's overall compliance processes. The company is institutionalizing a compliance framework across the different business and corporate support units, and is formalizing compliance reporting requirements among the Group's compliance officers.

3. Financial

In the course of its operations, AboitizPower and its Subsidiaries are exposed to the following financial risks:

(a) Interest rate risks resulting from the increasing cost to borrow money as a result of inflation; and;
(b) Forex risks in terms of forex fluctuations that may significantly affect its foreign currency-denominated placements, transactions, and borrowings. This risk is currently driven by the global economic recession and geopolitical conflicts, given the impact it has on general currency markets; and the amount of natural hedge flows which may decline.

These risks constrain any expansion and growth projects. Furthermore, defaulting on existing loans and other financial obligations will consequently put the company's reputation at risk.

To address these risks, the company carries out regular monitoring of its cash position and at the same time maintaining good relationships with the banks. AboitizPower is implementing the Group's Financial Risk Management Framework, which is a collaboration of the Group Risk and Treasury teams and designed to ensure a consistent approach in identifying, assessing, quantifying, and mitigating financial risks across the Group.

4. Reputation

AboitizPower recognizes that its reputation is its single most valuable asset, a competitive advantage that allows the company to earn, maintain, and strengthen the trust of its stakeholders. The company knows that its reputation today took generations to build and sustain; hence, the need to protect and enhance it progressively is imperative.

Today's operating environment is characterized by increasing corporate governance standards, heightened public consciousness due to social media, and greater scrutiny from key stakeholders. Reputation risks result from the occurrence of, or failure to, mitigate other risks.

AboitizPower continues to strengthen stakeholder engagement activities with all its stakeholders, including its customers, employees, shareholders, lenders and insurers, regulators, host communities, and LGUs. One of the key engagement channels is ER 1-94 which allows host communities to reap financial benefits for their contribution to power plants situated in their localities. AboitizPower's assumption of the fund's administration functions has hastened fund remittance and utilization for local electrification, development and livelihood, and environment enhancement projects of host communities. Due to the COVID-19 pandemic, DOE Department Circular 2020-04-0008 dated April6, 2020 rationalized the utilization by host LGUs of ER 1-94 funds for COVID-19 response instead. As year-end 2021, the total available ER 1-94 funds have been released by the DOE and AboitizPower amounted to ₱714 mn, which was made available to the company's host beneficiaries to build isolation facilities and purchase relief goods, medical supplies or equipment, and COVID-19 testing kits and vaccines.

In 2022, AboitizPower continues to be recognized as a constituent company in the FTSE4Good Index Series for the fifth consecutive year. The company has managed to maintain its overall rating in the latest assessment with a score of 3.1. The FTSE4Good Index Series, created by global index provider FTSE Russell, measures the performance of companies demonstrating strong ESG practices.

The company's recent Corporate Sustainability Assessment by the highly regarded S&P Global has also shown marked improvements in its ESG performance. AboitizPower's score further increased from 44 in 2021 to 50 in the 2022 assessment, which also brings the company to the 76th percentile ranking in its global peer group. Key highlights include improvement in the Governance and Economic dimension by 6 points, driven mainly by its 2022 initiatives in innovation and supply chain management, and in the Social dimension by 7 points brought by its strong programs in human capital development, stakeholder engagement, philanthropy, and labor standards.

AboitizPower's recent Sustainalytics ESG Risk Rating coverage moved to the core framework from comprehensive. In consideration of the company's high ESG risk exposure and strong management, Sustainalytics views the Company to be at medium risk of material financial impacts driven by ESG factors giving AboitizPower a final risk rating of 28.6, a 14% decrease of risk rating from the previous year.

Meanwhile, the Company also improved its CDP Climate Change Report from D in 2021 to C in the 2022 assessment.

AboitizPower's Corporate Affairs continues to communicate and amplify AboitizPower's role in a sustainable energy transition for the country. This is being measured through the "Strategy" pillar of the ReputationID research, through the lens of how AboitizPower and its competitors perform in terms of demonstrating strong leadership, future direction, innovation, and authority in energy.

Moving forward, AboitizPower will continue to focus on addressing gaps in various risk areas of ESG. Furthermore, the company's growth strategy remains aligned with the energy trilemma of energy security, energy equity, and environmental sustainability, but will be characterized by a strategic shift from ensuring low-cost energy to also providing energy from more sustainable sources in the next decade.

5. Operations

The loss of, and/or damage to, facilities caused by natural calamities such as earthquakes, typhoons, and floods may result in significant business interruptions within AboitizPower. Interruptions may also be caused by other factors such as critical equipment breakdown, Information Technology (IT) and OT security breaches, fires and explosions, hazardous waste spills, workplace injuries and fatalities, terrorism, and other serious risks.

Planned maintenance and overall outage management of AboitizPower's generation facilities and its critical equipment and OT infrastructure and systems are governed by asset management standards based on global best practice. All of AboitizPower's generation facilities have achieved asset management certifications based on ISO 55001:2014 standard. Recently commissioned plants will also be lined up for certification.

On the other hand, distribution network availability and reliability targets have consistently been aligned with the performance bond standards set by the ERC as part of the Rules for Distribution Wheeling Rates (RDWR)

All Business Units have also achieved OSHAS 18001 certification, a British standard which is focused on controlling occupational health and safety hazards. AboitizPower companies are also transitioning to the ISO 45001 standard to drive a risk-based culture with more proactive approaches toward mitigating risks before they happen. To further reinforce industrial fire safety, annual in-house training program on Fixed Fire Fighting Systems of the U.S. National Fire Protection Association is conducted for operations, maintenance, and safety personnel.

Group insurance programs that leverage on the company's portfolio of generation and distribution assets, supported by risk modelling and quantification, are also in place and regularly reviewed. AboitizPower ensures that its Business Units have the right insurance solutions to achieve the optimal balance between retaining or transferring risks versus lowering the Total Cost of Insurable Risk. As such, business interruption insurance is procured to cover any potential loss in gross profits that may result from a major damage to critical assets. AboitizPower is embarking on a major initiative to look for alternative risk transfer strategies to optimize loss indemnity and risk retention.

Business Units periodically review, test, develop, update, and improve their business continuity plan (BCP) to ensure that they remain relevant with current business conditions, and address the uncertainties and issues faced by the company.

Some of these enhancements include: (a) typhoon preparedness; (b) regular emergency drills and simulation exercises on various scenarios related to other natural and man-made calamities; and (c) post-event evaluations to ensure that employees are able to respond effectively and safely as planned. AboitizPower is looking to expand business continuity strategies on a geographic regional scale for better coordination among several plants.

To further improve the existing BCM framework and practices, AboitizPower shifted from scenario-based approach to impact-based approach with the goal to achieve organizational resilience.

Other risks identified by AboitizPower include: Cyber and Information Security; Competition; Talent; Litigation; Pandemic; Project Delivery; and Emerging Risks. A more detailed discussion on these risks can be found on AboitizPower's Information Statement.

II. FINANCIAL SERVICES

Overview of the Business

Union Bank of the Philippines, originally known as Union Savings and Mortgage Bank, was incorporated in the Philippines on August 16, 1968. On January 12, 1982, it was given the license to operate as a commercial bank. UnionBank's common shares were listed on the PSE in June 1992 and shortly after, it was granted the license to operate as a universal bank on July 15, 1992. As of February 28, 2023, UnionBank's principal shareholders were AEV, the Social Security System of the Philippines (a government owned and controlled corporation that provides social security to workers in the private sector), and Insular Life Assurance Company, Ltd. (one of the leading and largest Filipino-owned life insurance companies in the Philippines).

UnionBank was among the first Philippine banks to embrace technological innovations to empower its customers. It embraces the future of banking and is committed to becoming the Philippines' leading digitally-transformed bank to best serve the growing needs of Filipinos everywhere. It distinguishes itself through technology and innovation, unique branch sales and service culture, and centralized backroom operations. The Bank leverages technology and its agile culture to meet the customers' changing and diverse needs and continuously enhance customer experience. Its unique branch sales and service culture ensure efficient and quality service as well as mitigates operational risk. The Bank's distinct centralized backroom operations enable it to provide responsive, scalable, and secure transaction processing.

UnionBank's clientele encompasses retail, middle-market, and corporate customers, as well as major government institutions. UnionBank believes that its use of technology, marketing strategies, and operational structure have enabled it to capture and secure a loyal customer base and achieve high levels of efficiency and productivity.

Over the years, UnionBank has been recognized for its digital transformation efforts and has also received a significant number of awards, including: "Asia Trailblazer Institution of the Year" from Retail Banker International; "Best Digital Bank in Southeast Asia 2022" from Capital Finance International; back-to-back "Best Bank for Customer Experience in Southeast Asia" from Global Brands Magazine; "Best Bank Transformation in South East Asia 2021" from Global Banking and Finance; 5-Time "Digital Bank of the Year (2018-2022)" from The Asset Triple A; "Most Recommended Retail Bank in Asia Pacific 2021" from BankQuality.com; "Fastest Growing Fintech Company, South East Asia 2021" for UBX from Global Banking and Finance; "Best Bank for ESG 2022" from Asiamoney; 3-time "Best Retail Bank in the Philippines" from The Asian Banker; back-to-back "Best Bank for SMEs" (2020-2021) from Asiamoney; "SME Bank of the Year - Philippines 2021" from Asian Banking and Finance; back-to-back "#1 Best Service Domestic Bank in the Philippines 2020-2021" at the Asiamoney Cash Management Survey; "Asia's Best Bank Transformation" from Euromoney; "Asia-Pacific Retail Bank of the Year" from Retail Banker International; "Top 2 Most Helpful Banks in Asia Pacific during COVID-19" from BankQuality.com; 3-time "Best Digital Bank Philippines" from Asiamoney and International Finance Magazine; and "Employer of the Year" awards from Stevie Awards for Great Employers, Asian Banking and Finance, and HR Asia.

As of February 28, 2023, UnionBank's key Subsidiaries and Affiliates include:

(i) City Savings Bank, Inc., (CSB), a thrift bank that has ownership interests in various financial institutions together with UBP Investments Corporation (UIC), including: a) First Agro Industrial Rural (FAIR) Bank, b) Bangko Kabayan Private Development Bank (Bangko Kabayan), c) Progressive Bank, Inc. (PBI), and d) Petnet. Inc. (PETNET);

(ii) UIC a holding company with the following Subsidiaries: a) First Union Plans, Inc. (FUPI), b) First Union Direct Corporation (FUDC), and c) First Union Insurance and Financial Agencies (FUIFAI);

(iii) UBX PH, the Bank's innovation and technology company with ownerships in a holding company UBX Private Limited and Shiptek Solutions Corporation; and

(iv) UnionDigital, the Bank's digital banking arm licensed by the BSP and started commercial operations on July 18, 2022.

On June 23, 2021, the Bank issued a seven-year US Dollar-denominated Social Bond (the "Social Bond") amounting to US$150 mn with the International Finance Corporation (IFC) as sole investor. The proceeds of the Social Bond were allocated exclusively to qualified micro, small, and medium enterprises (MSME) loans that are screened against IFC's eligibility criteria and exclusion list. The issuance of the Social Bonds is part of the Bank's recognition and commitments to the United Nations Sustainable Development Goals, particularly on employment, the objective of Decent Work and Economic Growth. The social bonds carry an interest rate of 1.15% and are unsecured.

In July 2021, the BSP granted a digital banking license to UnionDigital. It is the only digital bank established by a universal bank among the six licensees approved by the BSP. UnionDigital was incorporated in November 2021 and started commercial operations on July 18, 2022. It is UnionBank's foray to penetrate the larger untapped retail segment in the country in a purely digital and cost-effective manner.

On October 24, 2021, the BSP approved the amendment to UnionBank's Articles of Incorporation whereby the authorized capital stock increased from ₱23.1 bn to ₱35.3 bn, divided into 2.5 billion common shares at par value of ₱10.00 and 100 million preferred shares at par value of ₱100.00. UnionBank, likewise, obtained BSP approval for the payment of 25% stock dividends, to comply with the required 25% subscription of the increase in authorized capital stock.

In December 2021, the Bank entered into a Share and Business Transfer Agreement with the subsidiaries of Citigroup Inc. ("Citi") to acquire Citi's consumer banking in the Philippines. The transaction includes Citi's credit card, personal loans, wealth management, and retail deposit businesses. The acquisition also includes Citi's real estate interests in relation to Citibank Square in Eastwood City located in Bagumbayan, Quezon City, three full-service bank branches, and five wealth centers. UnionBank's acquisition of Citi was approved by the BSP on July 18, 2022, and UnionBank became the legal owner of the business beginning August 1, 2022. The deal brought in almost 1 million new customers and ₱98.1 bn in total assets, ₱68.5 bn in loans and ₱67.1 bn in deposits. The acquisition is expected to accelerate UnionBank's objective of becoming a "Great Retail Bank" given Citi's market leadership in the credit cards, personal loans, and wealth management business segments.

In May 2022, UnionBank raised ₱40 bn through a stock rights offering, with approximately 617.2 million common shares priced at ₱64.81 per share. The proceeds from the offering were deployed to partially fund the acquisition of the Citi consumer banking business.

On June 2, 2022, UnionBank successfully issued the first-ever digital peso bonds in the Philippines, raising an aggregate size of ₱11 bn under its ₱39.0 bn bond program. UnionBank is the pilot user of PDTC's Proof of Concept Digital Registry & Digital Depository that uses Distributed Ledger or Blockchain Technology for registry and depository operations. The bonds, which have a tenor of 1.5 years and a fixed rate of 3.25% per annum, are listed on the PDEx for trading in the PDEx Fixed Income Market.

On November 25, 2022, UnionBank raised US$358 mn from a three-year syndicated loan with 15 lenders. Due to positive market feedback, the size was raised from the original launch size of US$150 mn. The proceeds will be used to refinance UnionBank's maturing US$ loans and existing US$ bonds, and fund its general corporate purposes.

UnionBank announced another stock rights offering in December 2022 for approximately 210.97 million shares for ₱56.88 each. The proceeds amounting to approximately ₱12 bn are mainly for the expansion of Bank's loan portfolio and for infusion into its digital banking arm, UnionDigital. The new shares were listed in the PSE was on February 06, 2023.

As of the year ended December 31, 2022, UnionBank registered consolidated net profit of ₱12.7 bn, total consolidated resources of ₱1.093 trillion, total loan portfolio of ₱480 bn, and total deposits was ₱711 bn.

For the period ended December 31, 2022, Tier 1 capital adequacy ratio was 11.3% while total capital adequacy ratio was 13.0%. Tier 1 capital adequacy ratio is determined by dividing total qualifying Tier 1 capital by total risk-weighted assets. Total capital adequacy ratio is determined by dividing total qualifying Tier 1 and Tier 2 capital by total risk-weighted assets. Both Tier 1 and total capital adequacy ratios are computed using Basel 3 standards adopted by the BSP.

(i) Products and Services

UnionBank offers a broad range of products and services, which include deposit and related services, consumer finance (comprising credit card services, mortgage and auto loans, and personal/salary loans), corporate banking, commercial banking (comprising middle-market banking), micro, small and medium-sized enterprises (MSME) banking, cash management, trust and investment services, treasury products distribution, funding and trading (involving management of UnionBank's liquidity and funding requirements and handling of transactions in the financial markets covering foreign exchange, fixed income trading and investments, and derivatives).

In addition, UnionBank has a private banking unit that offers estate planning solutions and a global and diversified multi-asset fund to its high-net-worth and ultra-high-net-worth clients through its partnership with Lombard Odier & Co., a Swiss global wealth asset manager, and various life insurance products through its bancassurance partnership with Insular Life.

CitySavings offers salary loans to public school teachers under the DepEd's Automatic Payroll Deduction System (APDS) and to other government employees. The guidelines for the grant of salary loans to public school teachers are set out in a memorandum of agreement between the DepEd and City Savings. In 2016, CitySavings launched its Pensionado loans for GSIS and SSS pensioners. In 2019, CitySavings entered the motorcycle financing market through its acquisition of PR Savings Bank and it has substantially expanded its motorcycle loan business. It has also expanded its salary loan clientele to include employees of state and private schools, companies and government institutions. CitySavings' other thrift and rural bank subsidiaries also offer basic deposit and lending services which range from individual to MSME loans. On the other hand, PETNET, more widely known by its retail brand name PERA HUB, offers a variety of cash-based services including remittance, currency exchange and bills payment.

UBX, the Bank's tech and innovation company, aims to be the leading open financial platform in the country through embeddable finance and data solutions. The aggregation of its various solutions into one comprehensive platform enables UBX to be a one-stop-shop for various clients. These solutions include (i) banking-as-a-service via i2i, (ii) payments via BUX, (iii) lending via SeekCap, (iv) online shop builder for E-Commerce via Sentro, and many more. UBX also offers technological services to clients such as app and blockchain development, as well as enabling and investing in technology startups. UBX also owns and operates a number of other digital platforms and fintech products that are relatively new including an open finance platform called xpanse, a money management mobile application named Vinne, an innovative embeddable insurance platform called Assured and a next-generation blockchain-based identity verification solution named AKIN.

UnionDigital is UnionBank's digital banking arm, and the only digital bank established by a private universal bank and licensed by the BSP. It is UnionBank's vehicle to tap the large unbanked and underbanked segments. By leveraging state-of-the-art back-end infrastructure to onboard customer communities, UnionDigital is expected to help accelerate UnionBank's growth aspirations and bring about inclusive prosperity to more Filipinos. UnionBank envisions developing UnionDigital into a one-stop fully-fledged financial services marketplace offering digital saving and lending, payments, insurance, micro investment, digital assets, and other value-added services. This wide product suite covers comprehensively the needs of both the unbanked and underserved communities and tech savvy generation, spanning all five financial seasons from spending, saving, investing, protecting to borrowing, and extending beyond the traditional products to alternatives.

(ii) Distribution Methods

UnionBank primarily services its clientele through its well-trained relationship managers, as well as its strong digital footprint, including its website (*www.unionbankph.com*), its mobile/online banking apps, customer service chatbot, and various digital platforms. Its digital channels are complemented by strategically-located branch networks, partner outlets, ATMs, as well as a Customer Engagement Group that takes up voice and non-voice customer service-related concerns.

Relationship Managers	UnionBank's salesforce is trained to have expertise regarding the Bank's solutions-based financial services and are equipped with tools (e.g., MAX 5.0) that allow them to service clients remotely and enhance productivity. UnionBank's Relationship Managers and Financial Advisors are also licensed by the Insurance Commission to provide customers with bancassurance products.
Branch Network	UnionBank (the Parent Bank) has 198 branches strategically located within and outside Metro Manila to maximize visibility and expand customer reach. This includes UnionBank's digital and paperless branches called Arks which allow for straight-through processing of transactions over-the-counter or via self-service machines, and at the same time, houses branch ambassadors for product discovery and advisory services. Meanwhile, PETNET has over 3,500 locations nationwide which offers a variety of cash and payment-related services, including remittance, currency exchange, bills payments, and many more. In 2020, the Bank introduced Agency Banking cash deposit capability through its partnership with 7-Eleven and ECPay (RD Pawnshop, Tambunting, Czarina Foreign Exchange, LCC, etc.) to expand to 14,000 banking touchpoints nationwide. UnionBank's presence nationwide is also expanded through the physical network of its Subsidiaries which include CitySavings (149 branches), FAIRBank (11 branches mainly in Visayas), Bangko Kabayan (24 branches mainly in Luzon), and Progressive Bank (3 branches in Visayas).
ATM Networks	UnionBank and its Subsidiaries' network of 497 ATMs as of December 31, 2021, supplements its branch network in providing 24-hour banking services to its customers. In addition, UnionBank's interconnection with the Bancnet ATM consortium, allows its cardholders access to thousands of ATMs nationwide.
Call Center	UnionBank's 24-hour call center, managed by its Customer Engagement Group (CEG), handles customer relationships and care, catering to deposit and card product queries, among others. CEG utilizes a mix of

	voice and non-voice platforms (email, website, social media, etc.) as customer touch points. In handling customer complaints, it adheres to certain service-level agreements such as feedback or resolution of ATM-related concerns within five banking days and redelivery of card within Metro Manila after five days. Customer complaint handling is continuously improved through resolution tracking. UnionBank is currently enhancing other enabling channels capable of digital self-servicing and extended reach. The Customer Engagement Group is composed of the following units; (1) 24x7 Inbound Voice Customer Service; (2) Digital Engagement; (3) Business Support; (4) Quality Assurance and Training; and (5) Performance Management Support.
Customer Service Chatbot	UnionBank's *"Rafa"* is the country's first banking chatbot that delivers instant 24/7 customer service. Rafa is accessible through Facebook messenger. It can answer customer queries on, among others, the nearest ATM and branch, providing the latest foreign exchange rate of up to ten currencies, assisting customers who are exploring auto loans, and giving customers options to choose the credit card that best suits them. It is also capable of assisting in processing account opening and loan applications. UnionBank believes that *Rafa* provides a more personal and conversational customer experience compared to the interactive voice response or auto reply forms.
Mobile and E-Banking	UnionBank Online, launched in August 2017, is the online and mobile banking platform for UnionBank's retail customers. It is designed with an omni-channel user experience wherein the same look and feel applies to different touchpoints (websites and mobile applications), operating systems (Android or IOS) and device types. UnionBank Online enables UnionBank's customers to perform account management and banking transactions such as account opening, deposit checks, fund transfer, bill payment without visiting a branch or contacting UnionBank's call center. Customers may log in through fingerprint authentication, apart from password login. Customers can use UnionBank Online to send money to over 10,000 cash outlets nationwide and deposit checks simply by taking a photo with the application. It also enables real-time account opening via a digital application and thus facilitates customer onboarding process. UnionBank was the first Philippine universal bank to introduce such a function in the Philippines in 2019. UnionBank also introduced the upgraded version of its cash management platform for corporates called *"The Portal"*. It is a fully featured application which enables, among others, single sign-on for customers with multi-org access, real-time fund transfers and setting up business approval steps. It helps customers' merchant acquisition, account management and lending activities. As of December 31, 2022, The Portal served 36,402 clients, an increase from 7,142 clients as of December 31, 2019. The Portal facilitated an average of 1.9 million transactions per month in 2022, a significant increase from 48,000 transactions in December 2019. UnionBank also launched a cash management platform for MSME clients called MSME Business Banking in 2021. Its features include digital account opening for savings and checking account, mobile check

	deposit, local and international fund transfers, bills payment, payment gateway, and many more to help MSMEs manage financial operations. UnionBank also launched "UPAY" in 2021, an integrated payment acceptance hub for SME customers to support collection of funds through various payment channels including UnionBank Online, Gcash and GrabPay, over the counter, and debit and credit cards. In addition, UnionBank has launched "E-commerce Payment Gateway" with API connectivity via websites and mobile applications to enable merchants to accept major credit cards and alternative payment methods to support their customers' buying behavior and to deliver a cross-channel experience. Recurring customers could experience faster and more convenient payments by securely tokenizing payment credentials.
EON	EON was the first electronic money product in the Philippines with a "selfie banking" feature which employs facial recognition for account opening. UnionBank has merged the EON digital accounts into UnionDigital's system and EON account holders have become customers of UnionDigital. The EON brand was first launched in 1999, and then re-launched in 2017 by UnionBank as its first digital bank account specially designed for tech savvy customers, mostly e-gig practitioners and e-commerce entrepreneurs.
UnionDigital	UnionDigital, the Bank's new digital banking arm, aims to provide low-cost digital banking services and make banking accessible to unbanked and underserved Filipinos. Its mobile app serves as a one-stop fully fledged platform offering community-based financial services. UD utilizes data analytics and machine learning in order to enhance cybersecurity and risk management.
UBX	UBX owns and operates four key digital platforms. First, "i2i" whose name refers to "island-to-island, institution-to-institution, individual-to-individual" is a fast-growing agency banking network and banking as a service solution provider that connects rural banks and non-banking financial institutions to each other and to the nation's financial networks while providing a digital transformation package for these institutions including core banking technology and digital banking channels, powered by blockchain technologies; Second, "Sentro," a homegrown eCommerce shop builder in the Philippines, with pre-integrated payment gateway and delivery services, is an online business-to-business marketplace for the MSME ecosystem, with business solutions to include BUX; Third, "BUX," is a fast-growing payment gateway for e-commerce in the Philippines, and an all-in-one payment platform which enables end-to-end payments. Merchants of all sizes can accept various forms of payments including over-the-counter, online banking, cash on delivery, e-wallets, installments as well as debit and credit cards. BUX has launched universal QR payments enabling merchants to accept payment with a scan from their customers' mobile devices. BUx also enables merchants to offer options of payment by installment and buy-now-pay-later. BUX was awarded "Best Digital Payment Facilitator – Philippines for 2021" by Global Brands Magazine. Lastly, "SeekCap" is a digital lending marketplace for MSMEs in the Philippines that offers fast and affordable financing options including

	same-day approvals and leverages blockchain technology. SeekCap studies customer behavior patterns by using alternative data such as digital platform usage and geographical metadata, making it possible for MSME borrowers to qualify for loans compared to just looking at traditional credit factors. UBX also invested in Shiptek Solutions Corporation to embed financial solutions into its shipping and logistics platform, XLOG. UBX also owns and operates a number of other digital platforms and fintech products including the below, among others. These are relatively new products and UnionBank is building momentum on their usage: "xpanse," an open finance platform that enables banks, fintechs and startups to build new financial solutions through APIs and enables customer-controlled data sharing across hundreds of member institutions in the Philippines. "Vinne," a money management mobile application powered by blockchain technologies, giving access to decentralized finance applications; "Assured," an innovative embeddable insurance platform which business partners can embed into their platforms through APIs and embeddable user experience, and thus make their products accessible to consumers who have been previously underserved. Through Assured, insurance options are presented as a value-added feature in everyday experiences such as online shopping. Offerings are context-based. Examples of offerings include personal accident insurance at bill payment, item loss and delivery failure protection on e-commerce platforms, and insurance coverage embedded to MSMEs' activities such as inventory management and payroll processing. UBX partners with insurtechs and selected companies to increase insurance penetration rate; and "AKIN," a next-generation blockchain-based identity verification solution. In the AKIN management system, verified digital identities are shared across the platform for smoother and frictionless transactions such as leasing, loaning, and banking.
Other Platforms and Digital Channels	UnionBank's thrust for digital transformation prompted it to launch digital platforms and channels intended to deliver several products/services to various customer segments. UnionBank launched "GlobalLinker," a virtual B2B community and network platform for SMEs, and UnionBank has partnered with Lazada by signing a memorandum of agreement on March 10, 2022, according to which the sellers at "GlobalLinker" and Lazada will be able to sell products at the other site, respectively. UnionBank also launched "Financial Supply Chain", a blockchain-powered platform for supply chain financing and transactions, for corporate clients and their ecosystem of suppliers and dealers. UnionBank established the "Bonds.PH" application which facilitates blockchain-enabled distribution of sovereign retail treasury bonds in the Philippines. CitySavings also utilizes its own app for its Department of Education teacher community called "Loan Ranger Mobile" for account

	management and grant of reloans to accelerate the onboarding of teachers for faster turnaround and growth of loans. This complements the salesforce who are focused on searching for new leads and expanding in new regions.

(iii) Competition

The Bank faces competition in all its principal areas of business. Philippine domestic and foreign banks are the Bank's main competitors, followed by finance companies, mutual funds and investment banks. Currently, the industry is dominated by the four largest universal banks, each with over ₱2 trillion in assets: BDO Unibank, Inc. (BDO), Land Bank of the Philippines (LBP), Bank of the Philippine Islands (BPI) and Metropolitan Bank and Trust Co (MBT). These banks have greater financial and other capital resources, and greater market share than UnionBank. Moreover, as a publicly-listed bank, UnionBank also monitors its performance against the ten largest publicly-listed universal banks in the country.

Based on preliminary data of BSP as of December 31, 2022, there were a total of 45 domestic and foreign universal and commercial banks operating in the Philippines, with total assets of ₱21.7 trillion, total loan portfolio (inclusive of Interbank Loans and RRPs) of ₱11.4 trillion, and total deposits of ₱16.8 trillion. Among the universal banks, there are 13 private domestic universal banks, six branches of foreign universal banks and three government-controlled universal banks. On the other hand, the commercial banks comprise three private domestic commercial banks, 18 branches and two subsidiaries of foreign commercial banks. While mergers, acquisitions, and closures reduced the number of industry players, the entry of foreign banks under new and liberalized banking laws and regulations resulted in the growth of the number of universal and commercial banks. Corporate lending remained competitive resulting in even narrower spreads especially under a low interest rate environment. Pockets of growth were, however, seen in the middle corporate market, SMEs, and consumer segments.

The Bank also faces competition from financial technology firms and non-financial firms. In particular, non-financial firms pose a challenge to Philippine banks by offering digital products such as mobile payments or online services. Financial technology firms utilize software to provide financial services, and disrupt existing financial systems and corporations that rely less on software by offering faster, more convenient, and more efficient ways of transacting. In addition, purely digital financial technology or non-financial firms have no branches and thus have lower costs. The Bank seeks to gain a competitive advantage by continuing to implement its digital transformation strategies.

Amidst this operating environment, UnionBank leverages on its competitive advantages anchored on its use of superior technology, its unique sales and service culture, and centralized backroom operations, as well as its digital transformation roadmap geared towards strengthening its present business by repositioning itself into a digitally-transformed universal bank that achieves scale in a cost-efficient manner, while preparing for a future when embedded or decentralized banking becomes the dominant business model, all anchored on technology as the enabling factor.

(iv) Major Customers

The Financial Services Group's businesses are not dependent upon a single customer or a few customers that a loss of anyone would have a material adverse effect on the performance of its sales and distribution. It has no single customer that is expected to account for 20% or more of the group's total sale of goods and services.

(v) Patents, Copyrights, and Franchises

UnionBank owns, or has pending applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. Please refer to **Annex "B-3"** to see the trademark applications which UnionBank has filed with the Philippine IPO.

(vi) Government Approvals

The BSP, SEC, Philippine Deposit Insurance Corporation (PDIC), PSE, and the BIR are the primary regulatory agencies that issue and enforce rules, regulations and guidelines relevant to the Bank's activities.

UnionBank ensures that its products, services and systems have the necessary regulatory approvals and are in compliance with existing rules prior to launch and continue to be compliant with prescribed rules and regulations.

(vii) Effect of Existing or Probable Government Regulations

Keeping abreast of regulations affecting the business

As a banking institution, UnionBank adheres to the provisions of the General Banking Law of 2000 (Republic Act No. 8791), as amended, and the regular issuances by the BSP as embodied in its Manual of Regulations for Banks (MORB). The regulatory issuances of the SEC, PDIC, PSE, PDEx, BIR, and other regulatory bodies are likewise monitored constantly for new developments.

Regulations on Digital Banks

The BSP has given digital banks a distinct classification. Digital banks offer financial products and services that are processed end-to-end through a digital platform and/or electronic channels without any physical branch or sub-branch or branch-lite unit offering financial products and services. On December 2, 2020, the BSP issued BSP Circular No. 1105 which provides the guidelines on establishment of digital banks. While digital banks have no physical branch or sub-branch or branch-lite unit, digital banks are required to maintain a principal or head office in the Philippines to serve as the main point of contact for stakeholders, including the BSP and other regulators. Pursuant to the accelerated digitalization in the financial industry, the BSP issued Memorandum No. M-2022-016 on March 22, 2022, which provides the controls and processes supporting the operation, connectivity, and endpoint security of Application Programming Interface (API) and the good practices for API management.

As per existing BSP regulations, digital banks are required a minimum capital of ₱1 bn and are subject to the reportorial requirements under the Basel III risk-based capital as may be prescribed by the BSP. The reserve requirement ratios of digital banks under the MORB are as follows: (a) 8% against for demand deposits, savings deposits (excluding basic deposit accounts), time deposits and deposit substitutes, negotiable CTDs, Peso deposits lodged under due to foreign banks, Peso deposits lodged under due to head office/branches/agencies abroad (Philippine branch of a foreign bank), NOW accounts, long-term non- negotiable tax-exempt CTDs; (b) 3% against bonds; and (c) 0% against basic deposit accounts. Moreover, the equity investment of a digital bank in any single enterprise must be less than 50% of the voting shares in that enterprise.

UnionBank complies with the regulations imposed by the Monetary Board on Digital Banks.

Anti-Money Laundering Laws and Know Your Customer Procedures

UnionBank complies and is consistent with the provisions of Republic Act No. 9160, as amended by Republic Act Nos. 9194, 10167 and 10365, otherwise known as the "Anti-Money Laundering Act of the Philippines," and other pertinent laws, rules, regulations, and circulars issued by the BSP, SEC and other regulatory agencies of the Philippines, including the Anti-Money Laundering Council (AMLC) and the Financial Action Task Force (FATF) on Money Laundering. UBP adheres to the Anti-Money Laundering (AML) laws and regulations that include the Know Your Customer (KYC) rules and customer due diligence at the inception of the bank-client relationship until its termination.

The Bank employs a third-party tool for screening customers during onboarding, subsequently, whenever there are updates to the sanctions and negative files and during periodic account reviews. A real-time transaction screening system is used to clear all transactions that pass through the SWIFT network. In July 2019, the Bank upgraded its AML system through the deployment of an internally

developed, highly intuitive, and more flexible transaction monitoring and reporting system. In 2020, an in-house developed screening portal replaced the previous tool to assist in the namescreening of clients against the lists of sanctioned individuals and organizations, and persons convicted of AML predicate crimes, among other negative information.

Customer due diligence remains robust through documentation and upgrading of client information, understanding of client activity, review of customer risk rating, identification of ultimate beneficial owners, and obtaining senior management approval, where warranted.

Finally, on an annual basis, UnionBank, through its Compliance and Corporate Governance Office (CCGO), provides formal AML training to the members of the Board of Directors, Senior Management, and its Branches. In coordination with the HR Group, CCGO deploys the AML e-learning refresher module to all bank employees; while Operations and Sales personnel are apprised of new BSP requirements during Compliance roadshows held throughout the year.

Capital Adequacy

Per existing BSP regulations, the combined capital accounts of each commercial bank should not be less than an amount equal to 10% of its risk assets. Risk assets consist of total resources after exclusion of cash on hand, due from BSP, loans covered by holdout on or assignment of deposits, loans or acceptances under letters of credit to the extent covered by margin deposits and other non-risk items as determined by the Monetary Board of the BSP.

(viii) Cost and Effects of Compliance with Environmental Laws

Compliance with environmental laws increases a company's operational costs, though in most cases the costs are only a small fraction of a firm's total costs. For financial institutions like UnionBank, relevant environmental laws and regulations require the appointment of Pollution Control Officers, Managing Heads, installation of pollution control equipment, and incorporation of sustainable practices in the Bank's operational processes. Compliance with these requirements has minimal effect on the Bank's operational cost and productivity.

Environmental laws influence the Bank's concept in designing its offices to ensure compliance as provided by relevant regulatory agencies. Compliance with the environmental laws has benefitted the organization in terms of illnesses averted through reduction of airborne particulates, hazardous waste disposal, and water potability. There were no reported incidents of non-compliance with environmental laws and regulations.

In addition, UnionBank has entered into partnerships with Plastic Bank and Humble Sustainability to recycle, upcycle, and recover plastic wastes and non-hazardous wastes as part of the Planet pillar and Inclusive Prosperity focus area of the Bank's sustainability program.

Finally, UnionBank is in the process of renewing its partnership with Globe Telecoms to dispose of electronic waste via the One Phone program, where the bank collects old and unused electronic gadgets and equipment so they may be properly handled and avoided being dumped in landfills.

(ix) Major Risk/s Involved in the Business

Risks particular to the Financial Services Group are as follows:

UnionBank's ability to identify, assess, monitor and manage risks inherent in its business is anchored on the quality and timeliness of available industry and internal risk data

UnionBank, through its Enterprise Risk Management Group, monitors all risk exposures which include, among others, credit risk, market risk, operational risk, operational risk, liquidity risk, and IT risk. The effectiveness of UnionBank's risk management, particularly on the management of credit risk which is inherent in its core businesses, is bounded by the quality and timeliness of available data in the Philippines as well as internal risk data in relation to different factors such as, but not limited to, the

proposed borrowers' credit history, loan exposures with other financial institutions and other external and market factors affecting overall credit. Insufficient or inaccurate risk and financial data and limitations of UnionBank's risk management systems, if any, may result in UnionBank granting loans that may expose UnionBank to significant credit risk, taking positions that may expose UnionBank to market and liquidity risks, or undertaking business activities that may result in operational, IT and other material risks.

Procedures to identify and assess the aforementioned risks are embedded in the Bank's various processes, including but not limited to, KYC procedures, loans evaluation, and underwriting and due diligence procedures. The group maintains a prudent risk management strategy to ensure its soundness and profitability. Strategies and limits are reviewed regularly and updated to ensure that risks are well-diversified and risk mitigation measures are in place. A system for managing and monitoring risks is in place so that all relevant issues are identified at an early stage and appropriate actions are taken on a timely basis. Risk reporting is done on a regular basis, either monthly or quarterly.

UnionBank may face increasing levels of non-performing loans ("NPLs"), provisions for impairment losses and delinquencies in its credit card portfolio, which may adversely affect UnionBank's business, financial condition, results of operations, and capital adequacy

UnionBank plans to continue to expand its SMEs and consumer loan operations, such as credit card services, mortgage loans, and salary loans. Such expansion plans will increase UnionBank's exposure to SMEs and consumer debt, and volatile economic conditions in the Philippines may adversely affect the future ability of UnionBank's borrowers, including SMEs and individual borrowers, to meet their obligations under their indebtedness and, as a result, UnionBank may experience an increase in the levels of NPLs and provisions for impairment losses in the future.

Volatile economic conditions in the Philippines, including volatile exchange and interest rates, may adversely affect many of UnionBank's customers, causing uncertainty regarding their ability to fulfill obligations under UnionBank's loans and significantly increasing UnionBank's exposure to credit risk. These and other factors could result in an increased number of NPLs and delinquencies in UnionBank's loan portfolio in the future. Any significant increase in UnionBank's NPLs or delinquencies in UnionBank's loan portfolio would have a material adverse effect on its business, financial condition, results of operations, and capital adequacy.

The aforementioned risk is managed through strategies, policies, and limits that are approved on the Board level and in line with the Bank's risk appetite. The Bank has a well-structured and standardized credit approval process and credit scoring system for each of its business and/or product segments to assess the inherent risks. Business units are held accountable for all the risks and related returns and ensure that decisions are consistent with business objectives and risk tolerance.

UnionBank may be unable to recover the assessed value of its collateral when its borrowers default on their obligations, which may expose UnionBank to significant losses

UnionBank's secured loans have, historically, represented a significant portion of UnionBank's total loans. There can be no assurance that the collateral securing any particular loan will protect UnionBank from suffering a partial or complete loss if the loan becomes non-performing. The recorded values of UnionBank's collateral may not accurately reflect its liquidation value, which is the maximum amount UnionBank is likely to recover from a sale of collateral, less expenses of such sale. There can be no assurance that the realized value of the collateral would be adequate to cover UnionBank's loans.

In addition, some of the valuations in respect of UnionBank's collateral may also be out of date or may not accurately reflect the value of the collateral. In certain instances, where there are no purchasers for a particular type of collateral, there may be significant difficulties in disposing of such collateral at a reasonable price. Any decline in the value of the collateral securing UnionBank's loans, including with respect to any future collateral taken by UnionBank, would mean that its provisions for credit losses may be inadequate and UnionBank may need to increase such provisions. Any increase in UnionBank's provisions for credit losses could adversely affect its business, its financial condition, results of operations, and capital adequacy.

Furthermore, UnionBank may not be able to recover in full the value of any collateral or enforce any guarantee due, in part, to difficulties and delays involved in enforcing such obligations through the Philippine legal system. To foreclose on collateral or enforce a guarantee, banks in the Philippines are required to follow certain procedures specified by Philippine law. These procedures are subject to administrative and bankruptcy law requirements which may be more burdensome than in certain other jurisdictions. The resulting delays can last several years and lead to the deterioration in the physical condition and market value of the collateral, particularly where the collateral is in the form of inventory or receivables. In addition, such collateral may not be insured. These factors have exposed, and may continue to expose, UnionBank to legal liability while in possession of the collateral. These difficulties may significantly reduce UnionBank's ability to realize the value of its collateral and therefore the effectiveness of taking security for the loans it makes. UnionBank initially carries the value of the foreclosed properties at the lower of loan exposure or fair value of the properties at the time of foreclosure. Subsequently, the foreclosed properties are carried at the lower of the amount initially recognized or the fair value less cost to sell. While UnionBank, at each balance sheet date, provides for impairment losses on its foreclosed properties in accordance with PFRS, it may incur further expenses to maintain such properties and to prevent their deterioration. In realizing cash value for such properties, UnionBank may incur further expenses such as legal fees and taxes associated with such realization. There can be no assurance that UnionBank will be able to realize the full value, or any value, of any collateral on its loans. In realizing cash value for such properties, UnionBank may incur further expenses such as legal fees and taxes associated with such realization. There can be no assurance that UnionBank will be able to realize the full value, or any value, of any collateral on its loans.

Lending policies, including on collaterals, are reviewed regularly to align with market developments. Collaterals, both for current and repossessed loans, are appraised periodically.

UnionBank's provisioning policies, which are based on Philippine Financial Reporting Standards expected credit loss standards and on other relevant Philippine regulations, may be more or less stringent than those in other countries

The level of loan loss provisions that UnionBank recognizes are aligned with the PFRS 9 accounting standard. Subjective determinations of significant change in credit risk may increase the variation of application of such policies and affect UnionBank's results of operations. Moreover, regulations of the BSP require that Philippine banks classify loans into several categories corresponding to various levels of credit risk as follows: pass, loans especially mentioned, substandard, doubtful, and loss. These are considered in PFRS 9 expected credit loss stage determination, in addition to BSP Circular No. 941. Generally, the classification of loans depends on a combination of qualitative and quantitative factors, such as the number of months that payment is in arrears. Periodic examination by the BSP of these classifications in the future may also result in changes being made by UnionBank to such classifications and to the factors relevant thereto.

The BSP requirements in certain circumstances may be less or more stringent than those applicable to banks in other countries and may result in particular loans being classified as non-performing later or earlier than would be required in such countries or being classified in a category reflecting a lower or higher degree of risk. As a result, the amount of UnionBank's NPLs, as well as reserves, may be lower or higher than what would be required if UnionBank was located in such countries. Further, if UnionBank changes its provisioning policies to become more in line with international standards or practices or otherwise, UnionBank's results of operations may be adversely affected.

Certain accounting standards, including the PFRS 9 expected credit loss standards, have been adopted by the Bank to obtain unbiased and probability-weighted amount which is determined by evaluating a range of possible outcomes, the time value of money, and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions with the objective of recognizing lifetime losses on all financial instruments which have experienced a significant increase in credit risk since their initial recognition. These assumptions are reviewed and updated at least monthly.

UnionBank is subject to credit, market and liquidity risk which may have an adverse effect on its credit ratings and it's cost of funds

To the extent any of the instruments and strategies UnionBank uses to manage its exposure to market or credit risk is not effective, UnionBank may not be able to mitigate effectively its risk exposures, in particular to market environments or against particular types of risk. UnionBank's balance sheet growth will be dependent upon economic conditions, as well as upon its determination to securitize, sell, purchase or syndicate particular loans or loan portfolios. UnionBank's trading revenues and interest rate risk exposure are dependent upon its ability to properly identify and mark to market the changes in the value of financial instruments caused by changes in market prices or rates. UnionBank's earnings are dependent upon the effectiveness of its management of migrations in credit quality and risk concentrations, the accuracy of its valuation models and its critical accounting estimates and the adequacy of its allowances for credit losses. To the extent its assessments, assumptions or estimates prove inaccurate or not predictive of actual results, UnionBank could suffer higher than anticipated losses. The successful management of credit, market and operational risk is an important consideration in managing its liquidity risk because it affects the evaluation of its credit ratings by rating agencies. A failure by UnionBank to effectively manage its credit, market and liquidity risk could have a negative effect on its business, financial condition and results of operations.

A downgrade of UnionBank's credit rating could have a negative effect on its business, financial condition and results of operations

In the event of a downgrade of UnionBank by one or more credit rating agencies, UnionBank may have to accept terms that are not as favorable in its transactions with counterparties, including capital raising activities, or may be unable to enter into certain transactions. This could have a negative impact on UnionBank's treasury operations and also adversely affect its financial condition and results of operations. Rating agencies may reduce or indicate their intention to reduce the ratings at any time. The rating agencies can also decide to withdraw their ratings altogether, which may have the same effect as a reduction in its ratings. Any reduction in UnionBank's ratings (or withdrawal of ratings) may increase its borrowing costs, limit its access to capital markets and adversely affect its ability to sell or market its products, engage in business transactions, particularly longer-term and derivatives transactions, or retain its customers. This, in turn, could reduce UnionBank's liquidity and negatively impact its operating results and financial condition.

III. FOOD MANUFACTURING

Overview of the Business

AEV's integrated agribusiness and food company is operated in the Philippines primarily through Pilmico and its Subsidiaries, and its international feeds business through Pilmico International and its various Subsidiaries and Associates. The Food Group is composed of three segments: (a) feeds and flour; (b) hog and layer farms; and (c) international animal nutrition.

The Food Group began the international expansion of its business in 2014 through Pilmico International's initial acquisition of a 70% equity interest in Pilmico Vietnam Company Limited (PVN formerly, Pilmico VHF Joint Stock Company and originally, Vin Hoan 1 Feed JSC), one of the largest aqua feeds producers in Vietnam. Pilmico International completed the acquisition of PVN through the additional purchase of a 15% equity stake in 2017 and the remaining 15% equity stake in 2019, making PVN a wholly-owned Subsidiary of Pilmico International.

The investment in PVN allowed the Food Group to gain a foothold in the Vietnamese aqua feeds business, and at the same time, build its reach to other aqua farm customers. This strategic move was also intended to establish a gateway to investments in other ASEAN countries like Thailand, Laos, and Cambodia, allowing the Food Group to expand its core feeds business internationally, and to diversify and gain competence in the aqua feeds product segment (currently not produced in the Philippines). The investment in Vietnam likewise paved the way for additional international investments of the Food Group and it also developed capabilities in aqua feed milling.

The Food Group continued to establish its presence in Vietnam through various acquisitions by Pilmico International: (i) a 100% equity interest in Pilmico Vietnam Trading, a company engaged in the wholesale of food products, beverages, and agricultural and forestry raw materials in October 2016; and (ii) an initial acquisition of a 70% equity interest in Pilmico Animal Nutrition Joint Stock Company (PAN-JSC, formerly Europe Nutrition Joint Stock Company), a joint stock company engaged in the business of producing animal feeds.

The Food Group eventually gained a wider foothold in ASEAN+China with its acquisition of GCMH and its Subsidiaries. In July 2018, Pilmico International initially acquired a 75% equity interest in GCMH, the parent company of the Gold Coin Group and one of Asia's largest multinational agri-business corporations with Subsidiaries operating in Singapore, Indonesia, Malaysia, Vietnam, Thailand, Sri Langka, Myanmar, Pakistan, Brunei, the Philippines, Hong Kong, and China. Pilmico International completed its acquisition of the remaining 25% equity interest in GCMH in May 2019.

In 2019, PAN-JSC was folded into the Gold Coin Group as part of the ongoing integration between the businesses of Pilmico International and the Gold Coin Group and was renamed Gold Coin Feedmill (Binh Duong).

In 2021, GCMH increased its ownership stake in its Malaysia business through the buyout of minority partner, Koperasi Permodalan FELDA Malaysia, in Gold Coin Malaysia Group and Gold Coin Specialities Sdn. Bhd., increasing its stake from 70% to 100%.

The Food Group believes that the Gold Coin Group enjoys leading positions in key Asian markets, with an established and loyal client base. Combined with the Gold Coin Group, Pilmico International expects to become a comprehensive animal nutrition platform across the Asia-Pacific region, with competitive advantages in terms of developing a stronger and multi-branded platform of animal nutrition and delivering scientifically balanced livestock and aqua feeds, and specialty nutrition products addressing the demands of a wide range of customers.

The Food Group is in continuous pursuit of innovative new products, product variants, and line extensions in the livestock, and aquaculture feeds segments.

(i) Principal Products and Services

Feeds and Flour

Pilmico Foods Corporation

Pilmico is primarily engaged in the manufacturing and selling of flour, feeds, and their by-products. These by-products are largely wheat by-products, particularly wheat bran sold under the Pilmico Brand. It has a wide network of distributors and dealers located in major cities of Metro Manila, Cebu, Davao, Iloilo, Bacolod, and Cagayan. It has established representative offices in Jakarta, Indonesia and Ho Chi Minh City, Vietnam, allowing the export and distribution of flour products to Hong Kong, Vietnam, Myanmar, Thailand, Malaysia, and Indonesia. As of February 28, 2023, it is one of the largest flour manufacturers in the country and is ranked among the top three domestic flour producers based on internal market data.

Flour Products

Pilmico produces premium quality hard wheat flour for bread and soft wheat flour for cookies and crackers. Hard wheat flour brands include: Sun Moon Star, Sunshine, Glowing Sun and Kutitap. Meanwhile, soft wheat flour brands include: Gold Star and Mega Star. The Food Group also produces a leading brand of specialty flours under the Wooden Spoon Brand. Some notable brands under the Food Group's specialty flour include: Wooden Spoon Cake Flour, Wooden Spoon All-Purpose Flour, Wooden Spoon Siopao Flour, and Wooden Spoon Whole Wheat Flour.

The Food Group has taken the opportunity to expand its flour business internationally. Currently, Pilmico has a representative office in Ho Chi Minh City, Vietnam. Through these representative offices,

Pilmico established its flour export business, successfully distributing its flour products to Hong Kong, Vietnam, Myanmar, Thailand, Malaysia, and Indonesia. The Food Group expects to take further efforts to strengthen the presence of its flour business in the ASEAN region.

Feeds Products

Feeds products offered by the Food Group include swine, poultry, rabbit, pet food as well as other species including aqua feeds for the different stages of growing pangasius, and tilapia, among others. The Food Group also offers animal healthcare products in the Philippines as part of its objective of becoming a total solutions provider for its feeds' customers. Pilmico and PANC also sell raw materials for feeds through their commodity trading business.

Pilmico is a wholly-owned Subsidiary of AEV.

Hog and Layer Farms

Pilmico Animal Nutrition Corporation

The Food Group's hog and layer farms operations are conducted through its Subsidiary, Pilmico Animal Nutrition Corporation (PANC). Pilmico and another wholly-owned Subsidiary, Filagri Holdings, Inc. (Filagri Holdings), owned a 100% equity interest in PANC. PANC operates farms and feed mill plants in Capas, Tarlac.

In January 1999, PANC began commercial operations of its feed mill plant in Capas, Tarlac to cater to the growing demand for feeds in Luzon. Since commencing its swine operations with 4,750 sow level in the second half of 1999, PANC had a 5,932 sow level as of February 28, 2023. PANC plans to increase its sow level to 20,000 by 2023, which is expected to translate to a monthly sales volume of 13,796 heads of market hogs.

In December 2015, PANC started its layer farms operations. The layer farm facility was completed and became fully-operational by December 2016. This layer farm facility can hold up to 173,000 egg-laying chickens that translates to four million eggs per month.

To support the growing Luzon commercial feeds volume as well as increased feeds requirements from its growing layer and swine operations, PANC completed the construction of a second feed mill ("Tarlac Feed Mill 2") and a third feed mill ("Tarlac Feed Mill 3"), resulting in an additional 124,800 MT each in feed mill capacity. Tarlac Feed Mill 3 was completed in August 2016.

International Animal Nutrition

AEV International Pte. Ltd.

Established on May 5, 2014, AEV International Pte. Ltd. (AEV International) is the holding company of AEV's investments outside the Philippines. It owns 100% of the equity interest in Pilmico International.

Pilmico International Pte. Ltd.

Pilmico International, a company organized under the laws of Singapore, is the project vehicle of AEV's first international investment in the feeds business. It was established in June 2014 as a wholly-owned Subsidiary of the Company through AEV International.

Pilmico International owns a 100% equity interest in PVN, a 100% equity interest of Pilmico Viet Nam Trading Company Ltd. (PVN Trading), and a 100% equity interest in GCMH, which controls the Gold Coin Group.

Pilmico Vietnam Company

In 2014, AEV began its expansion into the Vietnamese market via the aqua feeds segment through Pilmico International. Pilmico International acquired 70% of the total outstanding shares in PVN (formerly, Pilmico VHF Joint Stock Company and originally, Vin Hoan 1 Feed JSC), one of Vietnam's largest aqua feeds producers. This acquisition allowed the Food Group to expand its feeds business in Vietnam and build its market base internationally. To date, Pilmico International owns 100% equity interest of PVN.

PVN's operations are in Dong Thap Province in Vietnam, approximately 165 kilometers from Ho Chi Minh City. It has a current capacity of 284,000 MT per year. This capacity has supported efforts to build a commercial market in Vietnam and export market, in addition to the long-term supply agreement with Vinh Hoan Corporation.

The investment in PVN allowed the Food Group to gain a foothold in the Vietnamese aqua feeds business, and at the same time, build its reach to other aqua farm customers. This strategic move was also intended to establish a gateway to investments in other ASEAN countries like Thailand, Laos, and Cambodia, allowing the Food Group to expand its core feeds business internationally, and to diversify and gain competence in the aqua feeds product segment currently not produced in the Philippines.

Pilmico Viet Nam Trading Company Ltd.

PVN Trading was incorporated in July 2015 as a limited liability company operating in Vietnam and engaged in the wholesale of food products, beverages, agricultural and forestry raw materials, among others. It is currently the vehicle used for the importation and distribution of the Food Group's products within the Vietnam market.

Pilmico International owns a 100% interest in Pilmico VN Trading.

Gold Coin Management Holdings Private Limited and the Gold Coin Group

GCMH is an investment holding company incorporated under the laws of the British Virgin Islands in January 2000. Headquartered in Singapore, GCMH is the parent company of the Gold Coin Group with Subsidiaries located in Singapore, China, Hong Kong, Indonesia, Malaysia, Vietnam, Thailand, Myanmar, Pakistan, Brunei, and the Philippines.

Since the 1980's, the Gold Coin Group has expanded its operations across ASEAN and China. It began operating its first livestock feed mill in Jakarta, Indonesia in 1981, followed by a series of expansion through the commissioning feed mills in Shenzhen, China in 1983; Colombo, Sri Lanka in 1993; and Dong Nai, Vietnam in 2004. In 1991, the Gold Coin Group opened its first aqua feed mill in Malaysia, and in India in 2006. In 1985, it started its research and formulation for aqua feed. The Gold Coin Group established its flour mill business in 1984 which it later on divested in 2004. To accelerate market penetration for its poultry feeds business, it entered into a joint venture agreement with Ayam Unggul Indonesia in 2010, and with CCK in East Malaysia in 2016.

In December 2022, GCMH, together with Glen Arbor Holdings (Singapore) Pte. Ltd. (a Subsidiary of Pilmico International Pte. Ltd.) completed the sale and disposition of its 100% equity interest in Gold Coin Feed Mills (Lanka) Limited (GCFL), a company engaged in the manufacturing and distribution of animal feed products in Sri Lanka. The sale of GCFL to New Anthoney's Farms (PVT) Ltd. marks the Gold Coin Group's exit from Sri Lanka to focus on growing its animal feeds business in other parts of the SouthEast Asia and China markets.

The Gold Coin Group is engaged in animal nutrition and manufacturing of animal feeds and is a leading brand in animal nutrition and, as of February 28, 2023, had more than 22 livestock and aqua feed mills across six countries in the Asia-Pacific with an installed milling capacity of three million MT per year. As of February 28, 2023, it also had two research facilities in China and Malaysia. In particular, the Gold Coin Group manufactures and sells animal feed and specialty nutrition products, including compound feed, pre-mix and additives for the livestock and aqua sectors in the Asia-Pacific region.

Gold Coin Group's products and services include: (i) livestock feed such as feed for poultry broiler/layer, swine, duck, other birds and fish; (ii) aqua feed or feeds for aquaculture produce such as shrimp and fish; and (iii) specialty nutrition or the premix and specialty concentrate complete feed. In 2018, the group introduced its entry to the young animal for its livestock portfolio, and enhanced nutritional specifications for shrimp feeds, and fish feed to grow its aqua portfolio.

(ii) Distribution Methods

Pilmico and PANC sell their feeds and flour products through a nationwide distribution network of dealers. Pilmico likewise exports its flour products to Hong Kong, Myanmar, and Vietnam. PANC's hog and meat products are sold to "*viajeros*" or small-scale distributors and institutional customers (such as hotels, restaurants, and caterers).

In addition to its existing presence through its representative offices, and through its acquisition of the Gold Coin Group, the Food Group gained access to a comprehensive platform with an extensive distribution and sales network spread across 11 countries in the Asia-Pacific region.

The Gold Coin Group has established relationships with customers, offering a number of brands of livestock and aqua feeds products with quality feed formulation across various key markets. Moreover, in 2018, the Gold Coin Group launched a sales optimization program to introduce a centrally designed sales program to integrate livestock operation, distribution, and sales channels to expand its specialty nutrition and aqua feeds. Taking advantage of this program, the Food Group is developing a stronger and multi-branded one-stop shop animal nutrition platform to address the demands of its customers across the Asia-Pacific region.

In the Philippines, the Farms business has expanded its market reach to end-consumers via *"The Good Meat"* business which offers fresh meat and egg products in both online and physical *"The Good Meat"* stores. As of February 28, 2023, the Food Group is operating five physical The Good Meat stores. The Good Meat's fresh pork offerings are sold in 71 supermarkets across the Philippines, 60 of which carry the *"The Good Meat"* Brand while the remainder are sold as the supermarket's house brand, while its growing Value-Added Meat segment (bacon, sisig, etc) are carried in over 220 supermarkets nationwide.

The Food Group's businesses are not dependent upon a single customer or a few customers such that a loss of any one would have a material adverse effect on the performance of its sales and distribution. The Food Group has no single customer that, based on existing orders, accounts for 20% or more of its total sale of goods and services.

(iii) New Products and Services

International Animal Nutrition

The Gold Coin Group provides nutritional solutions and onsite technical support to customers to optimize aquaculture and farm production across the Asia-Pacific Region. As of February 28, 2023, the group has an existing 18 livestock feed mills in five countries (China, Indonesia, Malaysia, Vietnam, and Brunei); four aqua feed mills in three countries (Indonesia, Malaysia, and Thailand); and offers specialty nutrition across six countries (Malaysia, Vietnam, Philippines, China, Pakistan, and Myanmar). Its production facilities are ISO 22000/HACCP certified.

The Gold Coin Group intends to introduce innovative new products, product variants, and line extensions in the livestock and aquaculture feeds segments. In 2018, the group introduced its entry to the young animal and pet food segment for its livestock portfolio, and enhanced nutritional specifications for shrimp feeds, and fish feed additives for its aquaculture portfolio. The group also relies on technological innovation and feed re-formulation in order to maximize profits. The capabilities of the Gold Coin Group will allow the Food Group to develop a stronger and multi-branded platform of animal nutrition products to address the demands of a wide range of customers across the Asia-Pacific Region.

(iv) Competition

As an integrated food and agri-business company primarily engaged in the manufacture and sale of animal feeds, flour, flour by-products as well as the production of swine and table eggs, the Food Group operates in a competitive industry driven by global raw material prices with an increasing trend on process improvement and digitization. Moreover, with global food demand on the rise brought by rising income from a growing middle class in developing countries, industry growth has been supported by global and domestic expansions by a growing number of agri-business players.

The Food Group's business model is well positioned at the beginning of the food value chain with facilities in the Philippines located in Tarlac (feedmill and farms) and Iligan (flourmill and feedmill). The Food Group products are distributed through external distributors and dealers in major cities throughout the Philippines.

The Food Group believes that it competes through cost leadership and providing a better customer experience.

Pilmico believes that it is among the top three domestic flour, swine, and animal feed producers in the Philippines, which include San Miguel Food and Beverage, Inc. and Universal Robina Corporation for flour, B-MEG, and Unahco for feeds, and Monterey and Robina for farms, all of which leverage on strategic logistic hubs, competitive pricing and dedicated sales support teams to drive growth. The Gold Coin Group's competitors in international feeds include Charoen Pokphand Group, Japfa Comfeed, and CP Indonesia, with Cargill remaining the biggest feed miller in South East Asia with leading market share and capacity in Thailand, Vietnam, and Indonesia.

(v) Sources of Raw Materials

The Food Group, through Pilmico and PANC, imports wheat, soybean meal and other grains mostly from various suppliers in the United States, Canada, and Australia. This exposes the Food Group to risks arising from currency fluctuations and volatile price movements of raw materials.

PVN imports soybean meal from Argentina and the United States, and cassava from Cambodia. Rice bran and other grains are sourced from various suppliers in Vietnam.

The Gold Coin Group requires a wide variety of raw materials to manufacture its livestock and aqua feeds products, including, but not limited to, corn grains, soya beans and meals, and wheat products. Costs of raw materials account for 80% to 85% of sales value. Corn grains and soybean, sourced from China, Malaysia, Singapore, Indonesia, and Vietnam, account for 65% to 70% raw material usage and can be subject to volatile price movements.

Efficient sourcing of these materials requires a combination of local and import strategies. In order to optimize its position as one of the largest animal nutrition providers in the Asia-Pacific Region and take advantage of the synergies between related parties and Affiliates, the Gold Coin Group instituted a centralized commodity trading team for the Food Group that determines procurement and strategic sourcing activities.

(vi) Major Customers

The Food Group's businesses are not dependent upon a single customer or a few customers that a loss of anyone would have a material adverse effect on the performance of its sales and distribution. The Gold Coin Group has no single customer that, based on existing orders, will account for 20% or more of its total sale of goods and services.

(vii) Transactions with and/or Dependence of Related Parties

Transactions with and/or dependence on related parties are discussed at the holding company level.

Additionally, to unlock cost synergies and efficient sourcing of raw materials within the Food Group, the Gold Coin Group instituted a centralized commodity trading team that is tasked to identify and secure procurement and strategic sourcing activities. Transactions are made at arms-length, fair, and compliant with transfer pricing rules.

(viii) Patents, Copyrights, and Franchises

The Food Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed or pending at local and international jurisdictions. Please refer to **Annex "B-4"** to see the trademark applications which the Food Group has filed with the Philippine IPO and intellectual property offices abroad.

(ix) Government Approvals

The Food Group secures various government approvals, such as the environmental compliance certificates, development permits, license to sell, business permits, import licenses, etc. as part of the normal course of its business.

(x) Effect of Existing or Probable Governmental Regulations

The laws and regulations that govern the Food Group's business operations in the Philippines include the: (i) Food Safety Act of 2013 (RA No. 10611); (ii) Food and Drug Administration Act of 2009 (RA No. 9711) and the established standards and quality measures by the Food and Drug Administration in relation to the manufacturing and branding of food products to ensure its safe supply; (iii) the Livestock and Poultry Feeds Act and its implementing rules and regulations on the manufacture, importation, labelling, advertising and sale of livestock and poultry feeds; (iv) the Meat Inspection Code of the Philippines (RA No. 9296) establishing measures on quality and safety standards for the slaughter of food animals and the processing, inspection, labelling, packaging, branding and importation of meat (including, but not limited to, pork, beef and chicken meat) and meat products; (v) Consumer Act of the Philippines (RA No. 7394) and the as enforced by the Department of Trade and Industry, and the quality and safety standards with respect to the composition, contents, packaging, labelling and advertising of food products and prohibits the manufacture for sale, offer for sale, distribution, or importation of food products which are not in conformity with applicable consumer product quality or safety standards; (vi) Price Act (RA No. 7581) on matters concerning price controls for basic and prime commodities on select circumstances of calamities and state of public emergency.

The Gold Coin Group, with companies and plant operations across several countries in the Asia-Pacific region, has secured the necessary registrations, permits, and licenses to allow it to do business in the following countries: China, Indonesia, Malaysia, Thailand, Sri Lanka, and Vietnam, among others.

(xi) Amount Spent on Research and Development

The Food Group remains committed to the continued research and development of its feed, flour, and farm products. This is evidenced by the launch of new product offerings such as aqua feeds, petfood, new and improved shrimp formulation, mash conditioner feeds, pigeon feeds among others. These costs are inherently part of the research and development, nutrition, veterinary, and business development operating costs and amount to less than 1% of the Food Group's revenues.

(xii) Costs and Effects of Compliance with Environmental Laws

The Food Group is working with relevant Environmental regulators with a dedicated Quality, Safety, Health Environment and Process Department for both existing operations and future plans. Compliance to environmental laws is included in key decision points such as investing in new swine farms and new

feed mills to include measures and build appropriate facilities that lessen the impact on the environment.

(xiii) Major Risk/s Involved in the Business

Risks particular to the Food Group are as follows:

Outbreak of diseases, food safety and foodborne illness concerns could adversely affect the Food Group's financial condition and results of operations

Part of the inherent business risk of swine and poultry farms are animal diseases (e.g., African Swine Fever and Avian Influenza) which can impact demand and supply for certain products of the Food Group. A major outbreak can affect the entire industry, significantly affecting demand and supply. There can only be a certain level of assurance that the Food Group's internal controls and policies will be fully effective in preventing all food safety issues concerning the products it sells, including any occurrences of foodborne illnesses such as Salmonella, E. coli, and Hepatitis A. New illnesses resistant to current precautions may develop in the future, or diseases with long incubation periods could arise, that could give rise to claims or allegations on a retroactive basis. As part of taking on a proactive approach in managing this risk, the Food Group continually understands changes in the risk profile and context to better understand and manage this risk. This may come in the form of continuous testing and evaluation of new lab tests or vaccine and medicine programs or new regulatory requirements to comply with.

Being in the food industry, food safety risks brought about by foodborne illness or illnesses related whether or not related to the Food Group's products, could negatively affect sales and reputation. Both could have a material adverse effect on the Food Group's business, financial condition, and results of operations. This risk exists even if it were later determined that the illness was wrongly attributed to its products. Quality assurance and quality control activities play an important role in managing this risk. Part of the Food Group's 2021 and 10-year strategic plans include a robust implementation of quality across suppliers to the market value chain. Four quality areas include: (1) supplier quality; (2) process quality; (3) product quality; and (4) market quality.

(a) Supplier Quality - focuses on the development and implementation of quality supplier accreditation process
(b) Process Quality - focuses on the improvement of existing quality programs and processes such as but not limited to HACCP, Food Defense, and Food Fraud Program
(c) Product Quality - focuses on the implementation of cost of poor quality management and new products development program
(d) Market Quality - focuses on the improvement of existing programs and processes on handling customer complaints, product recall

The Food Group's financial performance may be materially and adversely affected by disruptions in the supply of, or price fluctuations in, major raw materials

Many of the Food Group's products depend on raw materials, most of which are procured from third parties, including purchases of some critical raw materials from both within and outside of the Philippines. These raw materials are subject to price volatility caused by a number of factors including changes in global supply and demand, foreign exchange rate fluctuations, shipping and other transport-related factors, weather conditions, quality of crop and yield and trade and tariff policies, and government regulations and controls. Moreover, the market prices of raw materials may increase significantly if there are material shortages due to, among others, competing usage or drastic changes in weather or natural disasters or shifts in demand from other countries such as China and India.

The ability to pass on higher costs through price increases is also influenced by competitive conditions and pricing methodologies used in the various markets in which the Food Group competes. As such, there is no assurance that all or significant increases in product costs will be passed on to consumers and that any price increases that are passed along to consumers will not have a material adverse effect on price competitiveness.

Key controls to manage this risk include leveraging on volume through strategic and centralized procurement of the Food Group's raw materials requirement. Another is the establishment of neutral positioning when buying raw materials which usually ranges from three weeks to four months. By having a neutral position, the Food Group can somehow mitigate the external factors affecting prices. Finally, focusing on optimizing its Low-Cost Formulation model through the use of substitutes, alternate proteins, and identification of regional/local sources is one of the key strategies that it employs to manage the impact of this risk.

Contributing to the supply chain disruption is the unavailability of supply of raw materials at the required quality and quantity that meet the needs of the Food Group. Ultimately, any shortages in raw materials may lead to delays in the supply of products to the Food Group's customers. Key controls to manage this include setting up multiple suppliers both international and local as backup. Establishing safety stock levels and even raising them on certain occasions to minimize shutdowns.

The business and sales of the Food Group are affected by seasonality

The business and sales of the Food Group are affected by the seasonality of customer purchase patterns. The Food Group's products generally experience increased sales during months leading to major holiday seasons, such as Christmas and Lunar New Year. Moreover, other inputs such as grains may be affected by planting and harvest seasons as well as other weather conditions. As a result, performance for any one quarter is not necessarily indicative of what is to be expected for any other quarter or for any year and its financial condition and results of operations may fluctuate significantly from quarter to quarter.

To address this risk, the Food Group employs various sales tactical programs by means of promotions and discounts in the form of price, volume and/or cash payment discounts.

The business and prospects of the Food Group may be materially and adversely affected by increased imports of lower-priced products as import duties are decreased or eliminated

The Food Group may face increased competition from less expensive products imported to the Philippines as import duties on those products are decreased or eliminated. In particular, the Philippines is a signatory to several free trade agreements, including the ASEAN Trade in Goods Agreement ("ATIGA") and the ASEAN Free Trade Agreement. With the implementation of ATIGA, the Philippines eliminated intra-ASEAN import duties on 99.56% of its tariff lines including poultry, meat of bovine animals, flour, sausage, prepared or preserved meat, cereals, bread, pastry, cakes, biscuits, fruit juices, coffee, tea or maté, sauces and preparations, ice cream, beer, certain spirits, liqueurs, and spirituous beverages.

The Food Group has already experienced the effects of increased competition as a result of the elimination of these import duties, and expects that competition from imported products will continue to increase. In addition, any reduction in tariffs on imports from other ASEAN countries and from other countries party to a free trade agreement with the Philippines, such as China and Japan, could give rise to increased competition for the Food Group's products.

The Food Group also faces competition from other countries. If the Food Group is unable to compete effectively with lower-priced imports, its market share and sales may decrease, and its business, financial condition, results of operations, and prospects could be materially and adversely affected.

The Food Group leverages on industry associations or groups to lobby for certain barriers to entry in the form of imposition of duties and taxes on these imported goods.

The Food Group engages in derivative and hedging transactions

From time to time, the Food Group enters into various commodity derivative instruments, such as forward purchases, caps and collars for wheat and soybean meal, to manage price risks on strategic commodities. For hedging transactions, if prices decrease, hedging positions may result in mark-to-market losses, which are, in turn, expected to be offset by lower raw material costs. As its hedging

transactions are mark-to-market, to the extent that the market price of the raw materials subject to such hedging transactions falls below the fixed price under futures contracts, the Food Group's net income will be lower had it not engaged in such transactions. Consequently, its financial performance could be adversely affected during periods in which prices of raw materials are volatile. A key control to manage this is outlined in the Food Group's Price Risk Management Framework that sets the price-risk decision matrix for any futures pricing of key commodities (i.e., wheat and soybean meal).

Sales of certain products may be adversely affected if the Food Group's relationship with dealers and distributors deteriorate

The products of the Food Group are primarily sold through dealers and distributors. There is no assurance that these dealers and distributors will continue to purchase and distribute the Food Group's products, or that these dealers and distributors can continue to effectively distribute its products without delays or interruptions. In addition, the financial instability of, contractual disputes with, or labor disruptions at its dealers and distributors could disrupt the distribution of its products and adversely affect its business.

The Food Group's dealer network is a key asset for the Food Group and it has taken steps to know more about its customers and their customers. Delivering consistent and quality products to customers is important to building a lasting relationship. Part of the strategic plans include building its own competencies for an ideal distribution center that will handle consolidation, repacking, and logistics. Another key initiative is to provide a system to support its distributors in managing their customers, payments, fulfillment, and inventory management.

IV. REAL ESTATE

Overview of the Business

The residential real estate-related investments of the Aboitiz Group are primarily undertaken through AboitizLand and its Subsidiaries (collectively, the "Real Estate Group"). As of February 28, 2023, the Real Estate Group's portfolio included 13 residential developments in Cebu, Batangas, Tarlac, Pampanga, and Nueva Ecija. The Real Estate Group's strategy has been to step up mid-market residential launches to capitalize on the growing provincial house and lot mid-market. As part of the Aboitiz Integrated Economic Center approach with the Infrastructure Group, AboitizLand intends to develop residential communities within the vicinity of industrial and commercial developments to create thriving townships in the future.

(i) Products and Services

Aboitiz Land, Inc.

Incorporated on June 2, 1964, AboitizLand is the real estate arm of the Aboitiz Group. It is mainly engaged in the development of real estate projects with a primary focus on residential communities. Since the launch of its first residential development in 1994, AboitizLand's residential estate has now expanded to 13 residential projects selling three particular product types: lot only, house and lot, and condominiums.

In 1994, the Real Estate Group launched *North Town Homes* in Cebu, its first residential subdivision catering to upper-mid to high-end customers through horizontal (lot-only and house-and-lot) developments. Since then, the Real Estate Group has expanded its portfolio to include mid-market residential products. Through AboitizLand, the Real Estate Group has also introduced a number of product concepts to the Cebu real estate market: (i) the New Urbanism concept of live-work-play in the large master-planned community of *Pristina North*; (ii) Zen living, which takes off from the spa lifestyle trend, in *Kishanta*; (iii) the commercial and residential "Urban Village", such as *The Persimmon*; (iv) shophouses as a residential product in *Ajoya*; (v) fully-furnished affordable studio units, such as *The Persimmon Studios*; (vi) Asian Contemporary designed units in *Almiya*; and (vii) inspired by traditional Filipino residences in *Amoa*.

In 2017, the Real Estate Group launched (viii) *Seafront Residences*, a 43-hectare beachside community located in San Juan, Batangas, and (ix) *Foressa Mountain Town*, a 250-hectare mountain town community located in Balamban, Cebu.

In 2018, AboitizLand launched two additional residential projects in Luzon: (x) *Ajoya Capas*, a 13-hectare community development in Tarlac, and (xi) *Ajoya Cabanatuan*, a 20-hectare community development in Nueva Ecija. The *Ajoya* brand represents AboitizLand's flagship mid-market residential product, featuring modern housing units inspired by contemporary Filipino architecture, and amenities such as a town plaza, a clubhouse, and pocket parks, among others.

In 2019, AboitizLand further strengthened its position in the Luzon region through the launch of two new residential projects: (xii) *Ajoya Pampanga*, a 21-hectare development in Mexico, Pampanga, and (xiii) *The Villages* at Lipa, a 50-hectare development in Batangas to support the industrial township strategy for LIMA Technology Center.

AboitizLand's strategy has been to step up mid-market residential launches to capitalize on the growing provincial house and lot mid-market. It expects to grow its well-performing industrial business through the continued acquisition of land in key geographic corridors and the development of complementary recurring revenue businesses and residential communities within these areas. Through this approach, AboitizLand not only looks to expand its industrial footprint but also create thriving townships in the future.

AboitizLand is also capitalizing on the new and upcoming segment of vertical developments in urban zones through its partnership with Point Blue, Inc. which created the microstudio category in the Philippines. This joint venture looks to build microstudio buildings strategically located near Metro Manila's central business districts. AboitizLand expects to actively explore complementary services from AEV's utilities, financial services, and infrastructure businesses, as it is doing at the Lima Technology Center.

Additionally, AboitizLand offers property management services to support not only its own business units, but also those of the other companies within the Aboitiz Group. These services cover community security, site and infrastructure maintenance, village activities and policy administration.

AboitizLand is a wholly-owned Subsidiary of AEV.

(ii) Distribution Methods

AboitizLand's residential projects currently target a diverse base of customers, ranging from the middle to upper-income brackets. AboitizLand now also caters to young urban professionals working in and around central business districts given its partnership with E360, Inc. to co-develop microstudio developments since 2019.

AboitizLand's industrial segment aims to serve various locators from different industries and countries with significant interests in the Philippines.

In January 2020, AboitizLand invested in a proprietary mobile application called the AboitizLand Vecino app, the backbone of its digitalized home-buying service. Through the app, vecinos (i.e., residents) are now able to track monthly payments and download Statement of Accounts (SOAs) and receipts in a timelier manner, follow construction progress, make online payments, apply for a housing loan, schedule acceptance and turnovers, as well as reach out to customer service.

In April 2021, AboitizLand launched the Contactless Home Buying service which allowed investors and aspiring buyers to acquire property in a more convenient, safer, and worry-free process.

AboitizLand continues to develop various features to make its systems timelier and more relevant across all aspects of the business. It has added new features such as digitized documentation and digital home loan applications.

(iii) New Products and Services

In September 2019, AboitizLand and Point Blue partnered to co-develop microstudio rental apartments, an innovative new category in the real estate residential sector. These microstudio apartments are leased ready for move-in and all units are equipped with a bed, ample storage space, a desk and chair, roller blinds, air-conditioner, microwave, free high-speed internet, and within walking distance of Metro Manila's central business districts.

In 2022, AboitizLand launched 2 new phases of its existing projects: Foressa Light B in Balamban, Cebu and Meadow Village at the Villages at Lipa in Batangas. AboitizLand has also embarked on several initiatives and partnerships to strengthen operations, including partnerships with precast construction technology providers and online mortgage brokers, and the launching of new customer service and property management platforms.

(iv) Competition

AboitizLand considers Ayala Land and Vista Land as its main competitors in the residential business. They currently enjoy market dominance in the locations where they compete and are considered as brand leaders in the market because of their presence in both primary and secondary cities nationwide. Both competitors target the same market that falls within their sub-brands that cater from the high-end A market to the broad C market. AboitizLand also caters to the same markets depending on the location and type of product that it offers.

In terms of the commercial business, AboitizLand looks to strategically develop commercial spaces that will enhance its current communities. By doing so, AboitizLand aims to maximize the value footprint in these areas while servicing the needs of the community. Furthermore, the continued relevance of AboitizLand's successful track record in traditional retail formats provide a positive outlook for its largest commercial project to date, The Outlets at Lipa. Although relatively new in this segment, it was able to successfully implement new retail formats in locations it already serves. However, traditional big-box retail companies such as SM and Vista Land remain market leaders in the commercial business and are considered as its main competitors in this segment. While SM caters to all market classes, AboitizLand caters to the broad C to the upper B market currently focusing on the latter for its offerings at The Outlets.

Lastly, the industrial parks continue to serve as key hubs for economic activity. With its expertise, AboitizLand looks to further capitalize on these hubs not only by expanding its industrial footprint, but also through the development of recurring revenue businesses and residential communities adjacent to its industrial areas. Through this approach, AboitizLand looks to transform these industrial spaces into thriving townships. Among the national developers in the country, Ayala Land, Vista Land, and Megaworld are the main proponents of township developments. With their years of experience and land banks around the country, they remain AboitizLand's competitors in this segment. Similar to the residential and commercial business, AboitizLand caters to several markets that encompass its township developments. For example, The Villages at Lipa caters to mid – to upper-mid-market residents, *The Outlets* at Lipa serves retail customers, while Lima Technology Center is home to industrial locators and soon, BPO offices.

(v) Sources of Raw Materials

AboitizLand and its Subsidiaries have a broad base of suppliers, both local and foreign. They are not dependent on one or a limited number of suppliers.

(vi) Major Customers

AboitizLand's residential projects currently target a diverse base of customers, ranging from the middle to upper-income bracket. It's business is not dependent upon a single customer or a few customers that a loss of anyone would have a material adverse effect on the performance of its sales and

distribution. It has no single customer that will account for 20% or more of its total sale of goods and services.

(vii) Patents, Copyrights, and Franchises

The Real Estate Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed or pending at local jurisdictions. Please refer to **Annex "B-5"** to see the trademark applications which the Real Estate Group has filed with the Philippine IPO.

(viii) Govenrment Approvals

AboitizLand and its Subsidiaries secure various government approvals such as the environmental compliance certificate, development permits, license to sell, business permits, etc. as part of the normal course of its business.

(ix) Effect of Existing or Probable Governmental Regulations

The laws and regulations that govern the Real Estate Group's business operations include:

(i) The Subdivision and Condominium Buyer's Protective Decree (P.D. 957) which outlines the necessary approvals and permits required for subdivision and condominium development projects. The Housing and Land Use Regulatory Board (HLURB) is the administrative agency of the government which, together with local government units, enforces these decrees and has jurisdiction to regulate the real estate trade and business.

(ii) The Urban Development and Housing Act of 1992 (RA No. 7279), as amended recently by Republic Act No. 10884, requiring developers of proposed subdivision projects to develop an area for socialized housing equivalent to at least fifteen percent (15%) of the total subdivision area or total subdivision project cost, and at least five percent (5%) of condominium area or project cost, at the option of the developer, within the same city or municipality whenever feasible, and in accordance with the standards set by HLURB and other existing laws. Alternatively, the developer may opt to buy socialized housing bonds issued by various accredited government agencies or enter into joint venture arrangements with other developers engaged in socialized housing development; and

(iii) The Condominium Act (RA No. 4726), as amended, providing additional regulation on the development and sale of condominium projects. The Condominium Act requires the annotation of the master deed or the declaration of restrictions on the title of the land on which the condominium project shall be located. The declaration of restrictions shall constitute a lien upon each condominium unit in the project, and shall bind all condominium owners in the project**.**

(iv) On January 29, 2021, the Anti-Money Laundering Act of 2001, as amended, was further amended by Republic Act No. 11521. Republic Act No. 11521 expanded the scope of the law to include real estate developers and brokers as covered persons. AboitizLand and its relevant subsidiaries engaged in the sale and/or lease of real properties are now considered covered persons under the amended law and are required to register with the AMLC, as well as to report single cash transaction involving an amount in excess of ₱7.5 mn and other suspicious transactions. The relevant Business Units under the Real Estate Group have taken steps to ensure compliance with the rules and regulations of the AMLC.

(x) Major Risk/s Involved in the Business

Risks particular to the Real Estate Group are as follows:

AboitizLand may not be able to lease its properties in a timely manner or collect rent at profitable rates or at all

AboitizLand's ability to sell or lease sites in its development projects could be affected by a number of factors including consumer confidence resulting to slow down on sales, changing customer needs, entry of key players, more aggressive competitors (for pricing, payments, incentives, offers etc.) competition for tenants, changes in market rates, the inability to renew leases, the bankruptcy of tenants, the increase in operating expenditures, and efficiency in collection, property management, tenant relations, and loss of market.

For residential development, strategies and possible solutions are the expansion of digital initiatives in Sales and Marketing, broadening digital platforms outside existing social media and property listing platforms, offering special discounts to *Vecinos*, improving marketing communication, and more strategic target market segmentation.

AboitizLand may not be able to complete its development projects within budgeted project costs or on time or at all

Property development projects require substantial capital expenditures prior to and during the construction period for, among other things, land acquisition and construction. The construction of property projects may take a year or longer before generating positive net cash flow through sales or pre-sales. As a result, AboitizLand's cash flows and results of operations may be significantly affected by its project development schedules and any changes to those schedules. The schedules of AboitizLand's projects depend on a number of factors, including the performance and efficiency of its third-party contractors and its ability to finance construction. Other factors that could adversely affect AboitizLand's project development schedules include:

(i) natural catastrophes and adverse weather conditions and/or a Pandemic;
(ii) changes in market conditions, economic downturns, and decreases in business and consumer sentiment in general;
(iii) delays in obtaining government approvals and permits;
(iv) changes in relevant regulations and government policies;
(v) relocation of existing residents and/or demolition of existing constructions;
(vi) shortages of materials, equipment, contractors and skilled labor;
(vii) labor disputes;
(viii) construction accidents;
(ix) errors in judgment on the selection and acquisition criteria for potential sites;
(x) Cyber Attacks and/or leaked of personal and sensitive information;
(xi) Internal contractor issues;
(xii) Unforeseen geographic situations; and
(xiii) other unforeseen problems or circumstances

Construction delays or failure to complete the construction of a project according to its planned specifications, schedule and budget may harm AboitizLand's reputation as a property developer or lead to cost overruns or loss of or delay in recognizing revenues and lower margins. If a property project is not completed on time, the purchasers of pre-sold units within the project may be entitled to compensation for late delivery. If the delay extends beyond a certain period, the purchasers may be entitled to terminate their pre-sale agreements and claim damages. There is no assurance that AboitizLand will not experience any significant delays in the completion or delivery of its projects in the future or that it will not be subject to any liabilities for any such delays.

The occurrence of these risks and the consequence of AboitizLand's ability to develop, will only be highly likely if a project is mis-scoped. In order to mitigate these risks, AboitizLand's project development and operations plans have been and are continuously being updated. By taking lessons learned from older projects, creating standards for processes, implementing policies, and execution of the company's scope of work all the way from the acquisition stage, through the planning, launch, construction, and turn-over stages, AboitizLand is able to mitigate these risks. A consistent review of the company's project risks and management plans at each milestone project point allows the risk treatment plans to be updated in order to keep up with the market and regulatory changes, as well as manage internal stakeholder or third-party engagement, while maintaining project health.

V. INFRASTRUCTURE

Overview of the Business

The infrastructure and infrastructure-related investments of the Aboitiz Group are primarily undertaken through Aboitiz InfraCapital and AEV CRH, the holding company of RCBM.

On March 17, 2015, Apo Agua Infrastructura, Inc. (Apo Agua), a Joint Venture company with J.V. Angeles Construction Company (JVACC), entered into a Joint Venture Agreement and Bulk Water Purchase Agreement with Davao City Water District (DCWD). The proposed Joint Venture includes the construction of both a hydroelectric-powered bulk water treatment facility and the conveyance system needed to deliver treated bulk water to numerous DCWD delivery points in Davao City. The EPC contract with JVACC was executed on February 6, 2018. On July 2022, Apo Agua took over the construction of the Davao City Water District's Bulk Water Supply Project from JVACC in response to the delays in the project's construction timeline, which was aggravated by the pandemic. Delivery of water to DCWD is expected to start by the end of the first quarter of 2023 for Tugbok, and is expected to progressively ramp up to the rest of the seven off-take points of DCWD namely - Calinan, Talandang, Mandug, Cabantian, Indangan, Pandacan and Dumoy by the end of the second quarter of 2023.

On September 15, 2015, the Company and CRH plc through their investment vehicles, AEV CRH and CRH Aboitiz Holdings, Inc. (CRH Aboitiz), closed the acquisition of the Lafarge S.A.'s Philippine assets, which included four Luzon-based cement manufacturing plants located in Bulacan, Rizal, and Batangas; an integrated plant in Iligan, Mindanao; a cement grinding mill in Danao City, Cebu; and associated limestone quarries. CRH plc is a global leader in the manufacture and supply of a diverse range of building materials and products for the modern built environment. It has leadership positions in Europe and North America as well as established strategic positions in 29 countries worldwide.

On August 1, 2017, Aboitiz InfraCapital acquired 100% ownership and took full operational control of LIMA Water Corporation (LIMA Water) from LIMA Land. LIMA Water, with a capacity of eight million liters per day, is the exclusive water and wastewater services provider in LIMA Estate, the Philippines' largest privately-owned and top-selling industrial park.

On August 3, 2017, Aboitiz InfraCapital signed an agreement to acquire 11% stake in Balibago Waterworks System, Inc. (BWSI) from SFELAPCO. In April 2019, the company increased its ownership stake to 16% through the acquisition of shares from individual shareholders. BWSI is currently operating 68 water distribution franchises across the country.

Aboitiz InfraCapital was granted original proponent status for its unsolicited proposals for the operations, maintenance, and expansion of the new Bohol-Panglao International Airport (BPIA) on September 3, 2018 and the Laguindingan Airport on February 26, 2019, by the Department of Transportation (DOTr) and the Civil Aviation Authority of the Philippines (CAAP), respectively. On November 29, 2019, Aboitiz InfraCapital obtained the approval of the NEDA Board for the Bohol unsolicited proposal, while the Investment Coordination Committee-Cabinet Committee ("ICC-CabCom") approved the proposal for Laguindingan Airport on December 20, 2019.

On February 7, 2019, Aboitiz InfraCapital signed a Memorandum of Understanding with the Department of Information and Communications Technology (DICT). In line with the DICT's Department Circular No. 8, Aboitiz InfraCapital received a provisional registration as an Independent Tower Company from the DICT on September 10, 2020.

On September 1, 2020, the management of the Aboitiz Integrated Economic Centers – consisting of LIMA Technology Center in Batangas, and the Mactan Economic Zone II in Lapu-Lapu City, Cebu, and West Cebu Industrial Park in Balamban, Cebu – was transferred to Aboitiz InfraCapital. The estates consist of over 1,000 hectares of industrial-anchored mixed-used estates that are home to almost 200 locators and nearly 100,000 employees. The Aboitiz Integrated Economic Centers have since rebranded to Aboitiz InfraCapital Economic Estates, and individually as LIMA Estate, MEZ2 Estate, and West Cebu Estate. The Aboitiz InfraCapital Economic Estates has been widely recognized in the Philippines and abroad for its leadership in industrial anchored mixed-use development as well as sustainable industrial

development. On August 3, 2022, the Philippine Green Building Council (PhilGBC) awarded Aboitiz InfraCapital with the 5-Star Building for Ecologically Responsive Design Excellence (BERDE)-District Certification for its LIMA Estate in Batangas - the first industrial estate and the largest project in the country to achieve this certification. Aboitiz InfraCapital was also awarded the Sustainable Design and Performance Award - making it the Philippines' official entry to the WorldGBC Asia Pacific Leadership in Green Building Awards for 2022.

On October 7, 2020, Aboitiz InfraCapital launched its small cell sites business to help boost the country's connectivity and network quality. To date, it has deployed more than 350 small cell sites with Globe Telecom and DITO Telecommunity across Cebu, Davao, and Subic.

On April 28, 2021, Aboitiz InfraCapital partnered with the leading global private markets firm, Partners Group, acting on behalf of its clients, to establish a telecommunications infrastructure platform called Unity Digital Infrastructure, Inc. (Unity Digital). Through Unity Digital, Aboitiz InfraCapital and Partners Group will build and operate telecommunication towers and supporting infrastructure across the country. This supports the Government's vision to improve the country's internet connectivity in local communities by increasing the number of cell sites of Mobile Network Operators (MNOs). As of February 28, 2023, Unity Digital has more than 600 active sites, including over 100 macro towers, and around 500 poles for small cells in key cities nationwide.

On September 7, 2021, Aboitiz InfraCapital was granted original proponent status for its unsolicited proposal to operate and maintain Bicol International Airport.

On September 2, 2022, Aboitiz InfraCapital entered into a share subscription and transfer agreement with Megawide Construction Corporation (Megawide) and GAIBV Airports International, B.V. (GAIBV) for Aboitiz InfraCapital to acquire a 33 and 1/3% minus 1 share equity ownership interest in GMR-Megawide Cebu Airport Corporation (GMCAC), the developer and operator of the Mactan Cebu International Airport (MCIA). In the same agreement, Megawide and GAIBV issued exchangeable notes for the remaining 66 and 2/3% plus 1 shares in GMCAC's outstanding capital stock, which will mature on October 30, 2024. This transaction is aligned with Aboitiz InfraCapital's strategic direction to build on its presence in the airport sector.

On October 5, 2022, Aboitiz InfraCapital partnered with EdgeConneX (ECX), a pioneer in global hyperlocal to hyperscale data center solutions based in the United States. The joint venture aims to address the rising data usage in the Philippines by developing a data center platform that will house cloud service providers' IT equipment, enabling them to better support the Philippine market. The initial data center will be located in proximity to the National Capital Region and a secondary hyperscale campus is planned to be located in the Greater Manila Area.

(i) Products and Services

A. Aboitiz InfraCapital

Incorporated on January 13, 2015, Aboitiz InfraCapital is the investment vehicle of the Aboitiz Group for all infrastructure-related investments. Aboitiz InfraCapital's current portfolio consists of investments in (i) water infrastructure, (ii) digital infrastructure (iii) regional airports, and (iv) and economic estates.

Water Infrastructure

Aboitiz InfraCapital established itself as a provider of water supply, water distribution, wastewater treatment, and water-related infrastructure in the country through its acquisition of equity interests in (i) Apo Agua in 2015, (ii) Lima Water in 2017, and (iii) BWSI in 2017.

Apo Agua Infrastructura, Inc. (Apo Agua)

Incorporated on August 8, 2014, Apo Agua is a Joint Venture between AEV and JVACC. The overall objective of Apo Agua is to provide a sustainable, reliable, and safe supply of bulk water to the DCWD.

On March 17, 2015, Apo Agua entered into a Joint Venture Agreement and Bulk Water Purchase Agreement with DCWD for the Davao City Bulk Water Supply Project (DCBWSP). As of February 28, 2023, Apo Agua continued to progress with the construction of the bulk water treatment facility. The bulk water treatment facility is expected to supply over 300 mn liters of water per day, equivalent to an annual supply volume of 109.5 mn cubic meters.

A unique component of the project is a pioneering innovation that utilizes the "water-energy nexus" concept. The bulk water treatment facility will be powered by its own run-of-river hydroelectric power plant.

Commencement of operations is expected during the first half of 2023. Upon full completion of the DCBWSP, availability in all service connections that will be served by the project is expected to improve, with 24/7 water supply availability and adequate pressure. The project will also prevent irreversible and damaging environmental effects such as salt-water intrusion, drying-up of wells, and land subsidence brought about by over-extraction of groundwater.

As of February 28, 2023, AEV and its wholly-owned Subsidiary, Aboitiz InfraCapital, collectively owned a 70% equity interest in Apo Agua.

LIMA Water Corporation (Lima Water)

LIMA Water was incorporated on May 28, 1999. LIMA Water provides industrial and potable water to over 130 industrial locators at the Lipa, Batangas-based LIMA Estate. LIMA Water has a daily water capacity of 8,800 cubic meters. LIMA Water also operates its own centralized wastewater treatment plant with a capacity of over 20,000 cubic meters to ensure the proper treatment of wastewater generated within the LIMA Estate. On August 1, 2017, Aboitiz InfraCapital acquired and took full operational control of LIMA Water from its Affiliate, AboitizLand.

In 2022, LIMA Water introduced the SMART Water Network technology in LIMA Estate to actively managed non-revenue water (NRW) or leakages in the water distribution system. Having resulted in a significant reduction in NRW in LIMA Estate, the same technology will be implemented in MEZ 2 and West Cebu economic estates in Cebu.

Aboitiz InfraCapital owns a 100% equity interest in LIMA Water.

Balibago Waterworks System, Inc. (BWSI)

BWSI was incorporated on May 20, 1958 with the primary purpose to acquire, establish, develop, manage, and operate an effective waterworks utility system within its franchise area of 900 hectares. Its franchise area includes Barangay Balibago in Angeles City and Barangay Dau in the town of Mabalacat. BWSI is currently operating 75 water distribution franchises across the country.

On August 3, 2017, Aboitiz InfraCapital acquired a minority stake in BWSI previously held by SFELAPCO. Additional purchases of BWSI shares were made by Aboitiz InfraCapital in 2019.

As of February 28, 2023, Aboitiz InfraCapital owned a 16% equity interest in BWSI.

Regional Airports

Aboitiz InfraCapital was granted original proponent status by the DOTr for its unsolicited proposal to expand, operate, and maintain the new Bohol-Panglao International Airport on September 3, 2018. Aboitiz InfraCapital believes this international airport located on the island of Panglao has significant growth prospects given Bohol's strong tourism potential, especially with the international market. The new Bohol-Panglao International Airport replaced the old Tagbilaran Airport and was inaugurated on November 28, 2018 with an estimated capacity of 2 mn passengers per annum.

On August 10, 2018, Aboitiz InfraCapital also submitted an unsolicited proposal for the upgrade, expansion, operations and maintenance of the Laguindingan Airport in Misamis Oriental, which is the gateway to the Northern Mindanao Development Corridor. On February 26, 2019, Aboitiz InfraCapital was granted original proponent status by the CAAP for its unsolicited proposal on Laguindingan Airport. The proposal involves the operations and maintenance, including the much-needed upgrade works, of the Laguindingan Airport. The airport has been operational since 2013 with a design capacity of 1.6 mn passengers per annum. According to CAAP, in 2018, the Laguindingan Airport served more than 2 mn passengers.

On October 7, 2019, Aboitiz InfraCapital submitted an unsolicited proposal to operate and maintain Bicol International Airport located in Daraga, Albay. The new gateway is expected to serve up to 2 mn passengers per year.

On November 29, 2019, Aboitiz InfraCapital obtained the approval of the NEDA Board for the Bohol unsolicited proposal, while the ICC-CabCom approved the proposal for Laguindingan Airport on December 20, 2019.

The company received original proponent status for its proposal to operate and maintain the Bicol International Airport on September 7, 2021. The newly constructed airport will replace Legazpi Airport.

On September 2, 2022, Aboitiz InfraCapital entered into a share subscription and transfer agreement with Megawide and GAIBV for Aboitiz InfraCapital to acquire a 33 and 1/3% minus 1 share equity ownership interest in GMCAC, the developer and operator of the MCIA. In the same agreement, Megawide and GAIBV issued exchangeable notes for the remaining 66 and 2/3 % plus 1 shares in GMCAC's outstanding capital stock, which will mature on October 30, 2024.

Digital Infrastructure

Towers

On February 7, 2019, Aboitiz InfraCapital signed a Memorandum of Understanding with the DICT. The Memorandum of Understanding recognized Aboitiz InfraCapital as a potential common tower provider with the necessary financial and operational capability to build and efficiently power its cell sites, and will also allow Aboitiz InfraCapital to secure contracts with telco operators. Aboitiz InfraCapital signed separate MOUs with Globe Telecom, Smart Communications, Dito Telecommunity, and NOW Telecom.

Aboitiz InfraCapital has also entered into partnership agreements with Globe Telecom and DITO Telecommunity for the deployment of small cells in key cities nationwide. The sites are readily available in high-density urbanized areas like Cebu and Davao where improving network quality and services is difficult due to congestion and availability of sites. The sites will serve as complementary offerings to the macro tower sites. Together with Globe Telecom and DITO Telecommunity, the company has deployed over 350 sites to date.

On April 28, 2021, Aboitiz InfraCapital partnered with leading global private markets firm, Partners Group, acting on behalf of its clients through its portfolio company Terra Digital Philippines Corporation, to establish a telecommunications infrastructure platform called Unity Digital. Through Unity Digital, Aboitiz InfraCapital and Terra Digital Philippines will build and operate passive telecommunication towers and supporting infrastructure across the country. This supports the Government's vision to improve the country's internet connectivity in local communities by increasing the number of cell sites of MNOs. Unity secured its Certificate of Registration as an Independent Tower Company from the DICT in February 2021.

On December 19, 2022, Unity Digital signed a sale and purchase agreement and a master services agreement with PLDT Inc. (PLDT), through its subsidiaries Smart Communications, Inc. (Smart) and Digitel Mobile Philippines (Digitel), for the acquisition of 650 telecommunications towers and related passive telecommunications infrastructure for PHP ₱9.2 bn, through a sale and leaseback transaction.

Upon completion of this acquisition, Unity Digital expects to continue to grow and scale, further improving its services by providing safe, fast and reliable communication to its growing number of customers. The telecom towers that will be purchased are situated in the Visayas and Mindanao areas, which provides Unity Digital a high-quality portfolio of strategic locations across the country.

As of February 28, 2023, it had rolled out five operating sites with approximately 50 sites under construction.

Economic Estates

On September 1, 2020, the management of the Industrial and Commercial Business Units of AboitizLand was transferred to Aboitiz InfraCapital. The Aboitiz Group believes that the future of large scale fully integrated economic centers will be built on advanced, robust, and seamless infrastructure facilities and services. By moving the management to Aboitiz InfraCapital, the development and implementation of the integrated economic center strategy will be harmonized, which will ultimately strengthen the Aboitiz Group's competitive advantage in current and future developments and projects. Since then, the Integrated Economic Centers have rebranded to the Aboitiz InfraCapital Economic Estates.

The industrial developments include three economic zones: (a) the LIMA Technology Center, a 794-hectare industrial zone in Malvar, Batangas; (b) the Mactan Economic Zone 2, a 63-hectare economic zone in Lapu-Lapu City, Cebu; and (c) the West Cebu Industrial Park, a 283-hectare industrial zone in Balamban, Cebu.

Meanwhile, the commercial projects include: (i) The Outlets at Lipa in Lipa, Batangas; (ii) LIMA Exchange in Lipa, Batangas; (iii) Lima Square in Lipa, Batangas; (iv) Pueblo Verde, Lapu-Lapu City, Cebu; (v) The Outlets at Pueblo Verde, Lapu-Lapu City, Cebu; (vi) the iMez Building, Lapu-Lapu City, Cebu; (vii) The Persimmon Plus in Mabolo, Cebu City; and (viii) build-to-rent micro-studio developments in various locations in Makati and Taguig Cities through AllRise Development Corp.

On July 27, 2022, LIMA Land, Inc. broke ground on LIMA Tower One, a PEZA-certified building which boasts 34,000 square meters of gross floor area. It is the first of its planned seven-tower office park at the heart of LIMA's CBD, which aims to capitalize on the anticipated boom of business process outsourcing (BPO) companies outside the National Capital Region. LIMA Tower One is expected to be completed by the end of the second quarter of 2024. As of February 28, 2023, there are 2.6 hectares of available commercial lot inventory up for sale in 2021. With its growing 30-hectare Central Business District (CBD) – the first to rise in Batangas – LIMA has emerged as more than just a leading industrial estate, but also the center for commerce in the Batangas province. It currently houses various commercial components such as The Outlets at Lipa, LIMA Exchange, LIMA Park Hotel, LIMA Square, and LIMA Transport Hub.

Aboitiz InfraCapital remains committed to participating in the Philippine infrastructure space and contributing to the nation's economic development.

B. Republic Cement Group

AEV CRH Holdings, Inc. and CRH Aboitiz Holdings, Inc.

Incorporated in July 2015, AEV CRH and CRH Aboitiz are investment vehicles of AEV, in partnership with CRH plc. CRH Aboitiz acquired equity interests in Republic Cement Services, (Philippines) Inc. (RCSI) (formerly Lafarge Cement Services Philippines, Inc.) on September 15, 2015.

AEV CRH acquired a total of 99.09% equity interest in RCBM (formerly Lafarge Republic, Inc.) through (i) a private sale from its major shareholder representing 88.85% of RCBM's outstanding capital stock, and (ii) and a mandatory tender offer to acquire the remaining shares from the minority shareholders in compliance with the requirements of the Securities Regulation Code. On September 9, 2015, AEV CRH accepted from the public a total of 596,494,186 shares representing 10.24% of the outstanding shares of RCBM. The tendered shares brought up AEV CRH's total shares in RCBM to 99.09% as of February 29, 2016.

On April 26, 2016, RCBM was voluntarily delisted from the PSE, which was approved by the PSE Board of Directors, effective on April 25, 2016. After the increase in the par value and decrease in RCBM's authorized capital stock in September 2016, RCBM was no longer considered a public company (as defined by the SEC). Thereafter, the SEC granted RCBM's application for Voluntary Revocation of Registration of Securities and Certificate of Permit to Sell Securities on January 4, 2017.

As of February 28, 2023, AEV CRH owned 99.40% of RCBM's outstanding capital stock and as of February 28, 2022, AEV owned a 60% and a 45% equity interests in its Associates, AEV CRH and CRH Aboitiz, respectively.

Republic Cement & Building Materials, Inc.

Incorporated on May 3, 1955, RCBM is primarily engaged in the manufacture, development, exploitation, and sale of cement, marble and a number of other building materials, and the processing or manufacture of materials for a range of industrial or commercial purposes.

As of February 28, 2023, AEV CRH owned 99.40% of RCBM's total outstanding capital stock.

RCBM's operating cement manufacturing plants are located in the following sites: (a) Barangay Minuyan, Norzagaray, Bulacan (Bulacan Plant); (b) Bo. Bigte, Norzagaray, Bulacan (Norzagaray Plant); (c) Bo. Mapulo, Taysan, Batangas (Batangas Plant); and (d) Barangay Dulumbayan, Teresa, Rizal (Teresa Plant). RCBM also has a cement grinding facility located in Bo. Dungo-an, Danao, Cebu (Danao Plant). RCBM serves a broad market in both the public and private sectors, including institutional cement customers, developers and contractors as well as distributors, dealers and retailers.

RCBM owns a 99.97% equity interest in Republic Cement Mindanao, Inc. (RCMI) (formerly Lafarge Mindanao, Inc.). On October 1, 2020, the SEC approved the merger of RCMI and Republic Cement Iligan, Inc. (RCII), with RCMI as the surviving entity.

Republic Cement Mindanao, Inc. and Republic Cement Iligan, Inc.

RCMI was incorporated on May 25, 1957 to engage and deal in the production, purchase and sale of cement, concrete and allied products; quarrying, crushing and dealing in limestone in all its forms; and mixing, processing and sale of limestone with binder of any description.

On April 6, 2018, RCMI ceased to be a public company with the grant by the SEC of its Petition for Voluntary Revocation of Registration of Securities and Certificate of Permit to Sell Securities.

Since 1999, RCMI's business operations have been concentrated mainly on cement distribution and the contracting for the manufacture of cement by its former Affiliate, RCII. RCMI serves a broad market in both the public and private sectors, including institutional cement customers, developers and contractors as well as distributors, dealers and retailers.

RCII was incorporated on June 1, 1967 and, prior to its merger into RCMI on October 1, 2020, had the primary purpose of: to acquire, own, construct, manage and operate a cement plant for the manufacture and production of a range of cement and cement products or by-products, including any derivatives thereof, for its former Affiliate, RCMI. RCII's (now RCMI's) operating cement manufacturing plant is located in Barangay Kiwalan, Iligan City.

As of February 28, 2023, RCBM owned a 99.90% equity interest in RCMI.

Republic Cement Land & Resources, Inc. (formerly: Luzon Continental Land Corporation)

Republic Cement Land & Resources, Inc. (RCLR) was incorporated on October 26, 1998 primarily to acquire, develop and operate land, quarries, mining rights, buildings and other real or personal property used for mining, and process a range of ore and cement materials. RCLR was acquired by AEV CRH from

Calumboyan Holdings, Inc. on September 15, 2015. It currently leases land and supplies limestone and other raw materials to its Affiliate, RCBM.

AEV CRH owns a 100% equity interest in RCLR.

Republic Cement Services, Inc.

RCSI, incorporated on August 21, 2001, is the managing company of the non-nationalized businesses of RCBM and RCMI. CRH Aboitiz owns a 100% equity interest in RCSI.

(ii) Distribution Methods

A. Aboitiz InfraCapital

LIMA Water Corporation

LIMA Water, with a daily water capacity of 8 mn liters per day, provides industrial and potable water to over 100 industrial locators at the Lipa, Batangas-based LIMA Estate.

B. Republic Cement Group

The cement sales of the Republic Cement Group were primarily made through distributors and dealers, with other sales made directly to contractors, developers, precast manufacturers and ready-mix concrete companies. RCBM Group's products are sold nationwide, with a majority of its sales coming from the Luzon region.

(iii) New Products and Services

A. Aboitiz InfraCapital

Aboitiz InfraCapital is currently undertaking project development activities in relation to its various infrastructure projects.

B. Republic Cement Group

The Republic Cement Group continues to develop high quality cement products for the builder's ease, efficiency, and flexibility**.**

(iv) Competition

A. Aboitiz InfraCapital

The principal competitors of Aboitiz InfraCapital, Inc. consist of the companies that participate in the proposals and bids for infrastructure projects and sectors it pursues. These include Metro Pacific Investments Corporation, San Miguel Corporation, and Filinvest Development Corporation.

B. Republic Cement Group

While market shares change constantly, the main competitors of the Republic Cement Group for its cement products consist of the cement manufacturers in the Philippines, such as Holcim Philippines, Inc., Eagle Cement Corporation, Cemex Philippines, and Taiheiyo Cement Philippines, Inc., as well as traders who import cement into the Philippines.

The Republic Cement Group's brand names and product lines have long been respected in the local construction industry, enabling it to effectively compete in the market. The Republic Cement Group continuously innovates and improves its product lines and production efficiency, to respond to the growing needs of the quality-conscious Filipino builder.

(v) Sources of Raw Materials

A. Aboitiz InfraCapital

Aboitiz Infracapital Group is not dependent upon one or a limited number of suppliers for essential raw materials and has supply transactions for goods and services with multiple suppliers.

B. Republic Cement Group

The principal raw materials for the manufacture of cement consist of minerals such as limestone, silica sand and shale, which are quarried from the Republic Cement Group's or RCLR's sites, mining claims, or purchased from local suppliers or Affiliates. Cement manufacture is the result of a definite process – the crushing of minerals, grinding, mixing, calcining/sintering, cooling and adding of retarder or gypsum. Other raw materials, slag, coal, other fuel and spare parts are obtained locally and abroad.

The Republic Cement Group is not dependent upon one or a limited number of suppliers for essential raw materials.

Energy Requirements

Cement manufacture is an energy-intensive process requiring reliable and affordable power supply for uninterrupted production. The operating plants source their power requirements from the following power providers:

Company	Location	Power Provider
RCBM	Bulacan, Norzagaray, Teresa and Batangas Plants	AESI and Masinloc Power Partners Co. Ltd.
	Danao Plant	AESI
RCMI	Barangay Kiwalan, City of Iligan, Province of Lanao del Norte	PSALM and PowerSource Philippines Energy, Inc.

The Republic Cement Group has its own generator sets in most of its operating plants to provide back-up power in case of power shortage or interruptions or poor power quality. In November 2014, RCII (now merged with RCMI) entered into a Power Supply Agreement with PowerSource Philippines Energy, Incorporated (PSPEI), wherein RCII invested in PSPEI as a minority shareholder.

(vi) Major Customers

A. Aboitiz InfraCapital

Aboitiz InfraCapital is not dependent upon a single customer or a few customers that a loss of anyone would have a material adverse effect on the performance of its sales and distribution. It has no single customer that will account for 20% or more of the Group's total sale of goods and services.

B. Republic Cement Group

RCBM and its Subsidiaries are not dependent on any single or major customer. At present, the Republic Cement Group caters to diverse types of customers, including but not limited to, wholesalers, traders, ready mix companies, concrete products manufacturers, international and local contractors and real estate developers.

(vii) Patents, Copyrights, and Franchises

The Infrastructure Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed Philippine IPO. Please refer to **Annex "B-6**" to see the trademark applications which the

Infrastructure Group has filed with the Philippine IPO.

(viii) Government Approval

Aboitiz InfraCapital and its Subsidiaries and the Republic Cement Group secure numerous government approvals such as (but not limited to) environmental compliance certificates, development permits, licenses to sell, and business permits as part of the ordinary course of its business.

A. Aboitiz InfraCapital

LIMA Water Corporation

In 2020, LIMA Water received its laboratory accreditation from the Department of the Environment and Natural Resources. The recognition authorizes the company's Laboratory Services Unit to generate environmental data in connection with the Environmental Impact Assessment system and monitoring to support the implementation of policies and guidelines.

In November of the same year, Lima Water secured PEZA approval on its tariff adjustment application. The shift to a new progressive structure tariff structure will encourage more efficient use of water among the locators.

B. Republic Cement Group

The Bureau of Product Standards of the Department of Trade and Industry granted RCBM the license to use the Philippine Standard Quality Certification Mark for its principal products. All other necessary licenses and permits required for the continuous production and sale of RCBM products have been secured, including new licenses as well as those that have to be renewed periodically.

(ix) Costs and Effects of Compliance with Environmental Laws

A. Aboitiz InfraCapital

LIMA Water Corporation

Upholding strict compliance with existing environmental laws is of high value to LIMA Water's operations. These laws aim to pursue economic growth in a manner in which the environment is not compromised. As a consequence of the current status of the country's environment, standards set by the DENR are becoming more stringent, as set forth by DENR Administrative Order ("DAO") 08 series of 2016. Capital and operational expenditures are provisioned to comply with the parameters set forth in the new DAO.

Aside from water quality, DENR standards on air quality, hazardous and solid wastes are constantly adhered to as part of the Environmental Impact Assessment System. Through environmental monitoring, assessment and evaluation in line with existing standards and regulations, pollution mitigation is improved.

With LIMA Water fully committed to its environmental compliance, more initiatives and innovations are carried out to continuously adapt and further address the vulnerability of the environment due to economic advances.

B. Republic Cement Group

RCBM and its Subsidiaries are committed to a policy of sustainable development, protection of the environment, and preservation of natural resources and energy. All the manufacturing plants are ISO 14001 certified, embracing environmental management system as a way of life.

Each quarry site has set up a Mine Rehabilitation Fund as a reasonable environmental deposit to ensure availability of funds for the satisfactory compliance with the commitments and performance of the

activities stipulated in the Environmental Protection and Enhancement Program or the Annual Environmental Protection and Enhancement Program during each project phase, for the physical and social rehabilitation of areas and communities affected by the quarrying activities and for research on the social, technical and preventive aspects of rehabilitation.

Aligned with the Republic Cement Group's commitment to environmental protection, the upkeep and maintenance of dust control devices at the manufacturing sites are given top priority. In fact, three of the Republic Cement Plants recently invested in the state-of-the-art Baghouse System, which replaced the conventional Electrostatic Precipitators. These Baghouse Systems significantly lowers the dust emission to <50 mg/Nm^3, which not only passed but is significantly below the Philippine standard limit of 150 mg/Nm^3. Enhancing the Republic Cement Group's alternative fuels program has also lessened the group's dependence on fossil fuels such as coal and bunker fuel, thereby decreasing the Republic Cement Group's carbon footprint.

To ensure that the Republic Cement Group's continuing manufacturing activities do not result in added negative environmental impact, such as increase in emissions, the Republic Cement Group continues to invest their resources in housekeeping activities and periodic stationary sampling of air and water quality around the manufacturing sites. Continuous Emissions Monitoring Systems have also been installed in every manufacturing site to ensure that air emissions are kept within Philippine standard limits.

Moreover, under the Philippine Mining Act and its implementing rules and regulations, each of the Companies shall: (a) assist in the development of the host and neighboring communities in accordance with the Social Development and Management Program approved by the Mines and Geosciences Bureau to promote the general welfare of the inhabitants living thereat; and (b) assist in the development of mining technology and geosciences as well as the corresponding manpower training and development.

The Republic Cement Group's reforestation project have already reached to 1,291 hectares planted to 1,038,210 seedlings or about 951,244 grown saplings consists of various endemic forest trees including mangroves, fruit-bearing trees, and bamboo across all operating sites since its launching in 2013 in support of the National Greening Program of the government which aimed to foster sustainable development for environment stability, food sufficiency, poverty reduction, biodiversity conservation, and climate change mitigation and adaptation. In addition, about 182 hectares of the group's Mineral Production Sharing Agreement area planted to 116,504 seedlings or about 106,000 surviving saplings/ grown trees across all of its operating quarry sites have already been progressively rehabilitated under the Mining Forest Program. The group's progressive rehabilitation involves not only the planting of forest trees and fruit-bearing trees but also incorporates the principles of agricultural farming systems within the mining tenement wherein areas devoid of mineral resources are converted into agricultural production. Cultivation of agricultural crops such as vegetables, different kinds of fruits, rice and corn within the mining tenement in the Bulacan, Teresa, and Batangas Plants is on-going. This endeavor could be seen as an alternative pathway to contribute to food security at the local level, at the very least. Further, the Republic Cement Group also embraces biodiversity conservation as all of its operating cement and quarry sites across the country have completed biodiversity assessment and continuously being monitored and reported to the Multi-partite Monitoring Team and the Mine Rehabilitation Fund Committee of the DENR.

(i) Effect of Existing and Probable Governmental Regulations on the Business

Amended Public Service Act

The Amended PSA provides for an enumeration of public services that are considered as public utilities and further states that no other person or entity shall be deemed a public utility unless otherwise subsequently provided by law. Accordingly, business activities of AIC that do not fall under the current enumeration of public utilities in the Amended PSA are not considered as such and the nationality requirements imposed on public utilities under the Constitution do not apply, subject to other nationality requirements under applicable laws.

Further, passive telecommunications tower infrastructure and components, such as poles, fiber ducts, dark fiber cables, and passive telecommunications tower infrastructure as defined by the Department of Information and Communications Technology have been excluded from the coverage of telecommunications, as defined in the Amended PSA, and are also not considered critical infrastructure under the Amended PSA. The Amended PSA provides for restrictions on ownership by foreign governments or foreign state-owned enterprises of public services classified as critical infrastructure. Consequently, the development and operation of telecommunication towers undertaken by Unity Digital may not be considered as an operation of a critical infrastructure under the Amended PSA.

CREATE Act

Pursuant to the sunset provision of the CREATE Act three companies under the Infrastructure Group, namely LimaLand, CIPDI and LWC, will continue enjoying the incentives granted by the PEZA, including 5% GIE, for ten years from July 1, 2022. The existing locators of LimaLand and CIPDI have the same option to enjoy their current incentives under the sunset provision.

(x) Major Risk/s Involved in the Business

Risks that are particular to Aboitiz InfraCapital and its Subsidiaries are:

Aboitiz InfraCapital may not be able to fully realize the benefits of implementing its infrastructure business

Aboitiz InfraCapital's ability to successfully grow and operate its infrastructure business is subject to various risks, uncertainties and limitations, including:

(a) the need to procure materials, equipment and services at reasonable costs and in a timely manner;
(b) reliance on the performance of third-party providers and consultants which have an impact on the overall operating performance of Aboitiz InfraCapital's business units;
(c) the possible need to raise additional financing to fund infrastructure projects, which Aboitiz InfraCapital may be unable to obtain on satisfactory commercial terms or at all;
(d) deficiencies or delays in the design, engineering, construction, installation, inspection, commissioning, management or operation of projects where applicable;
(e) penalties if concession requirements are not satisfied;
(f) the timely delivery by the Government of any rights of way for its projects;
(g) its ability to complete projects according to budgeted costs and schedules;
(h) market risks;
(i) non-implementation of toll or fare adjustments provided under its concession;
(j) regulatory risks; and
(k) delays or denials of required approvals, including required concessional and environmental approvals.

Occurrence of any of the foregoing or a failure by Aboitiz InfraCapital to successfully operate its infrastructure business could have a material adverse effect on its business, financial condition and results of operations.

These risks are mitigated through a combination of (i) developing and implementing the appropriate plans and procedures covering relevant areas such as stakeholder management, procurement and operations; and (ii) engaging the appropriate experts and suppliers where necessary.

Aboitiz InfraCapital may not be successful in securing new concessions or projects

Aboitiz InfraCapital's future plans in relation to the infrastructure business contemplate the continued acquisition of new concessions and projects, successful participation in bids for projects as well as exploring opportunities in other sectors. Aboitiz InfraCapital's ability to expand its business and increase operating profits is dependent on many external factors and events that are outside of Aboitiz

InfraCapital's control, including changes in governmental laws and policies, such as the current "Build Build Build" initiative of the President Duterte administration.

Aboitiz InfraCapital may not be able to lease its properties in a timely manner or collect rent at profitable rates or at all

Aboitiz InfraCapital's ability to sell or lease sites in its industrial and commercial projects, could be affected by a number of factors including consumer confidence resulting to slow down on sales, changing customer needs, entry of key players, more aggressive competitors (for pricing, payments, incentives, offers etc.) competition for tenants, changes in market rates, the inability to renew leases, bankruptcy of tenants, the increase in operating expenditures, and efficiency in collection, property management, tenant relations, and loss of market. In addition, adverse trends in the industries that are located in Aboitiz InfraCapital's commercial and industrial projects could result in lower demand for leases or the inability of existing tenants to honor their lease commitments. The inability of Aboitiz InfraCapital to lease spaces could materially affect its business, financial condition and results of operations.

Item 2. Properties

The Company's head office is located at 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines. The office space occupied by AEV is leased from a third party. As a holding company, the Company does not utilize a significant amount of office space.

As of the date of this Annual Report, there are no definite plans of acquiring properties in the next 12 months. Nonetheless, the Company plans to continually participate in future projects that become available to it and will disclose the same in accordance with the applicable disclosure rules under the SRC.

There are no mortgages, liens, or encumbrances over the properties of the Company.

On a consolidated basis, the Property, Plant and Equipment of the Group had a carrying value of ₱224.17 bn, and ₱220.02 bn, as of December 31, 2022, and 2021, respectively. The breakdown of the Company's Property, Plant and Equipment as of December 31, 2022, and 2021 is as follows:

Property, Plant and Equipment as of December 31	2022	2021
Power Plant Equipment and Steam Field Assets	₱132,660,266	₱126,267,975
Construction in progress	16,046,138	10,105,230
Buildings, Warehouses and Improvements	67,286,922	61,446,891
Transmission, Distribution and Substation Equipment	27,750,107	25,319,519
Machinery & Equipment	11,968,898	11,624,708
Office Furniture, Fixtures and Equipment	16,985,009	16,100,110
Leasehold Improvements	3,417,209	3,349,237
Land and Land Improvements	4,105,228	3,874,417
Transportation Equipment	3,550,821	2,813,608
Tools and Others	2,293,821	6,178,671
Less: Accumulated Depreciation and Amortization	91,891,452	78,932,431
Accumulated Impairment	4,317,975	3,588,720
TOTAL PPE	189,854,993	184,559,215
Right-Of-Use Assets	34,856,727	35,458,992
TOTALS	**₱224,711,720**	**₱220,018,207**

Note: *Values for the above table are in thousand Philippine Pesos.*

Property, Plant and Equipment with carrying amount of ₱64.4 bn and ₱61.8 bn as of December 31, 2022 and 2021, respectively, are used to secure the Group's long-term debts. For further details refer to Note 19 (disclosure on Long-term Debts) of AEV's 2022 consolidated financial statements.

SUBSIDIARY	DESCRIPTION	LOCATION/ADDRESS	CONDITION
Cotabato Light	Industrial land, buildings/plants, equipment and machinery	Sinsuat Avenue, Cotabato City	In use for operations
Davao Light	Industrial land, buildings/plants, equipment and machinery	P. Reyes Street, Davao City: Bajada, Davao City	In use for operations
Visayan Electric	Industrial land, buildings/plants, equipment and machinery	Jakosalem Street, Cebu City and J. Panis Street, Cebu City	In use for operations
Pilmico	Industrial land, buildings/plants, equipment and machinery	Kiwalan Cove, Dalipuga, Iligan City	In use for operations
Hedcor	Hydropower plants	Kivas, Banengneng, Benguet; Beckel, La Trinidad, Benguet; Bineng, La Trinidad, Benguet; Sal-angan, Ampucao, Itogon, Benguet; and Bakun, Benguet	In use for operations
Hedcor Sibulan	Hydropower plant	Santa Cruz, Sibulan, Davao del Sur	In use for operations
Hedcor Tudaya	Hydropower plant	Santa Cruz, Sibulan, Davao del Sur	In use for operations
Hedcor Sabangan	Hydropower plant	Namatec, Sabangan, Mountain Province	In use for operations
CPPC	Bunker-C thermal power plant	Cebu City, Cebu	In use for operations
EAUC	Bunker-C thermal power plant	Lapu-Lapu City, Cebu	In use for operations
APRI	Geothermal power plants	Tiwi, Albay; Caluan, Laguna; Sto. Tomas, Batangas	In use for operations
TMI	Barge-mounted diesel power plants	Nasipit, Agusan del Norte and Barangay San Roque, Maco, Compostela Valley	In use for operations
PANC	Industrial land, buildings/plants, eqpt. & machinery	Barangay Sto. Domingo II, Capas, Tarlac	In use for operations
TMO	Barge-mounted diesel power plants	Navotas Fishport, Manila	In use for operations
GMEC	Coal-fired thermal power plant	Mariveles, Bataan	In use for operations
TVI	Land	Bato, Toledo, Cebu	For plant site
Lima Enerzone	Industrial land, buildings/plants, equipment and machinery	Lipa City and Malvar, Batangas	In use for operations
Balamban Enerzone	Buildings/plants, equipment and machinery	Balamban, Cebu	In use for operations
TSI	Coal-fired thermal power plants	Davao City and Davao del Sur	In use for operations

TPVI	Buildings/plants, equipment, and machinery	Naga City, Cebu	In use for operations
AboitizLand	Raw land and improvements	Metro Cebu, Balamban, Cordova, Mactan, Liloan, Samar, Misamis Oriental, Davao	Existing or undergoing development; for future use
Lima Land	Raw land and improvements	Lipa and Malvar, Batangas	Existing or undergoing development; for future use
RCBM	Cement manufacturing plants	Barangay Minuyan, Norzagaray, Bulacan; Bo. Bigte, Norzagaray, Bulacan; Bo. Mapulo, Taysan, Batangas; Baranagay Dulumbayan, Teresa, Rizal	In use for operations
RCBM	Cement grinding stations	Bo. Dungo-an, Danao, Cebu	In use for operations
RCII (now merged with RCMI)	Cement grinding plant	Barangay Kiwalan, Iligan City, Iligan	In use for operations

International Animal Nutrition

Locations of Principal Properties and Equipment of Gold Coin Group are as follows:

SUBSIDIARY	DESCRIPTION	LOCATION/ ADDRESS	CONDITION
Gold Coin Feedmill (Kunming) Company Limited	Livestock mill (broiler, swine and fish feeds)	Kunming, Yunnan Province, China	In use for operations
Gold Coin (Zhangzhou) Company Limited	Livestock mill (swine, broiler, pigeon feeds and SN products)	Zhangzhou, Fujian Province, China	In use for operations
Gold Coin (Zhuhai) Company Limited	Livestock mill (poultry, swine, floating fish feeds and SN products)	Zhuhai, Guangdong Province, China	In use for operations
Gold Coin Feedmill (Dongguan) Co. Limited	Livestock mill (poultry, swine, floating fish and pigeon feeds)	Dongguan, Guangdong Province, China	In use for operations
Gold Coin Feedmills (Malaysia) Sdn. Bhd.- BW	Livestock mill (poultry broiler feed)	West Malaysia	In use for operations
Gold Coin Feedmills (Malaysia) Sdn. Bhd.- PK	Livestock mill (poultry broiler feed)	West Malaysia	In use for operations
Gold Coin Specialties Sdn. Bhd.	Aqua mill (shrimp feed)	Selangor, Malaysia	In use for operations
Gold Coin Sarawak Sdn. Bhd.	Production mill (poultry broiler and layer feed; conducts commodities trading for the region)	Sarawak, East Malaysia	In use for operations
Bintawa Fishmeal Factory Sdn. Bhd.	Production mill (fish meal)	Sarawak, East Malaysia	In use for operations
Gold Coin Feedmill (Sabah) Sdn. Bhd.	Livestock mill (poultry broiler feed)	Sabah, East Malaysia	In use for operations
P.T. Gold Coin Indonesia - BKS	Livestock mill (poultry layer and broiler feed)	Bekasi, Indonesia	In use for operations

P.T. Gold Coin Indonesia - MDN	Livestock mill (poultry layer and broiler feed)	Medan, Indonesia	In use for operations
P.T. Gold Coin Indonesia - SBY	Livestock mill (poultry layer and broiler feed)	Surabaya, Indonesia	In use for operations
P.T. Gold Coin Specialties - LPG	Aqua mill (shrimp feeds)	Lampung, Indonesia	In use for operations
P.T. Gold Coin Specialties - BKS	Aqua mill (shrimp feeds)	Bekasi, Indonesia	In use for operations
P.T. Ayam Unggul	Breeder farm (hatchery)	Bekasi, Indonesia	In use for operations
American Feeds Company Limited	Livestock mill (swine feed and some poultry feed; has fish production lines)	Hai Duong, North Vietnam	In use for operations
Gold Coin Feedmill Ha Nam Company Limited	Livestock mill (swine feed and some poultry feed; has fish production lines)	Ha Nam, North Vietnam	In use for operations
Gold Coin Feedmill (Dong Nai) Co. Ltd.	Livestock mill (swine feed)	Dong Nai, South Vietnam	In use for operations
Gold Coin Specialties (Thailand) Co. Ltd.	Aqua mill (shrimp feed)	Songkhla, Thailand	In use for operations

Item 3. Legal Proceedings

AEV and its Subsidiaries are currently involved in various legal proceedings in the ordinary conduct of their businesses. The Company believes that the results of these actions will not have a material effect on the Company's financial position and results of operations.

Item 4. Submission of Matters to a Vote of Security Holders

There were no matters submitted to a vote of security holders during the fourth quarter of the fiscal year covered by this report.

PART II – OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Issuer's Common Equity and Related Stockholder Matters

(1) Market Information

AEV's common shares are traded in the PSE.

The high and low stock prices of AEV's common shares for each quarter for the past three years were as follows:

	2022		2021		2020	
	High	Low	High	Low	High	Low
First Quarter	65.15	52.35	47.60	34.50	54.00	29.10
Second Quarter	60.00	44.85	43.70	34.00	52.20	38.25
Third Quarter	61.95	45.95	54.20	37.00	51.60	45.05
Fourth Quarter	58.45	57.40	59.05	46.70	48.90	42.10

The closing price of AEV common shares, as of March 21, 2023 was ₱53.00 per share.

(2) Holders

As of March 21, 2023, AEV had 8,275 stockholders of record, including PCD Nominee Corporation (Filipino) and PCD Nominee Corporation (Foreign). Common shares outstanding as of the same date were 5,630,225,457 shares.

The top 20 stockholders of AEV as of March 21, 2023 were as follows:

	Stockholder	Nationality	Common Shares	% of Total Common Shares Issued
1	Aboitiz & Company, Inc.	Filipino	2,735,600,915	48.59%
2	PCD Nominee Corporation (Filipino)	Filipino	1,080,826,404	19.20%
3	Ramon Aboitiz Foundation Inc.	Filipino	426,804,093	7.58%
4	PCD Nominee Corporation (Non-Filipino)	Non-Filipino	322,503,696	5.73%
5	Sanfil Management Corporation	Filipino	120,790,211	2.15%
6	Windemere Management & Development Corporation	Filipino	49,666,352	0.88%
7	Donya 1 Management & Development Corporation	Filipino	43,136,359	0.77%
8	Bauhinia Management Inc.	Filipino	41,148,120	0.73%
9	Morefund Management & Development Corporation	Filipino	40,000,000	0.71%
10	Anso Management Corporation	Filipino	30,369,707	0.54%
11	MYA Management & Development Corporation	Filipino	22,494,414	0.40%

12	Luis Miguel O. Aboitiz	Filipino	20,092,133	0.36%
13	Guada Valley Holdings Corporation	Filipino	17,688,445	0.31%
14	Parraz Development Corporation	Filipino	14,483,067	0.26%
15	Dominus Capital Inc.	Filipino	11,600,000	0.21%
	FMK Capital Partners	Filipino	11,600,000	0.21%
16	Arrayanes Corporation	Filipino	10,750,070	0.19.%
17	UnionBank TISG For IMA#PH3Q201 692	Filipino	8,709,900	0.15%
18	Les Folatieres Holdings Inc.	Filipino	8,056,119	0.14%
19	Ramjay Management & Dev. Corp	Filipino	7,826,493	0.14%
20	Era Management and Development Corporation	Filipino	7,697,658	0.14%
	SUB-TOTAL		**5,031,844,156**	**89.37%**
	Other Stockholders		**598,381,301**	**10.63%**
	TOTAL SHARES		**5,630,225,457**	**100.00%**
	NET ISSUED AND OUTSTANDING SHARES		**5,630,225,457**	**100.00%**

(3) Dividends

The cash dividends declared by AEV to common stockholders for the first quarter of 2023, 2022, and 2021 are shown in the table below:

Year	Cash Dividend Per Share	Declaration Date	Total Declared	Record Date	Payment Date
2023 (regular)	₱1.47	03/03/2022	₱8.28 billion	03/17/2022	03/30/2023
2022 (regular)	₱1.62	03/04/2022	₱9.12 billion	03/18/2022	03/30/2022
2021 (regular)	₱0.91	03/05/2021	₱5.12 billion	03/19/2021	03/31/2021

There are no restrictions that limit the payment of dividends on common shares to stockholders of record as of March 21, 2023.

(4) Recent Sales of Unregistered or Exempt Securities, Including Recent Issuance of Securities Constituting an Exempt Transaction

AEV does not have any recent sales of unregistered or exempt securities including recent issuances of securities constituting an exempt transaction.

Item 6. Management's Discussion and Analysis or Plan of Action

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis of the financial condition and results of operations of AEV and its Subsidiaries should be read in conjunction with the audited consolidated financial statements and accompanying disclosures set forth elsewhere in this report.

The critical accounting policies section discloses certain accounting policies and management judgments that are material to the Company's results of operations and financial condition for the periods presented in this report. The discussion and analysis of the Company's results of operations is presented

in three comparative sections: the year ended December 31, 2022 compared with the year ended December 31, 2021, the year ended December 31, 2021 compared with the year ended December 31, 2020, the year ended December 31, 2020 compared with the year ended December 31, 2019.

TOP FIVE KEY PERFORMANCE INDICATORS

Management uses the following indicators to evaluate the performance of AEV and its Subsidiaries:

1. **EQUITY IN NET EARNINGS OF INVESTEES**

   Equity in net earnings (losses) of investees represents the Group's share in the undistributed earnings or losses of its Associates and Joint Ventures for each reporting period subsequent to the acquisition of the said investment. This account reflects the result of the operating performance of an Associate or a Joint Venture and indicates its contribution to the Group's consolidated net income.

   Manner of Computation: Investee's Net Income (Loss) x Investor's % ownership – Goodwill Impairment Cost.

2. **EARNINGS BEFORE INTEREST, TAXES, DEPRECIATION AND AMORTIZATION (EBITDA)**

   The Company computes EBITDA as earnings before extraordinary items, net finance expense, income tax provision, depreciation and amortization. It provides management and investors with a tool for determining the ability of the Group to generate cash from operations to cover financial charges and income taxes. It is also a measure to evaluate the Group's ability to service its debts and to finance its capital expenditure and working capital requirements.

3. **CASH FLOW GENERATED**

   Using the Statement of Cash Flows, management determines the sources and usage of funds for the period and analyzes how the Group manages its profit and uses its internal and external sources of capital. This aids management in identifying the impact on cash flow when the Group's activities are in a state of growth or decline, and in evaluating management's efforts to control the impact.

4. **CURRENT RATIO**

   Current Ratio is a measurement of liquidity, calculated by dividing total current assets by total current liabilities. It is an indicator of the Group's short-term debt-paying ability. The higher the ratio, the more liquid the Group.

5. **DEBT–TO–EQUITY RATIO**

   Debt-to-Equity Ratio indicates how leveraged the Group is. It compares assets provided by creditors to assets provided by shareholders. It is determined by dividing total debt by total equity.

YEAR ENDED DECEMBER 31, 2022 COMPARED TO YEAR ENDED DECEMBER 31, 2021

KEY PERFORMANCE INDICATORS
(Amounts in thousands except financial ratio data)

	JAN-DEC 2022	JAN-DEC 2021
EQUITY IN NET EARNINGS OF INVESTEES	**₱20,781,865**	₱17,245,643
EBITDA	**71,175,770**	67,241,938
CASH FLOW GENERATED:		
Net cash flows from operating activities	**30,180,674**	36,319,034
Net cash flows used in investing activities	**(75,969,859)**	(10,078,385)

Net cash flows from (used in) financing activities	**(4,364,764)**	52,988,973
Net Increase (Decrease) in Cash & Cash Equivalents	**(48,661,719)**	79,229,622
Cash & Cash Equivalents, Beginning	**147,534,035**	65,966,411
Cash & Cash Equivalents, End	**101,526,260**	147,534,035
	DECEMBER 31, 2022	**DECEMBER 31, 2021**
CURRENT RATIO	**1.9**	2.3
DEBT-TO-EQUITY RATIO	**0.7**	0.6

Equity earnings in investees increased by 21% from ₱17.2 bn during 2021 to ₱20.8 bn during 2022. The increase was due to: (i) fresh contributions from GNPD, and (ii) higher earnings of UnionBank. This was partly offset by lower earnings of RCBM) due to weaker demand for cement caused by the pre-election construction ban and post-election transition, global commodity price increase of steel, other construction materials and higher input costs of fuel and electricity. RCBM also benefited in 2021 from a one-time gain from the CREATE Act which reduced its deferred tax liabilities.

Consolidated EBITDA translated into substantial cash inflows coming from the Subsidiaries' operations. These inflows, coupled with dividends received from Associates and Joint Ventures are the main source of internally-generated funds, which are then used to finance capital expenditures, additional investments into associates, dividends and debt service payments.

With net debt increasing more than total equity during the 12 months of 2022, Net Debt-to-Equity ratio as of December 31, 2022 increased to 0.7x from end-2021's 0.6x. The Current Ratio as of December 31, 2022 was at 1.9x, a decline from the end-2021 level of 2.3x as the increase in current liabilities outpaced the increase in current assets.

REVIEW OF JANUARY-DECEMBER 2022 OPERATIONS COMPARED TO JANUARY-DECEMBER 2021

RESULTS OF OPERATIONS

For the 12-month period ended 31 December 2022, AEV and its Subsidiaries posted a net income attributable to the equity holders of Parent Company ("Net Income to Equity Holders of AEV") of ₱24.8 bn, a 9% decrease year-on-year ("YoY"). This translated to earnings per share of ₱4.41 for the period in review. The Power Group accounted for the bulk of the income contributions to AEV at 62%, followed by the Banking and Financial Services, Real Estate, Food, and Infrastructure Groups at 27%, 11%, 0%, and -1%, respectively.

During 2022, the Group generated non-recurring gains of ₱3.5 bn primarily due to the foreign exchange gains from the revaluation of dollar-denominated assets, compared to ₱527 mn non-recurring gains recorded in 2021. Without these one-off losses, the Group's core net income for 2022 was ₱21.3 bn, 21% lower YoY. AEV recorded a 6% increase in consolidated EBITDA for 2022 compared to 2021, from ₱67.2 bn to ₱71.1 bn.

MATERIAL CHANGES IN LINE ITEMS OF REGISTRANT'S STATEMENTS OF INCOME AND OF COMPREHENSIVE INCOME

The following discussion describes material changes in the line items of the Company's statement of income and of comprehensive income for 2022 compared to 2021.

Revenues

Sale of Power

The Group's revenue from sale of power by Power Group increased by 44% or ₱59.6 bn, from ₱134.0 bn in 2021 to ₱193.6 bn in 2022. The increase was primarily attributable to higher availability of AboitizPower's generation units. The Group's sale of power comprised 60% and 63% as a percentage of total revenues in 2021 and in 2022, respectively.

Sale of Goods

The Group's revenue from sale of goods increased by 25% or ₱20.5 bn, from ₱83.1 bn in 2021 to ₱103.6 bn in 2022. The increase was primarily due to higher feeds selling prices. The Group's sale of goods comprised 37% and 34% as a percentage of total revenues in 2021 and in 2022, respectively.

Real Estate

The Group's revenue from real estate increased by 48% or ₱2.4 bn, from ₱4.9 bn in 2021 to ₱7.3 bn in 2022. The increase was attributable to Lima Land's higher industrial lot sales and AboitizLand's higher revenue recognition following increased construction activity for its residential business, significant site development completion, as well as increased sales with high spot cash payments. As a percentage of total revenues, the Group's revenue from real estate comprised 2% in both 2021 and in 2022.

Other Revenues

The Group's combined revenue from the sale of swine, service fees and other sources increased by 19% or ₱0.4 bn, from ₱1.9 bn in 2021 to ₱2.2 bn in 2022. This increase was mainly due to higher service fees. As a percentage of total revenues, the Group's other revenues comprised 1% in both 2021 and in 2022.

Costs and Expenses

Cost of Generated and Purchased Power

The Group's cost of generated and purchased power increased by 73% or ₱55.0 bn, from ₱75.0 bn in 2021 to ₱130.0 bn in 2022. The increase was primarily attributable to higher volume of power generated and purchased power rates driven by higher WESM prices. As a percentage of total costs and expenses, the Group's cost of generated and purchased power comprised 39% and 48% in 2021 and in 2022, respectively.

Cost of Goods Sold

The Group's cost of goods sold increased by 27% or ₱19.8 bn, from ₱73.6 bn in 2021 to ₱93.4 bn in 2022. The increase was mainly attributable to higher raw materials cost of the Food Group. As a percentage of total costs and expenses, the Group's cost of goods sold comprised 39% and 34% in 2021 and in 2022, respectively.

Operating Expenses

The Group's operating expenses increased by 11% or ₱4.4 bn, from ₱39.9 bn in 2021 to ₱44.3 bn in 2022. The increase was primarily attributable to higher personnel costs, higher depreciation and amortization expense, higher expenses for insurance and repairs and maintenance of the Group's power plants. As a percentage of total costs and expenses, the Group's operating expenses comprised 21% and 16% in 2021 and in 2022, respectively.

Cost of Real Estate Sales

For 2022, the Group's cost of real estate sales increased by 73% or ₱1.7 bn, from ₱2.3 bn in 2021 to ₱4.1 bn in 2022. The increase was mainly driven by higher real estate sales. As a percentage of total costs and expenses, the Group's cost of real estate sales comprised 1% in both 2021 and in 2022.

Operating Profit

As a result of the foregoing, the Group's operating profit increased by 6% or ₱1.9 bn, from ₱33.1 bn in 2021 to ₱35.0 bn in 2022.

Income Before Income Tax

The Group's income before income tax increased by 19% or ₱7.0 bn, from ₱37.0 bn in 2021 to ₱44.0 bn in 2022. The increase was mainly due to higher operating profit, higher equity earnings and foreign exchange gains.

Net Income

Net income attributable to non-controlling interests (NCI) for 2022 increased to ₱15.4 bn from ₱6.9 bn in 2021. This was primarily due to the increase in NCI as a result of the sale of shares of AboitizPower.

As a result of the foregoing, the Group's Net Income to Equity Holders of AEV decreased by 9% or ₱2.5 bn, from ₱27.3 bn in 2021 to ₱24.8 bn in 2022.

STRATEGIC BUSINESS UNITS

The following discussion describes the performance of the Group's SBUs for 2022 compared to 2021.

Power

For 2022, the Power Group's contribution to Net Income to Equity Holders of AEV, before elimination of transactions within the Group, was ₱14.3 bn, an 11% decrease from ₱16.0 bn in 2021.

Before elimination of transactions within the Group, the combined contribution of AboitizPower's Power Generation and Retail Electricity Supply businesses to Net Income to Equity Holders of AEV decreased by 12%, from ₱16.9 bn in 2021 to ₱14.8 bn in 2022. The variance was primarily due the lower equity ownership of AEV in AboitizPower, which offset the impact of fresh contributions from GNPD, higher availability across its portfolio, higher water inflow, and gains from commodity hedges.

Capacity sold increased from 3,742 MW for 2021 to 4,034 MW for 2022. Energy sold in 2022 increased by 16% to 30,251 GWh from 26,031 GWh in 2021.

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV of AboitizPower's Power Distribution Group decreased by 29% from ₱3.1 bn in 2021 to ₱2.2 bn in 2022. This decrease was mainly driven by the lower equity ownership of AEV in AboitizPower, which offset the impact of higher energy consumption resulting from recoveries in demand. Energy sales increased by 4% to 5,785 GWh during 2022 from 5,583 GWh in 2021.

Banking & Financial Services

UnionBank's contribution to Net Income to Equity Holders of AEV was ₱6.3 bn in 2022, which is flat YoY. UnionBank sustained the same net income level YoY due to the strong growth of its core revenues in 2022, which offset that fact that the Bank experienced extraordinary non-recurring trading gains during the first half of 2021. Net interest income increased YoY due to higher margins and volume, and

fees-based income likewise grew largely due to the consolidation of the acquired Citi consumer business, as well as growing digital customer transactions.

Food

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV from the Food Group decreased to ₱14 mn loss in 2022, compared to ₱2.0 bn income in 2021.

The Food and Nutrition segment, which consists of the flour, farms, meats, and trading divisions, recorded a net loss of ₱416 mn in 2022, 153% lower YoY. The decrease was primarily due to (i) the impact of the African Swine Fever to the farms division, (ii) lower income tax holiday incentives recognized by the farms division in 2022 compared to the previous year, (iii) weaker margins in the flour division, and (iv) higher foreign exchange losses due to the depreciation of the Peso impacting its US Dollar denominated payables from raw material purchases.

The Agribusiness segment, which consists of the regional animal nutrition businesses (feed, petfood, and specialty nutrition), reported a net loss of ₱78 mn in 2022, 107% lower YoY. The decrease was due to the recognition of unrealized foreign exchange losses from the devaluation of the Sri Lankan Rupee and goodwill impairment of the Sri Lanka and Thailand operations.

Real Estate

The contribution of AboitizLand and Lima Land to Net Income to Equity Holders of AEV in 2022, before elimination of transactions within the Group, amounted to ₱2.6 bn in 2022, which is flat YoY. The residential business had a significant increase in its revenue contribution YoY due to increased house construction activity, significant site development completion, and strong sales with spot cash payments, which offset the gains from asset monetization and fair valuation gains on investment properties in 2021.

Infrastructure

Before elimination of transactions within the Group, the Infrastructure Group recorded a contribution to Net Income to Equity Holders of AEV amounting to ₱144 mn loss in 2022, compared to ₱1.4 bn income in 2021. The decrease was mainly due to the lower contribution of the RCBM Group which amounted to a loss of ₱323 mn in 2022 compared to income of ₱1.6 bn in 2022. This was mainly due to weaker demand for cement caused by the pre-election construction ban and post-election transition, global commodity price increase of steel, other construction materials and higher input costs of fuel and electricity. RCBM also benefited from a one-time gain brought about by the CREATE Act which reduced its deferred tax liabilities in 2021.

CHANGES IN REGISTRANT'S RESOURCES, LIABILITIES AND SHAREHOLDERS' EQUITY

Assets

Consolidated assets (as of December 31, 2022 compared to December 31, 2021) increased by 10% to ₱808.0 bn, due to the following:

- Trade and other receivables (current and noncurrent) increased by 27% (₱61.6 bn as of December 31, 2022 compared to ₱48.4 bn as of December 31, 2021) mainly due to higher receivables from customers of the Power, Food, and Real Estate Groups as a result of higher revenues.

- Inventories increased by 44% (₱46.2 bn as of December 31, 2022 compared to ₱32.0 bn as of December 31, 2021) mainly due to higher spare parts, supplies and fuel inventory of the Power Group, higher raw materials inventory of the Food Group, and higher real estate inventory.

- Investment Property increased by 18% (₱14.4 bn as of December 31, 2022 compared to ₱12.2 bn as of December 31, 2021) mainly due to improvements in land and ongoing construction in the properties for leasing operations, and upward fair valuation adjustments on investment properties.

- Investments in and Advances to Associates and Joint Ventures increased by ₱41.0 bn (₱195.9 bn as of December 31, 2022 compared to ₱154.8 bn as of December 31, 2021) mainly due to (i) ₱20.2 bn additional investment in UnionBank, (ii) ₱9.5 bn investment in GMCAC, (iii) ₱1.0 bn investment in other Associates, and (iv) the recording of ₱20.8 bn share in net earnings of Associates and Joint Ventures. This increase was partially reduced by the ₱5.1 bn other comprehensive losses and ₱5.3 bn dividends from Associates and Joint Ventures.
- Other Current Assets increased by 82% (₱46.3 bn as of December 31, 2022 compared to ₱25.4 bn as of December 31, 2021) primarily due to the increase in short-term cash deposits, insurance assets, restricted cash and prepaid expenses.

- Derivative Assets (net of Derivative liabilities, current and noncurrent) increased by 2191% (₱2.4 bn as of December 31, 2022 compared to ₱105 mn as of December 31, 2021) mainly due to the Power Group's hedging gains.

- Intangible Assets increased by 10% (₱78.4 bn as of December 31, 2021 compared to ₱74.3 bn as of December 31, 2021) mainly due to the forex revaluation of goodwill and additions to service concession rights relating to Apo Agua Bulk Water project, partly offset by amortization of existing assets.
- Other Noncurrent Assets increased by 123% (₱33.7 bn as of December 31, 2022 compared to ₱15.1 bn as of December 31, 2021) primarily due increase in exchangeable notes as part of the GMCAC purchase, financial assets at fair value through other comprehensive income (FVOCI), and advances to contractors and projects.

The above increases were offset by the 31% decrease in cash and cash equivalents (₱101.5 bn as of December 31, 2022 compared to ₱147.5 bn as of December 31, 2021) mainly due to the movement of cash to short-term cash deposits, investments in Associates , debt servicing, and dividend payments.

Liabilities

Total Liabilities (as of December 31, 2022 compared to December 31, 2021) increased by 12% to ₱455.8 bn due to the following:

- Bank loans increased by 28% (₱45.4 bn as of December 31, 2022 compared to ₱35.4 bn as of December 31, 2021) mainly due to short-term debt availments by the Power and Food Groups during 2022.

- Long-term debt, which includes both current and noncurrent portions, increased by 12% (₱303.5 bn as of December 31, 2022 compared to ₱271.7 bn as of December 31, 2021) mainly due to the following: (i) issuance of retail bonds by AEV and AboitizPower amounting to ₱30.0 bn, and (ii) ₱35.6 bn of loan availments by Subsidiaries. This was partly offset by the prepayment of US Dollar loan of AEV International and AboitizPower, and principal payments made on existing loans during 2022.

- Long-term obligation on Power Distribution System, which includes current and noncurrent portions, decreased by 12% (₱145 mn as of December 31, 2022 compared to ₱166 mn as of December 31, 2021) as regular annual payments were made.

- Lease liabilities, which includes current and noncurrent portions, decreased by 19% (₱27.9 bn as of December 31, 2022 compared to ₱34.3 bn as of December 31, 2021) due to TLI's payment on its obligation to PSALM during 2022.

- Trade and other payables, inclusive of noncurrent portion, increased by 29% (₱60.5 bn as of December 31, 2022 compared to ₱46.8 bn as of December 31, 2021) mainly due the increase of trade and fuel purchases in the Power Group.

- Income tax payable increased by 45%, from ₱382 mn as of December 31, 2021 to ₱556 mn as of December 31, 2022 mainly due to higher taxable income.

- Customers' deposits increased by 13%, from ₱7.4 bn as of December 31, 2021 to ₱8.3 bn as of December 31, 2022, mainly due to the Power Group's receipt of bill deposits from new customers.

- Deferred Income Tax Liabilities (net of Deferred income tax assets) increased by 154% (₱746 mn as of December 31, 2022 compared to ₱294 mn as of December 31, 2021) due to forex gains of AEV Parent.

- Pension Liabilities (net of Pension assets) increased by 35% (₱269 mn as of December 31, 2022 compared to ₱200 mn as of December 31, 2021) mainly due to actuarial gains.

Equity

Equity attributable to equity holders of the parent (as of December 31, 2022 compared to December 31, 2021) increased by ₱11.5 bn from ₱244.7 bn to ₱256.2 bn, due to the ₱24.8 bn net income recorded during the year.

These are partly offset by the following:

- ₱9.1 bn cash dividends paid during 2022, and
- ₱4.2 bn in cumulative translation adjustments and other comprehensive losses.

MATERIAL CHANGES IN LIQUIDITY AND CASH RESERVES OF REGISTRANT

For 2022, the Group continued to support its liquidity mainly from cash generated from operations, additional loans availed, dividends received from Associates and Joint Ventures

Compared to the cash inflow during 2021, consolidated cash generated from operating activities for 2022 decreased by ₱6.1 bn to ₱30.2 bn. The decrease was mainly due to higher working capital requirements partly offset by higher earnings before interest, depreciation and amortization.

As of December 31, 2022, ₱74.5 bn net cash was used in investing activities compared to ₱10.1 bn during 2021. For the current period, cash was used for the following: (i) ₱13.9 bn was invested in short-term cash deposits to maximize interest income, (ii) ₱30.7 bn was invested in Associates, (iii) ₱15.5 bn was used for the exchangeable notes issued and, (iv) ₱16.2 bn was spent for property, plant and equipment and investment properties.

Net cash used in financing activities was ₱4.4 bn for 2022 compared to ₱53.0 bn generated in 2021. This was largely attributed to higher dividends paid in 2022, compared to receipt of proceeds from the sale of non-controlling interest in AboitizPower to JERA during 2021.

For 2022, net cash outflows surpassed cash inflows, resulting in a 31% decrease in cash and cash equivalents from ₱147.5 bn as of year-end 2021 to ₱101.5 bn as of December 31, 2022.

FINANCIAL RATIOS

AEV's Current Ratio as of December 31, 2022 stood at 1.9x compared to end-2021's 2.3x as the increase in current liabilities outpaced the increase in current assets. Net Debt-to-Equity ratio increased to 0.7:1 as of December 31, 2022 from year-end 2021's 0.6:1, as the rise in net debt was more than the growth in equity.

OUTLOOK FOR THE UPCOMING YEAR/ KNOWN TRENDS, EVENTS, AND UNCERTAINTIES WHICH MAY HAVE MATERIAL IMPACT ON THE REGISTRANT

For the full year 2022, the Philippines recorded a 7.6% GDP growth year on year driven by strong domestic consumption due to the continued economic reopening and the swelling of pent-up demand. The better-than-expected economic growth also signaled the return of most economic counters and indicators to pre-pandemic levels. Based on information provided by Unionbank Economic Research Unit, the Company expects the Philippines' GDP to grow by 5.6% in 2023. Internal research of the bank indicates that economic outlook risks will continue to persist. Rising global monetary policy interest rates due to higher global and domestic inflation, resulting in a volatile domestic currency, still pose downside risks to this year's current outlook. The potential global economic growth slowdown, emanating largely from advanced economies, particularly the US as the world's biggest economy, tops as major downside risk to continuation of strong, robust growth from the previous year.

Amidst this economic backdrop, AEV expects the following outlook for its businesses.

Power SBU

AboitizPower remains focused on addressing the needs of its markets, namely: (1) providing reliable supply, at a (2) reasonable cost, and with (3) minimal impact on the environment and communities. AboitizPower believes that there is no single technology that completely addresses the country's energy requirements and that to address the deficiency, a mix of power generation technologies is necessary. Thus, AboitizPower continues to pursue both renewable projects and thermal technologies where and when it makes sense.

Despite increased competition in the power generation market, AboitizPower believes that it has built the foundation to sustain its long term growth, as seen in its pipeline of new power generation projects. GNPD Unit 1 started commercial operations on January 25, 2022 while GNPD Unit 2 synchronized to the grid last April 23, 2022, subsequently delivering an additional 668 MW, and received its Certificate Of Compliance from the ERC on October 11, 2022. Now that AboitizPower has assumed custody and control of these assets, AboitizPower looks forward to reinforcing its efforts to meet the country's increasing power requirements.

The TMI BESS Project located in Maco, Compostela Valley with a storage capacity of 49 MW is intended for ancillary services. It will serve as a model for future battery investments as well as hybrid renewable energy projects. The project started partial commercial operation last November 2022 serving 30MW contingency reserve. The hybrid ESS currently waits for the final handover from the EPC and updated certification from relevant governing bodies. This is one of the 12 projects with a total capacity of 248 MW for regulating and contingency reserves that AboitizPower is targeting to develop in the next ten years.

As part of its decarbonization journey, AboitizPower remains focused on bringing its renewable portfolio to 4,600 MW of net attributable sellable capacity by 2030, which includes 3,700MW of additional RE capacity. Out of the 3,700 MW of RE capacity, 959 MW of which are disclosed RE projects. Three of its ongoing RE projects are (arranged based on target commercial operations date): the PV Sinag Power Cayanga Project ("Cayanga Solar Project"); the PV Sinag Power Laoag Project ("Laoag Solar Project") and the SN AboitizPower Magat Battery Energy Storage System Project ("Magat BESS Project").

The Cayanga Solar Project is for the construction of a 94 MWp solar power plant located in barangay Cayanga, municipality of Bugallon, Pangasinan. Construction activities for the control building, transmission line, switchyard, and PV module installation are ongoing. As of February 2023, overall project status was at 88% completion with zero lost time incident. The project is expected to begin commercial operations by June 2023.

The Laoag Solar Project is for the construction of a 159 MWp solar power plant located in barangay Laoag, municipality of Aguilar, Pangasinan. The construction activities for the PV Farms, Control

Buildings, Substations, and Transmission Lines are ongoing. The overall project status is at 53% completion with zero lost time incidents. The first phase which has a capacity of 72 MWp, is expected to be tested and commissioned by the third quarter of 2023, and the second phase with a capacity of 87 MWp, will be in the first quarter of 2024.

The Magat BESS Project is for the construction of a 24 MW battery energy storage unit located in Ramon, Isabela. The EPC contract was awarded to Hitachi Energy in March 2022, with a groundbreaking ceremony held on April 25, 2022. Construction, which started in August 2022, is expected to be completed by the first half of 2023 and commercial operation is expected to commence during the first half of 2024.

AboitizPower also recently signed a joint venture agreement with a global renewable energy company, Mainstream, to build a 90 MW onshore wind project in Libmanan, Camarines Sur. This joint venture marks AboitizPower's first foray into wind energy. The joint venture, which is subject to regulatory approvals, is being delivered through a 60% stake in the Libmanan onshore wind project, which Mainstream has been developing since 2017. The project is expected to commence commercial operations by end of 2025.

In addition, AboitizPower has the following RE projects under development which are expected to commercially operate within the next three years: the 150 MWp Aboitiz Solar Power Inc Calatrava Solar Project; the 44 MWp AP Renewable Energy Corporation Tarlac Solar Project; the 84 MWp PV Sinag Power San Manuel Solar Project; the 212 MWp PV Sinag Power Olongapo Solar Project; the 20 MW Hedcor Sablan Hydro Project; the 75 MWp SN AboitizPower-Magat Floating Solar Project; and the 40 MW Hedcor Bukidnon Kibungan Hydro Project.

In relation to AboitizPower's existing capacity, the steam field operator for APRI has commenced the drilling of 12 new wells, which are expected to result in a minimum 50 MW of aggregated individual well capacity by 2023. As of February 2023, all nine target new wells for MakBan and one well for Tiwi have been drilled and are currently flowing into the system. The ten wells have completed the Incremental Steam Measurement with a running total of 70 MW. In Tiwi, two additional production wells are scheduled to be completed by the end of the first quarter of 2023. Moreover, in Tiwi, there is an initiative to convert waste heat from the geothermal brine to power a 17 MW Binary power plant. On April 29, 2022, APRI signed an agreement with the Philippine Geothermal Production Company for the supply of the brine fuel. With the groundbreaking ceremony held last January 2023, the project is expected to begin commercial operations by the end of 2023.

AboitizPower targets doubling its net attributable sellable capacity to 9,200 MW by 2030. It also intends to achieve a 50:50 balance between its renewable ("Cleanergy") and thermal capacities, without new coal builds. This is expected to come from a portfolio of renewables and selective baseload builds.

AboitizPower aims to maximize opportunities from the implementation of the RPS requirements by the DOE. In line with DOE's aspirational goal of a 35% share in renewable energy utilization by 2030, RPS is a market-based policy that mandates power distribution utilities, electric cooperatives, and retail electricity suppliers to source an agreed portion of their energy supplies from renewable energy facilities. AboitizPower will continue to pursue international opportunities, with a continued focus on renewable energy projects in wind, hydro, and solar in high growth geographic markets with acceptable regulatory environments.

AboitizPower is also optimizing its existing baseload facilities to meet critical market needs as baseload demand in the Philippines is still expected to increase in the coming years. Luzon will need an average of 600 MW year on year and AboitizPower is studying to fill some of these gaps with LNG-to-Power projects, unless a cleaner technology proves to be the more economical option. In addition, AboitizPower is currently exploring a LNG-to-Power project as an alternative to a third unit of Therma Visayas.

AboitizPower fully supports the DOE's coal moratorium efforts to make the Philippine energy system more flexible, resilient, and sustainable. AboitizPower is also closely and proactively monitoring the risks

associated with climate-related regulations and initiatives, including recent discussions on the early retirement of coal assets in the Philippines and Indonesia. AboitizPower, through its parent company, AEV, is the first Philippine company to sign up and commit to the TCFD framework. AboitizPower has taken steps to proactively quantify the potential impacts of various climate regulations on its assets. AboitizPower is monitoring this risk as part of its risk management framework and is developing strategies to manage risks that are above certain risk thresholds.

Given the current state of power needs in the Philippines and the expected build progression of new plants over the next ten years, AboitizPower believes its existing coal assets will continue to play a significant role for at least another 15 to 20 years. AboitizPower is always looking at improvements to make sure it continues to operate its assets responsibly and in compliance with all regulations.

AboitizPower believes that it is well-positioned to take advantage of opportunities arising from developments in the power industry. It expects its financial condition to give it the agility to create or acquire additional generating capacity over the next few years.

AboitizPower, together with its partners, has allotted ₱32 bn for capital expenditures in 2023, primarily for the development and construction of various solar, geothermal, hydro and wind projects, the continuous improvement of the reliability of baseload plants and various land acquisitions, new substations, new meters for its distribution business.

AboitizPower and JERA have agreed to explore immediate collaboration in the following areas: 1) development of power projects, including LNG-to-Power projects; 2) management and sourcing of LNG fuel supply; and 3) potential participation in aspects of plant operation and maintenance.

It has been more than a year since JERA Asia invested in AboitizPower. Both companies, AboitizPower and JERA Asia, have worked closely together in the above-mentioned areas. In a recent development on February 10, 2023, AboitizPower and JERA Asia have signed a Memorandum of Understanding to commence a joint study on ammonia co-firing for the decarbonization of its AboitizPower business. Both companies will assess the feasibility of ammonia co-fired power generation and study potential development in the ammonia and hydrogen value chains in the Philippines for the decarbonization of AboitizPower.

Other known trends, events, uncertainties which may have a material impact on AboitizPower have been discussed extensively in sections of the Company's Information Statement (e.g. for an extensive discussion on regulatory issues, see Effects of Existing or Probable Government Regulations on the Business on page 77 of the AboitizPower's 2023 Definitive Information Statement).

Banking & Financial Services SBU

In 2015, the Bank embarked on a Digital Transformation Strategy to capitalize on the eventual shift of consumer and corporate behavior towards digital banking transactions. Since then, the Bank built the operational and organizational foundations necessary to a digitized bank and transform the banking experience of its customers by delivering 24/7 availability, six sigma reliability, and secure and seamless processing. Now, the Bank is widely known as the trailblazer of digitalization in the country.

The pandemic has accelerated the shift in consumer behavior towards digital and remote banking. The banking industry in general, and UnionBank in particular, experienced immense growth in electronic transactions (e.g. fund transfers, in-app bills payment, etc.), as well as increased users of digital channels and applications. UnionBank nearly doubled its number of customers from 5.3 mn in 2019 to 10.3 mn in 2022, as well as increased the average daily balances of its CASA deposits from its Digital Account Opening clients ₱6,800 in 2019 to almost ₱10,000 in 2022. The Bank expects the digital trend to continue, especially as more Filipinos discover and experience the advantages of digital payments and digital banking.

In 2022, UnionBank established three pillars that solidify its thrust towards becoming a "Great Retail Bank".

1. On August 1, 2022, the Bank acquired Citi'sconsumer banking business in the Philippines, which brought in close to 1 mn new customers, ₱98.1 bn total assets, ₱68.5 bn loans and ₱67.1 bn deposits. The transaction includes Citi's credit card, personal loans, wealth management, and retail deposit businesses, as well as Citi's real estate interests in relation to Citibank Square in Eastwood City in Bagumbayan, Quezon City, full-service bank branches, and wealth centers. The acquisition is seen to accelerate the Bank's objective of becoming a *"Great Retail Bank"* given Citi's current market leadership in the credit cards, personal loans, and wealth management businesses.

2. On July 18, 2022, UnionDigital began commercial operations after securing its authority to operate from the BSP. UnionDigital is envisioned to capture the underbanked segments of the population by offering superior customer experience with a cost-efficient infrastructure and organization. After its first five months of operations, UnionDigital registered ₱5.7 bn gross loans and ₱9.4 bn deposits.

3. Lastly, by leveraging on its market leadership and proven business model in teachers' loan, CitySavings diversified into motorcycle loans and other personal loans beyond the Department of Education. CitySavings specifically focused on tapping the private schools, local government units and national government agencies with the aim to replicate the success of its teachers' salary loans model in other ecosystems.

In addition, it successfully shifted its business model in 2022, as the Bank's revenues for the year fully came from core recurring income and amounted to record-high ₱52.3 bn. Net interest income increased by 30% to ₱38.9 bn on account of higher margins and volume. Net interest margins expanded by 27 basis points to 4.9% driven by the higher proportion of consumer loans to total loans and the robust growth of low-cost CASA deposits at 29% YoY. Moreover, the Bank's fee and other income doubled to ₱13.4 bn largely due to the consolidation of the acquired Citi consumer business, as well as growing customers and digital transactions.

Moreover, the Bank's consumer gross loans comprise 54% of its total loan portfolio as of December 31, 2022, which is more than triple the banking industry average of 18%, based on the latest available data of the BSP. The Bank's total assets closed at ₱1.1 trillion and its deposits grew to ₱711.3 mn, attributed to the increased usage of the Bank's cash management solutions and digital channels. With its fast-tracked growth during 2022, the Bank recalibrated its strategies for a bigger and bolder ambition, which is to become one of the largest and most profitable consumer banks by 2025. With the three pillars put in place, the Bank believes that it is well-positioned to leverage on the digital trends as it carries on with the commercialization program of its digital transformation.

On the road to becoming a Great Retail Bank, UnionBank's key focus areas include: (i) growing the retail customer base through digital acquisition and deeper penetration of communities; (ii) expansion of consumer lending products across all customer income segments, in particular, the upper middle income to high net worth for the parent bank and the mid to low income segments for its subsidiaries; (iii) sustained growth in CASA in retail banking through digital accounts and in corporate banking through cash management solutions; and (iv) completion of the integration of the Citi consumer banking business. To support these initiatives, the Bank has allotted ₱1.2 bn for capital expenditures in 2023.

UnionBank fully supports the BSP's pursuit of an efficient and inclusive financial system that leaves no one behind. The Bank will ride the wave of continuous reopening of the economy with the rebound of household consumption and growing customer preference for digital banking. Pushing strong growths in CASA and consumer loans will be its levers to manage margins amidst rising interest rates. The Bank believes that its strong capitalization and, based on the latest available BSP data, its above-industry average profitability and efficiency ratios will also continue to provide a cushion against potential economic headwinds.

Food SBU

In 2022, the Food Group reorganized its businesses into two key business segments, namely; (i) Agribusiness and (ii) Food and Nutrition business. The Agribusiness segment consists of its regional animal nutrition businesses (feed, pet food, and specialty nutrition divisions) in China, Vietnam, Thailand, Malaysia & Brunei, Indonesia, and the Philippines. Meanwhile, the Food and Nutrition business segment comprises businesses catering to the consumer segment of the value chain (flour, farms, meats, and trading divisions) in the Philippines. It also includes retail and other business-to-customer (B2C)-oriented businesses. The Food Group's reorganization will allow the company to effectively carry out its identified strategic pillars (i.e. balance, optimize and develop) through improvement in internal collaboration, increasing the speed and efficiency in execution, and capitalizing on the synergies in the business as they present themselves.

To achieve the company's vision of becoming "an integrated regional business and food company," the Food Group will (i) maintain a balanced portfolio by diversifying revenues and EBITDA across geographies, businesses, and products to increase its resilience, (ii) focus on operational excellence, cost control, and leverage on technology, and (iii) pursue building new growth platforms by investing in fast-growing and higher-margin segments of the industry. This approach will be the compass in steering the Food Group to achieve its growth targets in the coming years.

The Food Group is currently positioned as the fourth largest animal feeds producer in Southeast Asia based on internal market data on the capacities of major players within the market. The Food Group, through its geographical reach in Asia Pacific, has and continues to harness synergies in distribution, localized operations, cross-selling, research and development, raw materials, and logistics cost.

The Flour division will continue employing the improved two-pronged market strategy of (i) maximizing growth potential in the Visayas region and Mindanao island while (ii) building and developing new channels in Luzon for future exploration of new geographical territory. The flour business likewise intends to move forward in the value chain as it continues selling value-added flour products, protecting its market share and expanding into a more diversified product portfolio.

Meanwhile, the Farms division's third Breeder Farm was completed in October 2022. The new farm will yield an additional capacity of 2,500 sow level and will help in the recovery of pork supply in the Philippine market. The expansion is anchored on the confidence brought about by the improved biosecurity protocols and methodology despite the presence of ASF in the country. The increase in volume comes with opportunities to unlock more distribution channels and to push forward integration in the value chain.

In August 2020, the Food Group ventured into meat fabrication and opened a processing plant in Tarlac, which has provided more stable profitability through selling higher-margin pork meats directly to consumers compared to live hog selling as well as augment local meat volume through importation. The meat products are sold under the house brand "The Good Meat" through different digital platforms such as Lazada, Shopee and the Food Group's online meat store. Two new physical stores will be added this year on top of the five physical stores, with a capacity of 2 metric tons per day per store. Furthermore, the Group has strengthened its position in B2C channels for the meats business, with 60 concessionaire stores and a presence in over 200 supermarkets such as Robinson's, Puregold, Shopwise, and Merrymart.

The Agribusiness segment in the Philippines seeks to solidify its market position by expanding production in Visayas and Mindanao in the next five years, as well as diversifying through continuous product developments through precise nutrition and feeding management, the introduction of pet food, and the building-up of specialty nutrition.

The Agribusiness segment overseas (Gold Coin Group) will pursue opportunities in (i) fast-growing segments like aquafeeds and (ii) attractive geographies where it has a captive market and the ability to compete. In 2022, the Gold Coin Group broke ground on a new Feed mill in Yunnan Province in China and installed a fish feed line in the Zhuhai China plant to capture the growing demand for aqua feed in the region. In the same year, a new Feed mill in Long An Province in Vietnam was also constructed,

allowing it to meet the growing demand for livestock feeds in South Vietnam for years to come. The Yunnan Mill and Long An Mill will have an additional capacity of 30 TPH for each mill. The new mills will be fully operational by April 2024 and December 2023. During the first half of 2023, the Gold Coin Group will focus mainly on the final design and construction, while the second half will be focused on equipment installation.

These carefully selected and calibrated investments are expected to capture greater returns while steadily building a strong and diversified regional food business integrated across the business system. Food Group has allotted almost ₱5 bn for capital expenditures in 2023; almost half of which is for feed mill expansions in China and Vietnam and the remaining for maintenance and network infrastructure and system upgrades.

Infrastructure SBU

Aboitiz InfraCapital, Inc. (Aboitiz InfraCapital)

Aboitiz InfraCapital started 2023 on a much larger scale compared to previous years with the following milestones being anticipated for the year:

- Commencing the joint operation of the MCIA with Megawide and GMR
- Unity Digital's integration of 650 telecommunications towers from PLDT Inc.
- Preparing for the start of commercial operations of Apo Agua's Davao City Bulk Water project during the second quarter of 2023
- Continued expansion of Economic Estates

Airports

With the recent closing of the agreement with GMR and Megawide, Aboitiz InfraCapital plans to enhance the travel experience in Cebu by further building on the improvements and efficiencies that Megawide and GMR have put in place and hopefully establish MCIA as the Philippines' premier international airport. Aboitiz InfraCapital aims to increase passenger traffic by optimizing capacity and increasing flight routes from various local and international airlines.

MCIA marks Aboitiz InfraCapital's formal entry into the Philippine airport sector, and serves as the "anchor asset" on the road to building Aboitiz InfraCapital's even greater aspiration: the first Philippine airport platform. Aboitiz InfraCapital's proposals for the regional airport projects are currently under evaluation.

Digital Infrastructure

2022 marked a major milestone for Unity Digital as it signed a sale-and-leaseback agreement with PLDT for the acquisition of 650 telecommunication towers and related passive telecommunications infrastructure, situated in Visayas and Mindanao. Unity targets full turnover of the portfolio of towers by the end of 2023, with Unity Digital and PLDT teams jointly working on a smooth transition. When completed, this will bring Unity Digital having close to 1,000 macro towers and over 500 small cells

This transaction with PLDT is significant for Unity Digital, as it expands and grows its presence in the Philippine telecommunications market. Unity Digital will continue to scale up as it builds additional new towers across the country and likewise remain open to M&A opportunities, should they present themselves.

Aboitiz InfraCapital has also diversified into the data center industry via its partnership with EdgeConneX, the pioneer in global hyperlocal to hyperscale data center solutions. The joint venture aims to cater to large cloud service providers who will service the local demand for data usage. With the agreement having been signed during the third quarter of 2022, Aboitiz InfraCapital and EdgeConnex are now working to finalize site selection and proceed with development of the data center facility.

Water

Construction continues at full-swing for Apo Agua's bulk water supply facilities in Davao. After taking the lead in management of construction, Apo Agua has been able to accelerate timelines for a planned start of operations by the end of the second quarter of 2023. With water from the Tamugan River having already reached the water treatment plant, it will be only a matter of time before Davaoenos have access to 300 mn liters of safe water daily.

Aboitiz InfraCapital's Estate Water business will continue to support the expansion of its Economic Estates. Aboitiz InfraCapital intends to fully leverage the use of the Smart Water Network to increase operational efficiency, and predict rather than react to maintenance needs.

Aboitiz InfraCapital intends to use its current water portfolio, including a 16% stake in BWSI, as a strategic platform to build its water business. It will look into underserved highly-urbanized cities for opportunities to expand its footprint in the water space across the country.

Economic Estates

Aboitiz InfraCapital's Economic Estates aims to further strengthen its position as one of the country's leaders in industrial-anchored estates with its continued expansion. Aboitiz InfraCapital is targeting to add more than 300 hectares to its current industrial estate footprint in 2023.

In 2022, LIMA Estate was awarded a 5-star rating by BERDE (Building for Ecologically Responsive Design Excellence), which is based on a commitment to sustainable development, including the contribution of projects to health and well-being, community engagement, and economic opportunities. For 2023, LIMA Tower One, the first of seven multi-storey office buildings to be built at LIMA's Central Business District is also applying for BERDE certification.

West Cebu Estate is also undergoing a new expansion that is expected to generate an additional 14,000 jobs and will diversify its locator mix to include light to medium manufacturing, as well as its own commercial business district with commercial lots, a neighborhood mall, a transport terminal and a communal park – supporting the everyday needs of the estate, and of the growing population in Balamban.

Looking ahead, as the Economic Estates continue to welcome new locators and businesses, there will be continuous transformation through the introduction of new product lines and being at the forefront of smart, sustainable development.

The infrastructure group has allotted ₱32 bn for capital expenditures in 2023 across all its businesses. The proceeds will be used for the expansion of its tower and economic estate businesses, new investments in digital infrastructure, completion of Apo Agua Project, and maintenance of its businesses.

Republic Cement and Building Materials, Inc.

Cement demand contracted slightly in 2022 compared to 2021, impacted by inflation particularly increases in transportation costs, prices of steel and other construction materials. Demand was also impacted by the pre-election construction ban and post-election transition

The outlook for 2023 is cautiously optimistic. The government is targeting to spend ₱1.3bn on infrastructure, 13% higher than the program in 2022. However, the government's ability to execute the projects, elevated inflation and high interest rates present a risk to demand recovery. RCBM remains committed to serving its key markets throughout the country with high-quality products, while improving efficiencies and reducing costs.

RCBM is experiencing inflationary pressures in energy prices, exacerbated by the Russia-Ukraine

war, which impacts its cement production costs. In an effort to mitigate the impact of its external headwinds, RCBM continues to focus on operational excellence initiatives and cost control measures. RCBM will also continue to staunchly support the Philippine government's Go Lokal and Buy Lokal programs, as an industry leader and proud manufacturer of the country's best quality cement used in building a safer, greener, and stronger republic.

RCBM has allotted almost ₱1 bn for capital expenditures in 2023 mainly for major maintenance works and purchase or critical spares.

Land SBU

Aboitiz Land, Inc.

2023 marks the start of the next phase of AboitizLand's transformation journey which it has described as its Great Trajectory. This comes on the heels of its initial Great Turnaround during the period 2021 to 2022. AboitizLand will continue to be focused on further improving all aspects of operations.

Innovation will continue to be at the core of AboitizLand's culture. In 2023, AboitizLand expects to continue to harvest the results of its early and bold investments in digitization strategy. Some key innovation initiatives that are in full swing include the complete automation of the construction management process, the introduction of precast construction technology, the full roll out of the Vecino app, and the optimization of all digital and social media assets in harnessing leads and strengthening the brand.

AboitizLand remains bullish about the property sector as residential property trends point towards a stronger preference for its residential offerings. There is a newfound appreciation for house and lots and residential lot projects, as preferences for the living set-up shift towards horizontal developments. Supported by the boom of infrastructure developments, living outside central business districts is now more possible without compromising comfort, convenience, and accessibility. The expected reduction in the need to live near central business districts bodes well for AboitizLand's residential developments located in emerging centers outside the capital. For these reasons, AboitizLand is set to launch new projects in 2023 capitalizing on its product offerings, digital sales and marketing, and brand equity.

As part of its Great Trajectory, it will also sustain the expansion of its footprint in South Luzon and Cebu, further enabled by its synergy with Aboitiz InfraCapital as it serves the residential housing needs of the integrated economic estates. AboitizLand will also leverage on being part of a powerful *techglomerate*, drawing from the industry expertise of its sister business units to deliver better value for its stakeholders and to the Aboitiz Group.

AboitizLand will likewise explore its forays into new business streams through: tokenized real estate, recurring income real estate formats such as condotels and dorms, pioneering products such as modular homes, sustainable self-produced raw materials in coal-based precast concrete, and expanding its market base to include the economic housing segment.

AboitizLand understands that 2023 will continue to be challenging, presenting the same level of uncertainty due to high inflation rates, higher interest rates and elevated cost of materials and labor. Given this, AboitizLand will pursue a controlled and self-sustained strategy in 2023.

While Aboitiz Land believes that the overall business environment in the Philippines moving forward will continue to remain challenging, Aboitiz Land remains confident in meeting its 2023 targets. With innovation and agility at the core of the organization's culture, Aboitiz Land will navigate 2023 with a combination of caution - pursuing a prudent growth strategy, while still remaining entrepreneurial in pursuing new opportunities backed up by the improving consumer confidence, its organizational capabilities, and the attractiveness of its product offerings.

AboitizLand has allotted almost ₱3 bn for capital expenditures in 2023 mostly for the construction and completion of its existing projects.

Long-Term Aspiration

AEV is now well underway with its '*Great Transformation*', a bold corporate move to put innovation at the forefront of its growth strategy and will usher the Group's transition to becoming a '*techglomerate*', or a conglomerate that heavily integrates technology and design thinking in all its production, services, and processes. AEV explained that the '*Great Transformation*', which will reinvent the group as a start-up-style conglomerate, will be primarily driven by its people through a cultural revolution that aims to combine the vast potential of Data Science and Artificial Intelligence with a deeply curious appetite for knowledge and self-improvement. The result being a much more agile and advanced organization made up of team members who are both highly skilled and personally fulfilled. To do this, the Company is investing in exponential growth initiatives, a fresh entrepreneurial mindset, and the hypergrowth of its team members via an enabling, exciting, and inclusive work environment. The group is carefully selecting practices and philosophies from Big Tech that would translate well in the context of their own business goals as the country's first Philippine *techglomerate*.

YEAR ENDED DECEMBER 31, 2021 COMPARED TO YEAR ENDED DECEMBER 31, 2020

KEY PERFORMANCE INDICATORS

(Amounts in thousands except financial ratio data)

	JAN-DEC 2021	JAN-DEC 2020
EQUITY IN NET EARNINGS OF INVESTEES	**₱17,245,643**	₱9,019,033
EBITDA	**67,241,938**	57,720,482
CASH FLOW GENERATED:		
Net cash flows from operating activities	**36,319,034**	36,334,748
Net cash flows used in investing activities	**(10,078,385)**	(11,618,066)
Net cash flows from (used in) financing activities	**52,988,973**	(4,345,939)
Net Increase in Cash & Cash Equivalents	**79,229,622**	20,370,743
Cash & Cash Equivalents, Beginning	**65,966,411**	46,424,663
Cash & Cash Equivalents, End	**147,534,035**	65,966,411
	DECEMBER 31, 2021	**DECEMBER 31, 2020**
CURRENT RATIO	**2.3**	1.6
DEBT-TO-EQUITY RATIO	**1.2**	1.7

Equity earnings in investees increased by 91% from ₱9.0 bn during 2020 to ₱17.2 bn during 2021. The increase was due to: (i) commissioning revenue from GNPD Unit 1, (ii) higher output of SN Aboitiz Power-Magat, Inc.'s and SN Aboitiz Power-Benguet, Inc.'s hydro power plants resulting from higher water inflows, (iii) higher earnings of UnionBank, (iv) recognition of income from liquidated damages for delays in the construction of GNPD's power plant, and (v) higher earnings of RCBM due to stronger demand, increased overall efficiency, and tax adjustments resulting from the CREATE Act.

Consolidated EBITDA translates into substantial cash inflows from the Subsidiaries' operations. These inflows, coupled with dividends received from Associates and Joint Ventures are the main source of internally-generated funds, which are then used to finance capital expenditures, additional investments into Associates, dividends and debt service payments.

With equity increasing more than total liabilities during the 12 months of 2021, Debt-to-Equity ratio as of December 31, 2021 decreased to 1.2x from end-2020's 1.7x. Current Ratio as of December 31, 2021 (compared to end-2020's 1.6x) increased to 2.3x mainly due to higher cash balances.

REVIEW OF JANUARY-DECEMBER 2021 OPERATIONS COMPARED TO JANANUARY-DECEMBER 2020

RESULTS OF OPERATIONS

For the 12-month period ended December 31, 2021, AEV and its Subsidiaries posted a net income attributable to the equity holders of parent Company ("Net Income to Equity Holders of AEV") of ₱27.3 bn, a 77% increase YoY. This translated to earnings per share of ₱4.85 for the period in review. The Power Group accounted for the bulk of the income contributions to AEV at 57%, followed by the Banking and Financial Services, Real Estate, Food, and Infrastructure Groups at 23%, 9%, 7%, and 5%, respectively.

During 2021, the Group generated non-recurring gains of ₱527 mn primarily due to the revaluation of dollar-denominated assets, compared to ₱477 mn non-recurring losses recorded in 2020. Without these one-off losses, the Group's core net income for 2021 was ₱26.8 bn, 68% higher YoY. AEV recorded a 16% increase in consolidated EBITDA for 2021 compared to 2020, from ₱57.7 bn to ₱67.2 bn.

MATERIAL CHANGES IN LINE ITEMS OF REGISTRANT'S STATEMENTS OF INCOME AND OF COMPREHENSIVE INCOME

The following discussion describes material changes in the line items of the Company's statement of income and of comprehensive income for 2021 compared to 2020.

Revenues

Sale of Power

The Group's revenue from the Power Group's sale of power increased by 22% or ₱24.2 bn, from ₱109.9 bn in 2020 to ₱134.0 bn in 2021. The increase was primarily attributable to (i) higher availability of TLI, TSI, and TVI facilities during 2021, and (ii) higher WESM dispatch in compliance with the must-offer rule. The Group's sale of power comprised 59% and 60% as a percentage of total revenues in 2020 and in 2021, respectively.

Sale of Goods

The Group's revenue from sale of goods increased by 17% or ₱12.2 bn, from ₱71.3 bn in 2020 to ₱83.1 bn in 2021. The increase was primarily due to higher feeds selling prices. The Group's sale of goods comprised 38% and 37% as a percentage of total revenues in 2020 and in 2021, respectively.

Real Estate

The Group's revenue from real estate increased by 48% or ₱1.7 bn, from ₱3.5 bn in 2020 to ₱5.2 bn in 2021. The increase was primarily attributable to AboitizLand's higher revenue recognition following increased construction activity for its residential business, as well as increased sales with higher spot down payments. As a percentage of total revenues, the Group's revenue from real estate comprised 2% in both 2020 and in 2021.

Other Revenues

The Group's combined revenue from the fair value of swine, service fees, and other sources decreased by 22% or ₱0.4 bn, from ₱2.0 bn in 2020 to ₱1.6 bn in 2021. This decrease was mainly due to the decrease in live hogs sold. As a percentage of total revenues, the Group's other revenues comprised 1% in both 2020 and in 2021.

Costs and Expenses

Cost of Generated and Purchased Power

The Group's cost of generated and purchased power increased by 37% or ₱20.1 bn, from ₱54.9 bn in 2020 to ₱75.0 bn in 2021. The increase was primarily attributable to higher purchased power rates driven by higher WESM prices, and higher fuel cost. As a percentage of total costs and expenses, the Group's cost of generated and purchased power comprised 35% and 39% in 2020 and in 2021, respectively.

Cost of Goods Sold

The Group's cost of goods sold increased by 20% or ₱12.1 bn, from ₱61.5 bn in 2020 to ₱73.6 bn in 2021. The increase was mainly attributable to higher raw materials cost of the Food Group. As a percentage of total costs and expenses, the Group's cost of goods sold comprised 40% and 39% in 2020 and in 2021, respectively.

Operating Expenses

The Group's operating expenses increased by 7% or ₱2.8 bn, from ₱37.1 bn in 2020 to ₱39.9 bn in 2021. The increase was primarily attributable to higher expenses for insurance and repairs and maintenance of the Group's power plants. As a percentage of total costs and expenses, the Group's operating expenses comprised 24% and 21% in 2020 and in 2021, respectively.

Cost of Real Estate Sales

For 2021, the Group's cost of real estate sales increased by 34% or ₱0.6 bn, from ₱1.7 bn in 2020 to ₱2.3 bn in 2021. The increase was mainly driven by higher real estate sales. As a percentage of total costs and expenses, the Group's cost of real estate sales comprised 1% in both 2020 and in 2021.

Operating Profit

As a result of the foregoing, the Group's operating profit increased by 5% or ₱1.6 bn, from ₱31.5 bn in 2020 to ₱33.1 bn in 2021.

Income Before Income Tax

The Group's income before income tax increased by 30% or ₱8.6 bn, from ₱28.4 bn in 2020 to ₱37.0 bn in 2021. The increase was mainly due to higher operating profit and equity earnings.

Net Income

As a result of the foregoing, coupled with the application of the provisions of the CREATE Act, the Group's Net Income to Equity Holders of the Parent increased by 77% or ₱11.9 bn, from ₱15.4 bn in 2020 to ₱27.3 bn in 2021.

Net income attributable to non-controlling interests for 2021 increased to ₱6.9 bn from ₱5.4 bn in 2020. This was primarily due to the increase in consolidated net income of AboitizPower in 2021.

STRATEGIC BUSINESS UNITS

The following discussion describes the performance of the Group's SBUs for 2021 compared to 2020.

Power

For 2021, the Power Group's contribution to Net Income to Equity Holders of AEV, before elimination of transactions within the Group, was ₱16.0 bn, a 66% increase from ₱9.7 bn in 2020.

Before elimination of transactions within the Group, the combined contribution of AboitizPower's Power Generation and Retail Electricity Supply businesses to Net Income to Equity Holders of AEV increased by 84%, from ₱9.2 bn in 2020 to ₱16.9 bn in 2021. The variance was primarily due to (i) commissioning revenue from GNPD Unit 1, (ii) higher water inflows for the Power Group's hydro plants, higher availability of TLI, TSI, and TVI facilities, (iii) higher WESM dispatch, and (iv) other income from liquidated damages for the delay in the construction of GNPD Units 1 and 2 and business interruption claims resulting from GMEC and APRI outages in previous years. These gains were partially offset by lower margins resulting from the GMEC outage during 2021.

Capacity sold increased from 3,417 MW for 2020 to 3,753 MW for 2021. Energy sold in 2021 increased by 14% to 26,031 GWh from 22,754 GWh in 2020.

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV of AboitizPower's Power Distribution Group increased by 13% from ₱2.7 bn in 2020 to ₱3.1 bn in 2021. This increase was mainly driven by higher energy consumption resulting from recoveries in demand. Energy sales increased by 4% to 5,584 GWh during 2021 from 5,368 GWh in 2020.

Banking & Financial Services

UnionBank's contribution to Net Income to Equity Holders of AEV increased by 9% YoY, from ₱5.9 bn in 2020 to ₱6.4 bn in 2021. The increase was due to higher net interest income, which grew to ₱29.8 bn, 4% higher YoY due to the sustained increase in net interest margins. Non-interest income in 2021 was ₱15.3 bn, up 14% YoY, due to higher fees, service charges, foreign exchange income and trading gains.

Food

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV from the Food Group decreased by 10% to ₱2.0 bn in 2021, compared to ₱2.2 bn in 2020.

The Food Group's Agribusiness segment, which consists of the regional animal nutrition businesses (feed, petfood, and specialty nutrition), reported net income of ₱1.3 bn in 2021, 44% lower than the ₱2.3 bn in 2020. This is due to a decline in margins resulting from the sharp increase in raw material costs.

The Food Group's Food and Nutrition segment, which consists of the flour, farms, meats, and trading divisions, recorded net income of ₱934 mn in 2021, 365% higher YoY. This was primarily due to increased income from the Farm business as pork prices increased due to lack of supply in the market during 2021, supported by incremental income coming from commodity trading. These offset the decline in income from the Flour business stemming from the increase in raw material costs, in addition to decreased by-product margins.

Real Estate

The contribution of AboitizLand to Net Income to Equity Holders of AEV in 2021, before elimination of transactions within the Group, amounted to ₱2.6 bn, a 658% increase from ₱338 mn in 2020. The increase was mainly due to higher revenue recognition from increased construction and site development activities for AboitizLand's residential business, and an increase in sales performance with higher spot down payments, coupled with asset monetization and fair valuation gains on investment properties.

Infrastructure

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV from the Infrastructure Group increased by 203% to ₱1.4 bn in 2021, compared to ₱457 mn in 2020. The increase was mainly due to the higher contribution of the RCBM Group which increased by 164% from ₱590 mn in 2020 to ₱1.6 bn in 2021. The increase was mainly due to stronger market demand from the residential and infrastructure segments during 2021, as well as increased overall

efficiency resulting from capital investments. RCBM also benefited in 2021 from a one-time gain brought about by the CREATE bill which reduced its deferred tax liabilities.

CHANGES IN REGISTRANT'S RESOURCES, LIABILITIES AND SHAREHOLDERS' EQUITY

Assets

Consolidated assets (as of December 31, 2021 compared to December 31, 2020) increased by 20% to ₱733.6 bn, due to the following:

- Cash & Cash Equivalents increased by 124% (₱147.5 bn as of December 31, 2021 compared to ₱66.0 bn as of December 31, 2020) mainly due to proceeds from the sale non-controlling interest in December 2021 arising from the sale by AEV of a 25.01% ownership interest in AboitizPower to JERA Asia.
- Trade and other receivables (current and noncurrent) increased by 23% (₱48.4 bn as of December 31, 2021 compared to ₱39.4 bn as of December 31, 2020) mainly due to increased receivables of the Power and Real Estate Groups as a result of higher revenues.
- Inventories increased by 34% (₱29.1 bn as of December 31, 2021 compared to ₱21.6 bn as of December 31, 2020) mainly due to higher spare parts, supplies and fuel inventory of the Power Group, and higher raw materials inventory of the Food Group.
- Investment Property increased by 12% (₱12.2 bn as of December 31, 2021 compared to ₱10.9 bn as of December 31, 2020) mainly due to the fair valuation gain on revaluation of real estate properties during 2021.
- Investments in and Advances to Associates and Joint Ventures increased by ₱9.4 bn (₱154.8 bn as of December 31, 2021 compared to ₱145.4 bn as of December 31, 2020) mainly due to ₱994 mn infusion into Unity Digital Infrastructure, Inc., AboitizPower's ₱952 mn additional infusion into GNPD, ₱310 mn other comprehensive income, and the recording of ₱17.2 bn share in net earnings of Associates and Joint Ventures. This increase was partially reduced by the ₱10.2 bn dividends from Associates and Joint Ventures.
- Other Current Assets increased by 36% (₱25.4 bn as of December 31, 2021 compared to ₱18.7 bn as of December 31, 2020) primarily due to the increase in short-term cash deposits and prepaid expenses.
- Net Derivative Assets and Liabilities (current and noncurrent) changed from ₱2.0 bn net derivative liability as of December 31, 2020 to ₱105 mn net derivative asset as of December 31, 2021 mainly due to the Power Group's hedging gains.
- Intangible Assets increased by 10% (₱74.3 bn as of December 31, 2021 compared to ₱67.8 bn as of December 31, 2020) mainly due to the forex revaluation of goodwill and additions to service concession rights relating to Apo Agua Bulk Water project.

The above increases were offset by the 5% decrease in land and improvements (₱2.9 bn as of December 31, 2021 compared to ₱3.0 bn as of December 31, 2020) caused by the reclassification of newly launched project by the Real Estate Group to inventory.

Liabilities

Total Liabilities (as of December 31, 2021 compared to December 31, 2020) increased by 5% to ₱405.8 bn due to the following:

- Bank loans increased by 21% (₱35.4 bn as of December 31, 2021 compared to ₱29.3 bn as of December 31, 2020) mainly due to new loan availments during 2021 by the Power and Food Groups.

- Long-term debt, which includes both current and noncurrent portions, increased by 4% (₱271.7 bn as of December 31, 2021 compared to ₱261.0 bn as of December 31, 2020) mainly due to the following: (i) issuance of retail bonds by AboitizPower amounting to ₱26.0 bn, (ii) issuance of retail bonds by AEV amounting to ₱10.0 bn, and (iii) ₱11.8 bn of new loan availments by subsidiaries. This was partly offset by the prepayment of AEV's seven-year 2015 Series B and ten-year 2013 Series B retail bonds and AboitizPower's partial prepayment of the US$ 300 mn syndicated bridge loan facility availed in 2019 to finance the AA Thermal, Inc. acquisition, and principal payments made on existing loans during 2021.
- Long-term obligation on Power Distribution System, which includes current and noncurrent portions, decreased by 10% (₱166 mn as of December 31, 2021 compared to ₱183 mn as of December 31, 2020) as regular annual payments were made.
- Lease liabilities, which includes current and noncurrent portions, decreased by 14% (₱34.3 bn as of December 31, 2021 compared to ₱39.8 bn as of December 31, 2020) due to TLI's payment on its obligation to PSALM during 2021.
- Trade and other payables, inclusive of noncurrent portion, increased by 25% (₱46.8 bn as of December 31, 2021 compared to ₱37.3 bn as of December 31, 2020) mainly due the increase of trade and fuel purchases in the Power Group, and raw materials purchases of the Food Group.
- Income tax payable decreased by 62%, from ₱1.0 bn as of December 31, 2020 to ₱0.4 bn as of December 31, 2021 mainly due to the reduction in income tax rates from 30% in 2020 to 25% in 2021.
- Customers' deposits increased by 6%, from ₱7.0 bn as of December 31, 2020 to ₱7.4 bn as of December 31, 2021, mainly due to the receipt of bill deposits from new customers.
- Decommissioning liability increased by 14%, from ₱5.0 bn as of December 31, 2020 to ₱5.7 bn as of December 31, 2021, mainly due to the recognition of additional decommissioning provisions on power plant assets.
- Deferred Income Tax Liabilities decreased by 5% (₱2.3 bn as of December 31, 2021 compared to ₱2.4 bn as of December 31, 2020) due to the reduction in income tax rates.
- Pension Liabilities (net of Pension assets) decreased to ₱200 mn as of December 31, 2021 compared to ₱459 mn as of December 31, 2020 mainly due to actuarial gains.

Equity

Equity attributable to equity holders of the parent (as of December 31, 2021 compared to December 31, 2020) increased by ₱61.6 bn from ₱183.1 bn to ₱244.7 bn, due to the following:

- ₱27.3 bn net income recorded during the year;
- ₱35.0 bn additional equity reserve from the sale of non-controlling interest; and,
- ₱4.4 bn in other comprehensive income

These are partly offset by the ₱5.1 bn cash dividends paid during 2021.

Non-controlling interests increased 105%, from ₱40.5 bn as of December 31, 2020 to ₱83.1 bn as of December 31, 2021 mainly due to the sale of shares of AboitizPower.

MATERIAL CHANGES IN LIQUIDITY AND CASH RESERVES OF REGISTRANT

For 2021, the Group continued to support its liquidity mainly from cash generated from operations, additional loans availed, dividends received from Associates and Joint Ventures, and sale of non-controlling interest.

Compared to the cash inflow during 2020, consolidated cash generated from operating activities for 2021 increased by ₱98 mn to ₱36.3 bn. The increase was mainly due to higher earnings before interest,

depreciation and amortization, and lower taxes paid, partly offset by higher working capital requirements.

As of December 31, 2021, ₱10.1 bn net cash was used in investing activities compared to ₱11.5 bn during 2020. This was mainly due to higher cash dividends received from associates and joint ventures compared to 2020. Out of the cash usage for the current period, ₱6.0 bn was invested in short-term cash deposits to maximize interest income.

Net cash from financing activities was ₱53.0 bn for 2021 compared to ₱4.3 bn used in 2020. This was largely attributed to the proceeds from the sale of non-controlling interest and new debt availments.

For 2021, net cash inflows surpassed cash outflows, resulting in a 124% increase in cash and cash equivalents from ₱66.0 bn as of year-end 2020 to ₱147.5 bn as of December 31, 2021.

FINANCIAL RATIOS

AEV's Current Ratio as of December 31, 2021 increased to 2.3x compared to end-2020's 1.6x mainly due to higher cash balances. Debt-to-Equity ratio decreased to 1.2:1 as of December 31, 2021 from year-end 2020's 1.7:1, as the increase in equity outpaced the increase in total liabilities.

REVIEW OF JANUARY-DECEMBER 2020 OPERATIONS COMPARED TO JANUARY-DECEMBER 2019

KEY PERFORMANCE INDICATORS
(Amounts in thousands except financial ratio data)

	JAN-DEC 2020	**JAN-DEC 2019**
EQUITY IN NET EARNINGS OF INVESTEES	**₱9,019,033**	₱11,502,090
EBITDA	**57,720,482**	60,653,429
CASH FLOW GENERATED:		
Net cash flows from operating activities	**36,334,748**	42,757,046
Net cash flows used in investing activities	**(11,618,066)**	(39,883,146)
Net cash flows used in financing activities	**(4,345,939)**	(15,617,585)
Net Decrease in Cash & Cash Equivalents	**20,370,743**	(12,743,685)
Cash & Cash Equivalents, Beginning	**46,424,663**	59,033,029
Cash & Cash Equivalents, End	**65,996,411**	46,424,663
	DECEMBER 31, 2020	DECEMBER 31, 2019
CURRENT RATIO	**1.6**	1.3
DEBT-TO-EQUITY RATIO	**1.7**	1.7

Consolidated EBITDA translated into substantial cash inflows coming from Subsidiaries' operations. These inflows, coupled with dividends received from Associates and Joint Ventures are the main source of internally-generated funds, which are then used to finance capital expenditures, additional investments into Associates, dividends and debt service payments.

With total liabilities and equity both increasing during the 12 months of 2020, Debt-to-Equity ratio as of December 31, 2020 remained at end-2019's 1.7x. Current Ratio increased to 1.6x as of December 31, 2020 (compared to end-2019's 1.3x), mainly due to higher cash balances.

RESULTS OF OPERATIONS

For the 12-month period ended December 31, 2020, AEV and its Subsidiaries posted a net income attributable to the equity holders of Parent Company ("Net Income to Equity Holders of AEV") of ₱15.4 bn, a 30% decrease year-on-year ("YoY"). This translated to earnings per share of ₱2.74 for the period in review. The Power Group accounted for the bulk of the income contributions to AEV at 52%,

followed by the Banking and Financial Services, Food, Infrastructure, and Real Estate Groups at 32%, 12%, 2%, and 2%, respectively.

During 2020, the Group generated non-recurring losses of ₱477 mn compared to ₱516 mn of non-recurring gains recorded in 2019. Without these one-off losses, the Group's core net income for 2020 was ₱15.9 bn, 26% lower YoY. AEV recorded a 4% decrease in consolidated EBITDA for 2020 compared to 2019, from ₱60.2 bn to ₱57.7 bn.

MATERIAL CHANGES IN LINE ITEMS OF REGISTRANT'S STATEMENTS OF INCOME AND OF COMPREHENSIVE INCOME

Revenues

Sale of Power

The Group's revenue from sale of power by the Power Group decreased by 12% or ₱14.7 bn, from ₱124.6 bn in 2019 to ₱109.9 bn in 2020. The decrease was primarily attributable to (i) reduced demand resulting from the enforcement of COVID-related community quarantines, and (ii) lower water inflows to the Power Group's hydro facilities in Northern Luzon. The Group's sale of power comprised 62% and 59% as a percentage of total revenues in 2019 and in 2020, respectively.

Sale of Goods

The Group's revenue from sale of goods increased by 2% or ₱1.7 bn, from ₱69.6 bn in 2019 to ₱71.3 bn in 2020. The increase was primarily due to higher volumes for the Group's Feeds business. The Group's sale of goods comprised 35% and 38% as a percentage of total revenues in 2019 and in 2020, respectively.

Real Estate

The Group's revenue from real estate decreased by 14% or ₱0.6 bn, from ₱4.1 bn in 2019 to ₱3.5 bn in 2020. The decrease was primarily attributable to the decrease in revenue of AboitizLand's residential business, which were partly offset by the increase in revenue recognized by the industrial business from industrial lots sold. The decrease in revenues from AboitizLand's residential business was due to restrictions in operations caused by the Government-imposed community quarantines in response to the COVID-19 pandemic. AboitizLand's project percentage of completion, driven by the construction progress, is a key factor in the recognition of revenue and AboitizLand's construction activities were brought to a standstill during the second quarter of 2020. As a percentage of total revenues, the Group's revenue from real estate comprised 2% in both 2019 and in 2020.

Other Revenues

The Group's combined revenue from the fair value of swine, service fees and other sources decreased by 28% or ₱0.8 bn, from ₱2.8 bn in 2019 to ₱2.0 bn in 2020. The decrease was mainly due to (i) lower swine sales resulting from African Swine Fever ("ASF"), and (ii) lower service fees. As a percentage of total revenues, the Group's other revenues comprised 1% in both 2019 and in 2020.

Costs and Expenses

Cost of Generated and Purchased Power

The Group's cost of generated and purchased power decreased by 23% or ₱16.5 bn, from ₱71.4 bn in 2019 to ₱54.9 bn in 2020. The decrease was primarily attributable to (i) lower fuel costs due to power plant outages, and (ii) lower purchased power costs due to lower Wholesale Electricity Spot Market rates. As a percentage of total costs and expenses, the Group's cost of generated and purchased power comprised 42% and 35% in 2019 and in 2020, respectively.

Cost of Goods Sold

The Group's cost of goods sold increased by 1% or ₱0.3 bn, from ₱61.2 bn in 2019 to ₱61.5 bn in 2020. The increase was mainly attributable to higher volume of the Food Group. As a percentage of total costs and expenses, the Group's cost of goods sold comprised 36% and 40% in 2019 and in 2020, respectively.

Operating Expenses

The Group's operating expenses increased by 10% or ₱3.5 bn, from ₱33.7 bn in 2019 to ₱37.1 bn in 2020. The increase was primarily attributable to (i) the increase in operating expenses of the Power Group resulting from the full year operations of Therma Visayas, Inc. ("TVI"), and (ii) higher estimated credit loss provision for the Power Distribution Group. As a percentage of total costs and expenses, the Group's operating expenses comprised 20% and 24% in 2019 and in 2020, respectively.

Cost of Real Estate Sales

For 2020, the Group's cost of real estate sales, decreased by 24% or ₱0.6 bn, from ₱2.3 bn in 2019 to ₱1.7 bn in 2020. The decrease was mainly due to lower cost attributable to the construction of residential units. As a percentage of total costs and expenses, the Group's cost of real estate sales comprised 1% in both 2019 and 2020.

Operating Profit

As a result of the foregoing, the Group's operating profit decreased by 4% or ₱1.2 bn, from ₱32.7 bn in 2019 to ₱31.5 bn in 2020.

Income Before Income Tax

The Group's income before income tax decreased by 17% or ₱5.8 bn, from ₱34.2 bn in 2019 to ₱28.4 bn in 2020. The decrease was due to (i) the lower operating profit, (ii) higher net interest expense, and (iii) lower equity earnings. Moreover, income before tax for 2019 also included a one-time recognition of income from the Generation Rate Adjustment Mechanism and Incremental Currency Exchange Rate Adjustment.

Net Income

As a result of the foregoing, coupled with the income tax holiday ("ITH") expiry of Therma South, Inc. ("TSI") and GNPower Mariveles Energy Center Ltd. Co. ("GMEC", formerly GNPower Mariveles Coal Plant Ltd. Co.), the Group's Net Income to Equity Holders of AEV decreased by 30% or ₱6.6 bn, from ₱22.0 bn in 2019 to ₱15.4 bn in 2020.

Net income attributable to non-controlling interests for 2020 decreased to ₱5.4 bn from ₱7.4 bn in 2019. The decrease was primarily due to lower consolidated net income of AboitizPower in 2020.

STRATEGIC BUSINESS UNITS

The following discussion describes the performance of the Company's SBUs for the 2020 compared to 2019.

Power

For 2020, the Power Group's contribution to Net Income to Equity Holders of AEV, before elimination of transactions within the Group, was ₱9.7 bn, a 27% decrease from ₱13.3 bn in 2019.

Before elimination of transactions within the Group, the combined contribution of AboitizPower's Power Generation and Retail Electricity Supply businesses to Net Income to Equity Holders of AEV decreased by 22%, from ₱11.8 bn in 2019 to ₱9.2 bn in 2020. The variance was primarily due to (i)

additional tax expenses following the ITH expirations for TSI and GMEC, (ii) the derecognition of deferred tax assets on Net operating loss carry-over ("NOLCO") from 2018 and 2019, and (iii) additional interest expenses from AboitizPower's bonds and loans availed of in 2019 and during the second half of 2020. All these offset the increase in EBITDA brought about by better coal plant availability and recognition of business interruption insurance claims.

Capacity sold increased from 3,184 megawatts ("MW") for 2019 to 3,417 MW for 2020 due to increased contracting levels driven by the new capacity of TVI and additional portfolio contracts. However, due to lower demand caused by Government-imposed community quarantines in response to the COVID-19 pandemic and lower water inflow to hydro facilities, energy sold in 2020 declined by 1% to 22,754 gigawatt-hours ("GWh") from 22,942 GWh in 2019.

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV of AboitizPower's Power Distribution Group decreased by 14%, from ₱3.2 bn in 2019 to ₱2.7 bn in 2020. The decrease was mainly driven by lower energy consumption resulting from the enforcement of COVID-related community quarantines. Energy sales decreased by 8% to 5,368 GWh during 2020 from 5,854 GWh in 2019.

Banking & Financial Services

UnionBank's contribution to Net Income to Equity Holders of AEV decreased by 18% YoY, from ₱7.2 bn 2019 to ₱5.9 bn in 2020. The decrease was primarily due to higher provisions for loan losses in 2020. This was partly offset by revenue growth from the increase in net interest income, which grew to ₱28.7 bn, 29% higher YoY, while non-interest income was ₱13.4 bn, down 6% YoY, mainly due to lower trading gains.

Food

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV from the Food Group increased by 38% to ₱2.2 bn in 2020, compared to ₱1.6 bn in 2019.

During 2020, the Food Group's Philippine Subsidiaries reported a net income of ₱1.2 bn, a 46% increase compared to ₱0.8 bn in 2019. The increase was mainly due to (i) higher volume and lower raw material costs for the Feeds business, and (ii) improved per unit gross profit and volume of the Flour business. However, the increase was partly offset by reduced margins of the Farms business caused by higher production costs and lower selling prices as a result of the industry-wide effect of the ASF, and lower sales volume due to transport restrictions on pork and pigs imposed in several provinces in Luzon.

Before elimination of transactions within the Group, Pilmico International Pte. Ltd. And its Subsidiaries, recorded net income of ₱1.0 bn in 2020, a 29% increase compared to 2019. The increase was due to (i) higher volumes, (ii) lower raw material costs, and (iii) the full year effect of the 100% ownership in Gold Coin Management Holdings Pte. Ltd.

Real Estate

The contribution of AboitizLand to Net Income to Equity Holders of AEV in 2020, before elimination of transactions within the Group, amounted to ₱338 mn, a 64% decrease from ₱943 mn in 2019. The decrease was mainly due to the fair valuation gains on investment properties recognized 2019, which were not present in 2020.

Infrastructure

Before elimination of transactions within the Group, the contribution to Net Income to Equity Holders of AEV from the Infrastructure Group decreased by 5% to ₱457 mn in 2020, compared to ₱483 mn in 2019. The decrease was mainly due to the lower contribution of the Republic Cement Group from ₱612 mn in 2019 to ₱590 mn in 2020. This was mainly due to the contraction in the demand for cement, as construction activities declined during 2020, particularly during the enforcement of COVID-related community quarantine.

CHANGES IN REGISTRANT'S RESOURCES, LIABILITIES AND SHAREHOLDERS' EQUITY

Assets

Consolidated assets (as of December 31, 2020 compared to December 31, 2019) increased by 4% to ₱609.2 bn, due to the followin:

- Cash & Cash Equivalents increased by 42% (₱66.0 bn as of December 31, 2020 compared to ₱46.4 bn as of December 31, 2019) mainly due to the receipt of proceeds from the issuance of US dollar bonds by AEV International Pte. Ltd in January 2020.
- Trade and other receivables (current and noncurrent) increased by 5% (₱39.4 bn as of December 31, 2020 compared to ₱37.6 bn as of December 31, 2019) mainly due to increased receivables of the Real Estate Group.
- Land and improvements increased by 18% (₱3.0 bn as of December 31, 2020 compared to ₱2.6 bn as of December 31, 2019) mainly due to additional land acquisition by the Real Estate Group.
- Investments in and Advances to Associates and Joint Ventures increased by ₱5.1 bn (₱145.4 bn as of December 31, 2020 compared to ₱140.4 bn as of December 31, 2019) mainly due to AboitizPower's ₱2.3 bn additional infusion into GNPower Dinginin Ltd. Co., AboitizLand's ₱430 mn infusion into Cebu Homegrown Developers, Inc., and the recording of ₱9.0 bn share in net earnings of Associates and Joint Ventures. This increase was partially reduced by the ₱5.7 bn dividends from Associates and Joint Ventures and ₱1.0 bn other comprehensive losses during the period.

The above increases were tempered by the following decreases:

- Property Plant and Equipment (PPE) decreased by ₱6.0 bn mainly due to ₱10.6 bn attributed to depreciation & amortization, which was also partly offset by additions to the Food Group's and AboitizPower's PPE.
- Deferred Income Tax Assets decreased by 35% (₱2.0 bn as of December 31, 2020 compared to ₱3.1 bn as of December 31, 2019) mainly due to the derecognition of deferred tax assets on NOLCO of Therma Luzon, Inc. ("TLI").

Liabilities

Total Liabilities (as of December 31, 2020 compared to December 31, 2019) increased by 4% to ₱385.6 bn due to the following:

- Bank loans increased by 14% (₱29.3 bn as of December 31, 2020 compared to ₱25.7 bn as of December 31, 2019) mainly due to short-term debt availments by the Power and Food Groups during 2020.
- Long-term debt, which includes both current and noncurrent portions, increased by 9% (₱261.0 bn as of December 31, 2020 compared to ₱239.6 bn as of December 31, 2019) mainly due to the following: (i) issuance of US dollar bonds by AEV International Pte. Ltd. Equivalent to ₱20.4bn, (ii) issuance of retail bonds by AboitizPower amounting to ₱9.6 bn, (iii) availment of ₱10.0 bn long term debt and issuance of ₱7.6 bn retail bonds by AEV, and (iv) additional ₱3.0 bn availment by Apo Agua Infrastructura, Inc. This was partly offset by the settlement of maturing loans during 2020.
- Long-term obligation on Power Distribution System, which includes current and noncurrent portions, decreased by 8% (₱183 mn as of December 31, 2020 compared to ₱199 mn as of December 31, 2019) as regular annual payments were made.
- Lease liabilities, which includes current and noncurrent portions, decreased by 12% (₱39.8 bn as of December 31, 2020 compared to ₱45.3 bn as of December 31, 2019) due to lease

payments made by TLI to Power Sector Assets and Liabilities Management Corporation (PSALM) during 2020.

- Trade and other payables, inclusive of noncurrent portion, decreased by 15% (₱37.3 bn as of December 31, 2020 compared to ₱43.6 bn as of December 31, 2019) mainly due to regular payments during 2020 of the PSALM deferred adjustments and the settlement of payables to contractors in the Power Group.
- Income tax payable increased by 30%, from ₱0.8 bn as of December 31, 2019 to ₱1.0 bn as of December 31, 2020 mainly due to the expiration of the ITH incentives of TSI and GMEC.
- Derivative liabilities (net of Derivative assets, current and noncurrent) decreased from ₱2.3 bn as of December 31, 2019 to ₱2.0 bn as of December 31, 2020. This was mainly due to gains in the Power Group's cash flow hedges.
- Decommissioning liability increased by 40%, from ₱3.6 bn as of December 31, 2019 to ₱5.0 bn as of December 31, 2020, mainly due to the recognition of additional decommissioning provisions on power plant assets.
- Deferred Income Tax Liabilities decreased by 7% (₱2.4 bn as of December 31, 2020 compared to ₱2.6 bn as of December 31, 2019) due to deferred tax on other comprehensive losses, amortization of franchise and increase in loss provisions of the Power Group.

Equity

Equity attributable to equity holders of the parent (as of December 31, 2020 compared to December 31, 2019) increased by ₱6.6 bn from ₱176.5 bn to ₱183.1 bn, due to ₱15.4 bn net income recorded during the year. These are partly offset by the following.

- ₱7.3 bn cash dividends paid during the first half of 2020; and
- ₱1.5 bn in cumulative translation adjustments and other comprehensive losses.

MATERIAL CHANGES IN LIQUIDITY AND CASH RESERVES OF REGISTRANT

For 2020, the Group continued to support its liquidity mainly from cash generated from operations, additional loans availed and dividends received from Associates.

Compared to the cash inflow during 2019, consolidated cash generated from operating activities for 2020 decreased by ₱6.5 bn to ₱36.2 bn. The decrease was mainly due to the decline in earnings before interest, depreciation and amortization coupled with higher working capital requirements and taxes paid.

As of December 31, 2020, ₱11.5 bn net cash was used in investing activities compared to ₱39.9 bn during 2019. This was mainly due to lower equity infusions to Associates and Joint Ventures during 2020 compared to 2019.

Net cash used in financing activities was ₱4.3 bn for 2020 compared to ₱15.6 bn in 2019. The decrease in net cash used was largely attributed to availment of short-term and long-term loans, and the issuance of US dollar bonds in the first quarter of 2020.

For 2020, net cash inflows surpassed cash outflows, resulting in a 42% increase in cash and cash equivalents, from ₱46.4 bn as of year-end 2019 to ₱66.0 bn as of December 31, 2020.

FINANCIAL RATIOS

Financial ratios remained healthy. AEV's Current Ratio as of December 31, 2020 increased to 1.6x compared to end-2019's 1.3x mainly due to higher cash balance. Debt-to-Equity ratio remained year-end 2019's 1.7:1 as of December 31, 2020, as the growth in total liabilities matched the increase in equity.

Item 7. Financial Statements

The audited consolidated financial statements of AEV will be incorporated herein by reference. The schedules listed in the accompanying Index to Supplementary Schedules will be filed as part of this Annual Report.

Item 8. Information on Independent Accountant and Other Related Matters

(A) External Audit Fees

The independent external auditor of AEV and AboitizPower is the accounting firm of SyCip Gorres Velayo & Co. (SGV), with Jhoanna Feliza C. Go as current audit partner on her maiden year in 2022, replacing Maria Veronica Andresa R. Pore who has served since 2017.

The following table sets out the aggregate fees paid by the Company for each of the last two years for professional fees rendered by SGV:

Fee Type	Year ended December 31, 2022	Year ended December 31, 2021
Audit Fees		
Audit Fees	₱632,500.00	₱616,000.00
Audit-Related Fees	12,264,000.00	10,752,000.00
Total	**₱12,896,500.00**	**₱11,368,000.00**
Non-Audit Fees		
Consultancy Fees	₱54,208.00	₱317,408.00
Total	**₱54,208.00**	**₱317,408.00**
Total Audit and Non-Audit Fees	**₱12,950,708.00**	**₱11,685,408.00**

The audit-related fees include assurance and services that are related to the review of AEV's financial statements pursuant to its bond issuances. The non-audit fees were paid for AEV's transfer pricing study and assistance in preparation of tax forms.

As a policy, the Board Audit Committee makes recommendations to the Board concerning the choice of external auditor and pre-approves audit plans, scope, and frequency before the audit is conducted.

Audit services of external auditors for the years 2022 and 2021 were pre-approved by the Board Audit Committee. The Committee had also reviewed the extent and nature of these services to ensure that the independence of the external auditors is preserved.

(B) Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

The Company has engaged the services of SGV during the two most recent fiscal years. There are no disagreements with SGV on accounting and financial disclosure.

PART III – CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

(a) Directors and Officers for 2022-2023

The overall management and supervision of the Company is undertaken by its board of directors (the "Board"). The Company's executive officers and management team cooperate with the Board by preparing appropriate information and documents concerning the Company's business operations, financial condition and results of operations for its review.

(1) Directors for 2022-2023

The Company's Board is composed of nine directors, three of whom are Independent Directors, five are Non-Executive Directors, and one is an Executive Director. Below is the profile of each director for 2022-2023 with their corresponding positions, offices, and business experience held for the past five years. The directors were elected during AEV's 2022 ASM to serve for a term of one year.

ENRIQUE M. ABOITIZ (Chairman of the Board, Non-Executive Director)

Age: 69
Citizenship: Filipino
Date of First Appointment: May 10, 1999
Tenure: 23 years

Committee Memberships:

Member	- Board Environmental, Social, and Corporate Governance Committee - Board Executive Committee - Board Cyber and Information Security Committee

Present Positions:

Chairman of the Board of Directors	- Aboitiz Equity Ventures Inc.*
Vice Chairman of the Board of Directors	- Aboitiz & Company, Inc.

Previous Positions:

Chairman of the Board of Directors	- Aboitiz Power Corporation*
Chairman of the Board of Directors	- Jebsen Maritime, Inc.
President and Chief Executive Officer	- Aboitiz Transport System Corp (now 2GO Group, Inc.)*

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science in Business Administration, Major in Economics, from Gonzaga University, Spokane, Washington, U.S.A.

Mr. Aboitiz is not connected with any government agency or instrumentality.

MIKEL A. ABOITIZ (Vice-Chairman, Non-Executive Director)

Age: 68
Citizenship: Filipino
Date of First Appointment: May 15, 2017
Tenure: 5 years

Committee Memberships:

Member	- Board Executive Committee

Present Positions:

Vice Chairman of the Board	- Aboitiz Equity Ventures Inc.*
Chairman of the Board of Directors	- Aboitiz & Company, Inc.
Trustee and Chairman	- Ramon Aboitiz Foundation, Inc.

Previous Positions:

Vice Chairman of the Board	- Aboitiz Power Corporation* (1998 to 2019)
Vice Chairman of the Board	- City Savings Bank, Inc. (2015 to 2016)
President and Chief Executive Officer	- City Savings Bank, Inc. (2001 to 2014)
Senior Vice President	- Aboitiz Equity Ventures Inc.* (2004 to 2015)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science in Business Administration from Gonzaga University, Spokane, Washington, U.S.A.

Mr. Aboitiz is not connected with any government agency or instrumentality.

ERRAMON I. ABOITIZ (Non-Executive Director)

Age: 66
Citizenship: Filipino
Date of First Appointment: May 9, 1994
Tenure: 28 years

Committee Memberships:

Chairman	- Board Risk and Reputation Management Committee
Member	- Board Audit Committee - Board Executive Committee

Present Positions:

Director	- Aboitiz Equity Ventures Inc.*
Director	- Endeavor Philippines
Chairman of the Board of Directors	- Union Bank of the Philippines*
Board Observer	- Aboitiz & Company

Previous Positions:

President and Chief Executive Officer	- Aboitiz Equity Ventures Inc.* (2009 to 2019) - Aboitiz Power Corporation* (2018 to 2019)
Director / Chairman of the Board	- Aboitiz Power Corporation* (2019 to 2009)
Executive Vice President and Chief Operating Officer	- Aboitiz Equity Ventures Inc.* (1994 to 2008)
Trustee	- Philippine Disaster Recovery Foundation - Asian Institute of Management

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science Degree in Business Administration, Major in Accounting and Finance, from Gonzaga University, Spokane, Washington, U.S.A.
- Honorary Doctorate Degree in Management from the Asian Institute of Management.
- Awardee - Management Man of the Year by the Management Association of the Philippines (2011)
- Awardee - Entrepreneur of the Year by Ernst & Young (2011).

Mr. Aboitiz is not connected with any government agency or instrumentality.

SABIN M. ABOITIZ (Executive Director)

Age: 58
Citizenship: Filipino
Date of First Appointment: May 21, 2018
Tenure: 4 years

Committee Memberships:

Chairman	- Board Executive Committee
Member	- Board Environmental, Social, and Corporate Governance Committee - Board Risk and Reputation Management Committee

Present Positions:

President and Chief Executive Officer	- Aboitiz Equity Ventures Inc.* - Aboitiz & Company, Inc.
Chairman of the Board	- Aboitiz Power Corporation*, - Aboitiz Foundation, Inc., - Aboitiz Land, Inc., - CRH Aboitiz Holdings, Inc., - Filagri Holdings, Inc., - Manila-Oslo Renewable Enterprise, Inc., - SN Aboitiz Power - Benguet, Inc., - Aboitiz Renewables, Inc.,
Director/President	- AEV CRH Holdings, Inc.
Director	- Aboitiz Infracapital, Inc., - Aboitiz Construction International, Inc., - Aboitiz Construction, Inc., - AboitizPower International Pte. Ltd., - AEV International Pte Ltd., - Apo Agua Infrastructura, Inc.,

	- Lima Land, Inc., - Pilmico Animal Nutrition Corporation, - Pilmico Foods Corporation, - Republic Cement & Building Materials, Inc., - Republic Cement Services, Inc., - Therma Luzon, Inc., - Therma South, Inc., - Unity Digital Infrastructure Inc., - Union Bank of the Philippines, Inc.*, - UnionDigital Bank, Inc., - Aboitiz FeedAll Holdings, Inc. - Aboitiz Data Innovation Pte. Ltd.
Head	- Private Sector Advisory Council
ASEAN Business Advisory Council (ABAC) PH Member	- Asia Pacific Economic Cooperation

Previous Positions:

Executive Vice President and Chief Operating Officer	- Aboitiz Equity Ventures Inc.* (2015 - 2019)
Senior Vice President	- Aboitiz Equity Ventures Inc.* (2015)
First Vice President	- Aboitiz Equity Ventures Inc.* (2014 - 2015)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science Degree in Business Administration, Major in Finance from Gonzaga University, Spokane, U.S.A

Mr. Aboitiz is not connected with any government agency or instrumentality.

ANA MARIA A. DELGADO (Non-Executive Director)

Age: 42
Citizenship: Filipino
Date of First Appointment: Dec 11, 2018
Tenure: 4 years

Committee Memberships:

Member	- Board Audit Committee

Present Positions:

Director	- Aboitiz Equity Ventures Inc.*
Chairman	- City Savings Bank Inc.
Director	- AEV CRH Holdings, Inc., - CRH Aboitiz Holdings, Inc. - Republic Cement & Building Materials, - Republic Cement Services, Inc.,
Non-Executive Director	- Singlife Philippines Inc.
Senior Executive Vice President, Chief Digital Channels Officer and Chief Customer Experience Officer	- Union Bank of the Philippines*

**Publicly Listed Company*

Previous Positions:

Director	- Aboitiz Land Inc., - Aboitiz InfraCapital, Inc.
Assistant Vice President for Product Management	- Citibank, N.A. (2006 to 2008)

Educational and Professional Background:

- Bachelor of Arts degree in Art History/Painting from Boston College
- Master's Degree in Business Administration from New York University Stern School of Business.

Ms. Delgado is not connected with any government agency or instrumentality.

JUSTO A. ORTIZ (Non-Executive Director)

Age: 65
Citizenship: Filipino
Date of First Appointment: May 9, 1994
Tenure: 25 years
(1994 -2017, 2021 - 2022)

Committee Memberships:

Chairman	Board Cyber and Information Security Committee
Member	Board Executive Committee

Present Positions:

Director	- Aboitiz Equity Ventures Inc.*
Vice Chairman of the Board	- Union Bank of the Philippines*
Chairman of the Board and/or Director	- Aboitiz FeedAll Holdings, Inc. - Pilmico Foods Corporation, - PIlmico Animal Nutrition Corporation, - Concepcion Industrial Corporation* - Philippine Payments Management, Inc.,
Chairman of the Board	- Fintech Philippines Association, Inc., - Distributed Ledger Technology Association of the Philippines, Inc., - Union Digital Bank, Inc.
Board of Trustees	- The Insular Life Assurance Co., Ltd., - Philippine Trade Foundation, Inc.
Member	- Management Association of the Philippines, - Makati Business Club, - World Presidents Organization

Previous Positions:

Director	- Aboitiz Equity Ventures Inc.* (1994 to 2017)
Member of Board Audit Committee	- Aboitiz Equity Ventures Inc.*(2006 to 2017)
Member of Board Risk and Reputation Management Committee	- Aboitiz Equity Ventures Inc.*(2009 to 2017)

Chairman and Chief Executive Officer	- Union Bank of the Philippines* (1993 - 2017)
Managing Partner - Global Finance	- Citibank, N.A. (1990 to 1993)
Country Executive - Investment Banking	- Citibank, N.A. (1988 to 1990)
Treasury Marketing Unit Head	- Citibank, N.A. (1985 to 1988)
Relationship Manager for various local, corporate multinational, and public sectors customers	- Citibank, N.A. (1979 to 1985)
Executive Assistant to Asia Pacific Human Resource Executive	- Citibank, N.A. (1978 to 1979)
Management Trainee	- Citibank, N.A. (1977 to 1978)

**Publicly Listed Company*

Educational and Professional Background:

- Member of the Claustro de Profesores and Doctor of Humanities Degree (Honoris Causa) from the University of Santo Tomas (UST)
- Honorary Fellow of Institute of Corporate Directors (ICD)
- Awardee- Asian Banker Lifetime Achievement Award & Philippine Blockchain Leader of the Year
- Economics Honors Program (Magna Cum Laude) from Ateneo de Manila University.

Mr. Ortiz is not connected with any government agency or instrumentality.

ROMEO L. BERNARDO (Lead Independent Director)

Age: 68
Citizenship: Filipino
Date of First Appointment: April 26, 2021
Tenure: 2 years

Committee Memberships:

Chairman	- Board Environmental, Social, and Corporate Governance Committee
Member	- Board Audit Committee - Board Risk and Reputation Management Committee - Board Related Party Transactions Committee

Present Positions:

Lead Independent Director	- Aboitiz Equity Ventures Inc.*
Chairman of the Board of Directors	- ALFM Family of Funds, - Philippine Stock Index Fund, Inc.
Vice Chairman & Founding Fellow	- Foundation for Economic Freedom
Director	- Bank of the Philippine Islands*, - Globe Telecom, Inc.*
Independent Director	- PHINMA, Inc.*, - RFM Corporation* - Monde Nissin Corporation*
Managing Director	- Lazaro Bernardo Tiu & Associates, Inc.
Advisor	- Global Source Partners
Member	- World Bank Philippine Advisory Group

Previous Positions:

Lead Independent Director	- Aboitiz Power Corporation*
Chairman	- Federation of ASEAN Economic Societies
President	- Philippine Economics Society
Undersecretary for International Finance	- Department of Finance
Alternate Executive Director	- Asian Development Bank
Independent Director	- BPI Capital Corporation, - BPI/MS Insurance Corporation, - BPI-Philam Life Assurance Corporation
Trustee & Member	- Philippine Institute for Development Studies
Advisor to Executive Director	- World Bank, International Monetary Fund
Deputy Chief	- Philippine Delegation to the General Agreement on Tariffs and Trade (World Trade Organization)
Finance Attaché	- Philippine Mission to the United Nations
Faculty Member	- College of Business Administration of the University of the Philippines
Member, Panel of Conciliators	- International Centre for Settlement of Investment Disputes
Various positions	- National Power Corporation, - Philippine National Bank

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science in Business Economics (magna cum laude) from the University of the Philippines,
- Master's Degree in Development Economics from Williams College in Williamstown, Massachusetts, U.S.A.

Mr. Bernardo is not connected with any government agency or instrumentality.

JOANNE G. DE ASIS (Independent Director)

Age: 72
Citizenship: Filipino
Date of First Appointment: April 26, 2021
Tenure: 2 years

Committee Memberships:

Chairman	- Board Related Party Transactions Committee
Member	- Board Environmental, Social, and Corporate Governance Committee - Board Audit Committee - Board Risk and Reputation Management Committee - Board Cyber and Information Security Committee

Present Positions:

Independent Director	- Aboitiz Equity Ventures Inc.*
Senior Adviser	- Morgan Stanley & Co
Founder and Chairman	- Globe Capital Partners LLC, U.S.A.
Independent Director	- Easycall Communications Philippines, Inc.,

Advisory Board Member	- Anneberg Foundation Trust at Sunnylands, U.S.A
Advisory Council Member	- The International Institute for Strategic Studies, London
Advisor	- APEC Business Advisory Council

**Publicly Listed Company*

Previous Positions:

Managing Director	- Credit Suisse First Boston, New York City, U.S.A & London, U.K (1989 - 1998)
Director, International	- Dillon Read & Company, New York City, U.S.A (1986 - 1988)
Vice President	- Morgan Stanley International, London, U.K (1981 - 1986)
Associate	- Morgan Stanley & Co. New York City, U.S.A (1997 – 1981)
Advisory to the Treasury Department	- Bangko Sentral ng Pilipinas (1984 – 1985)

Educational and Professional Background:

- Bachelor of Arts, Major in Communication Arts, from Maryknoll College
- Master of Business Administration from the Columbia University in New York, U.S.A.
- Executive Management Program from Stanford University in Palo Alto California, U.S.A.

Ms. De Asis is not connected with any government agency or instrumentality**.**

CESAR G. ROMERO (Independent Director)

Age: 57
Citizenship: Filipino
Date of First Appointment: April 25, 2022
Tenure: 1 year

Committee Memberships:

Chairman	- Board Audit Committee
Member	- Board Related Party Transactions Committee - Board Environmental, Social, and Corporate Governance Committee - Board Risk and Reputation Management Committee

Present Positions:

Independent Director	- Aboitiz Equity Ventures Inc.* - Robinson Retail Holdings, Inc.* - Aboitiz Power Corporation*

**Publicly Listed Company*

Previous Positions:

President and Chief Executive Officer	- Pilipinas Shell Petroleum Corporation (2016 - 2021)
Vice President Global Retail Network	- Shell's Global Downstream Business (2013 - 2018)
Vice President of Retail Sales and Operations East	- Shell's Global Downstream Business (2009 - 2013)
Vice President of Supply East	- Shell's Global Downstream Business (2007 - 2009)

Vice President for Downstream Management Consultancy	- Shell's Global Downstream Business (2005 - 2007)
Business Assistant to the Executive Director	- Shell's Global Downstream Business (2005 - 2007)
Shell's Scenario Planning Team	- Shell International (1995)
Refinery Engineer	- Pilipinas Shell Petroleum Corporation (1987)

Educational and Professional Background:

- Bachelor of Science in Mechanical Engineering (Cum Laude) from the University of the Philippines
- Master's Degree in Business Administration (with High Distinction) from the University of Michigan
- Various management development courses at the London Business School and the Wharton Business School

Mr. Romero is not connected with any government agency or instrumentality.

Performance Assessment and Attendance Reports of the Board

In accordance with AEV's Revised Manual on Corporate Governance as amended on February 23, 2022, (the "Revised Manual"), the members of the Board and Board Committees conduct an annual self-assessment of their collective and individual performance. In addition, the directors assess the performance of the Company's corporate officers such as the Chairman of the Board, the Chief Executive Officer, the Chief Risk Officer, the Chief Compliance Officer, the Corporate Secretary, and the Group Internal Audit Head.

The assessment forms are prepared and regularly reviewed by the Chief Compliance Officer in order to elicit relevant and valuable insights on the following assessment criteria: (1) compliance with best governance practices and principles; (2) participation and contribution to the Board and committee meetings; and (3) performance of their duties and responsibilities as provided in the Company's Revised Manuals, Charters, Amended Articles of Incorporation, and Amended By-Laws.

In addition, AEV directors are evaluated by its key officers based on the following criteria: (1) business acumen, (2) independent judgment, (3) familiarity with the business, (4) active participation and effective challenge, (5) professional expertise and network, (6) value contribution, (7) embodiment of Aboitiz core values, and (8) reputation. Assessment results are presented to the ESCG Committee as part of the nomination and selection process of incumbent Board members.

The Corporate Governance Code and the Revised Manual requires that at least once in every three years, the conduct of the Board performance assessment must be supported by an independent third-party facilitator. AEV complied with this requirement in 2020 with the engagement of the Good Governance Advocates and Practitioners of the Philippines (GGAPP), an independent association of corporate governance practitioners, to support the Board performance assessment exercise. The results of the assessment, as well as the recommendations from GGAPP, were presented and discussed at the Board ESCG Committee meeting on February 16, 2021.

For more discussion on the Board's (i) performance assessment, and (ii) attendance record at Board, Board Committee, and stockholders' meetings for the year 2021, please refer to Board Matters portion of Part III - Corporate Governance on page 166 of this Annual Report.

Nominations for Independent Directors and Procedure for Nomination

The procedure for the nomination and election of the Independent Directors is in accordance with Rule 38 of the Securities Regulation Code ("SRC Rule 38"), AEV's Amended By-Laws, and AEV's Guidelines for the Nomination and Election of Independent Directors approved by the Board of Directors on March 23, 2017 (the "Amended Guidelines").

Nominations for Independent Directors were opened beginning on January 1, 2023 until February 15, 2023, in accordance with Section C(1) of the Guidelines. The period may be extended by the unanimous vote of the Board ESCG Committee for meritorious reasons.

SRC Rule 38 further requires the Board ESCG Committee (in its capacity as the Board Nomination and Compensation Committee) to meet and pre-screen all nominees and submit a final list of nominees to the Corporate Secretary, so that such list will be included in the Company's Information Statements. Only nominees whose names appear on the final list shall be eligible for election as Independent Directors. No other nominations shall be entertained after the final list of nominees has been prepared. The name of the person or group of persons who nominates an Independent Director shall be identified including any relationship with the nominee.

On February 15, 2023, the Chairman of the Board ESCG Committee submitted the final list of nominees to the Corporate Secretary. In approving the nominations for Independent Directors, the Board ESCG Committee considered the guidelines on the nominations of Independent Directors prescribed in SRC Rule 38, the Amended Guidelines, and AEV's Revised Manual. Mr. Romeo L. Bernardo, Lead Independent Director, is the incumbent Chairman of the Board ESCG Committee. The other voting members of the committee are Messrs. Sabin M. Aboitiz, Enrique M. Aboitiz, Cesar G. Romero, and Ms. Joanne G. De Asis, while the ex-officio non-voting members are Mr. Manuel Alberto R. Colayco, Ms. Susan V. Valdez, and Mr. David Jude L. Sta Ana.

Independent Directors shall be elected at the stockholders' meeting during which other members of the Board are to be elected. However, no nominations for Independent Director shall be accepted at the floor during the 2023 ASM at which such nominee is to be elected.

Mr. Romeo L. Bernardo, Ms. Joanne G. De Asis, and Mr. Cesar G. Romero are the nominees for Independent Directors of AEV for the 2023 ASM. They are neither officers nor employees of the Company or any of its Affiliates, and do not have any relationship with the Company which would interfere with the exercise of independent judgment in carrying out the responsibilities of an Independent Director.

AEV stockholders, Ms. Remeliza Z. Villanueva, Ms. Jovy Tan, and Ms. Ma. Cristina Calumpang have nominated Mr. Romero, Mr. Bernardo, and Ms. De Asis, respectively, as the Company's Independent Directors. None of the nominating stockholders have any relation to the respective Independent Director they are nominating.

Other Nominees for Election as Members of the Board of Directors

Included in the final list of nominees as conveyed by the Board ESCG Committee to the Corporate Secretary on February 15, 2023, the following were also nominated and qualified as candidates to the AEV Board of Directors for the 2023-2023 term:

Enrique M. Aboitiz
Mikel A. Aboitiz
Erramon I. Aboitiz
Sabin M. Aboitiz
Ana Maria A. Delgado
Justo A. Ortiz

Pursuant to Section 1, Article II of the Amended By-Laws of AEV, nominations for members of the Board, other than Independent Directors, for the ensuing year must be submitted in writing to the Corporate Secretary at least 15 working days prior to the ASM on April 24, 2023, or not later than March 28, 2023.

All other information regarding the positions and offices held by nominees are integrated in Item 9 (a) (1) above.

(2) Officers for 2022-2023

Below is the list of AEV officers for 2022-2023 with their corresponding positions and offices held for the past five years. Unless otherwise indicated, the officers assumed their positions during AEV's organizational meeting in 2022 for a term of one year.

ENRIQUE M. ABOITIZ
Chairman – Board of Directors

Refer to Item 5 (a) (1) for the profile of Mr. Enrique M. Aboitiz.

MIKEL A. ABOITIZ
Vice Chairman – Board of Directors

Refer to Item 5 (a) (1) for the profile of Mr. Mikel A. Aboitiz.

SABIN M. ABOITIZ
Director / President and Chief Executive Officer

Refer to Item 5 (a) (1) for the profile of Mr. Sabin M. Aboitiz.

JOSE EMMANUEL U. HILADO
Senior Vice President/ Chief Financial Officer/ Corporate Information Officer

Age: 58
Citizenship: Filipino

Committee Memberships:

Ex-Officio Member	- - Board Risk and Reputation Management Committee - - Board Executive Committee

Present Positions:

SVP – Chief Financial Officer / Company Information Officer	- Aboitiz Equity Ventures Inc.*
Trustee and Treasurer	- Aboitiz Foundation
Treasurer	- Aboitiz InfraCapital Inc. - CRH Aboitiz Holdings, Inc.
Director and Treasurer	- AEV CRH Holdings, Inc.
Director	- AEV International Pte Ltd. - Archipelago Insurance Pte. Ltd. - Republic Cement and Building Materials, Inc. - Republic Cement Services, Inc. - Aboitiz Data Innovation Pte. Ltd.

Previous Positions:

Union Bank of the Philippines*	- Senior Vice President – Treasurer and Head of Global Market (2022) - Senior Executive Vice President – Chief Finance Officer (2021) - Senior Executive Vice President – Chief Finance Officer and Treasurer (2017 - 2021)
East West Banking Corporation*	- Senior Executive Vice President & COO (2014 - 2017)
Rizal Commercial Banking Corporation*	- Senior Executive Vice President & Treasurer (2008 - 2014)
Banco de Oro*	- Senior Vice President (2001 - 2008)

Publicly Listed Company

Educational and Professional Background:

- University of the Philippines BS Business Economics
- Kellogg-HKUST Executive MBA Master of Business Administration
- Certified Treasury Professional BAP- Ateneo Graduate School
- Member
  - Bankers Association of the Philippines' Open Market Committee
  - Financial Executive Institute of the Philippines (FINEX)
  - Money Market Association
  - ACI Philippines
  - Philippine Interpretations Committee

Mr. Hilado is not connected with any government agency or instrumentality. He is not a director of any publicly-listed company.

SUSAN V. VALDEZ
Senior Vice President and Chief Corporate Services Officer

Age: 62
Citizenship: Filipino

Committee Memberships:

Ex-Officio Member	- Board Environmental, Social, and Corporate Governance Committee - Board Cyber and Information Security Committee

Present Positions:

Senior Vice President and Chief Corporate Services Officer	- Aboitiz Equity Ventures Inc.*
Director	- Unity Digital Infrastructure Inc.
Trustee	- Aboitiz Foundation, Inc.

Previous Positions:

Senior Vice President - Chief Human Resources Officer and Chief Corporate Services Officer	- Aboitiz Equity Ventures, Inc.* (2020 to 2021)
Senior Vice President - Chief Human Resources Officer	- Aboitiz Equity Ventures, Inc.* (2019)
Senior Vice President - Chief Reputation Officer; Chief Corporate Services Officer	- Aboitiz Equity Ventures, Inc.* (2013 to 2018)
President	- Aboitiz Foundation (2014 to 2018) - Weather Philippines Foundation, Inc. (2014 to 2018)
First Vice President and Chief Reputation Officer and Chief Risk Management Officer	- Aboitiz Equity Ventures, Inc.* (2012 to 2013)
First Vice President and Chief Reputation Officer	- Aboitiz Equity Ventures, Inc.* (2011 to 2012)

President and Chief Executive Officer	- Aboitiz Transport Systems Corporation (ATSC) (now 2GO Group, Inc.*) (2009 to 2011)
Executive Vice President and Chief Executive Officer of 2GO Division	- Aboitiz Transport Systems Corporation (ATSC) (now 2GO Group, Inc.*) (2004 to 2011)
Executive Vice President and Chief Finance Officer	- Aboitiz Transport Systems Corporation (ATSC) (now 2GO Group, Inc.*) (1994 to 2004)
Senior Vice President - Chief Financial Officer and Chief Information Officer	- WG&A (1999 to 2003)
Senior Vice President - Chief Financial Officer	- Aboitiz Transport Systems Corporation (ATSC) (now 2GO Group, Inc.*) (1997 to 1998)
Assistant Vice President to Vice President - Finance	- Aboitiz Shipping Corporation (1994 to 1996)

**Publicly Listed Company*

Educational and Professional Background:

- Certified Public Accountant.
- Bachelor of Science in Commerce, Major in Accounting (Cum Laude) from St. Theresa's College.
- Master's degree in Business Management from the University of the Philippines, and
- Management Development Program at Harvard Business School, U.S.A.

Ms. Valdez is not connected with any government agency or instrumentality. She is not a director of any publicly-listed company.

MANUEL ALBERTO R. COLAYCO
Senior Vice President – Chief Legal and Compliance Officer/ Corporate Secretary

Age: 53
Citizenship: Filipino

Committee Memberships:

Ex-Officio Member	- Board Environmental, Social, and Corporate Governance Committee

Present Positions:

Senior Vice President – Chief Legal and Compliance Officer/ Corporate Secretary	- Aboitiz Equity Ventures Inc.*
Corporate Secretary and Compliance Officer	- Aboitiz Power Corporation*

Previous Positions:

First Vice President Chief Legal Officer	- Aboitiz Equity Ventures Inc.* (2017 to 2018)
General Counsel	- AGP International Holdings Ltd., Atlantic, Gulf & Pacific Company of Manila, Inc. (2013 to 2014)
Executive Director and Assistant General Counsel	- J.P. Morgan Chase Bank N.A. (2010 to 2013)

Vice President and Legal Counsel	- DKR Oasis (Hong Kong) LLC (2007 to 2010)
Associate	- Skadden, Arps, Slate, Meagher & Flom, LLP (2000 to 2007)
Associate	- Romulo Mabanta Buenaventura Sayoc & De Los Angeles (1996 to 2000)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Arts in Economics from Ateneo de Manila University, Manila
- Juris Doctor degree from the Ateneo de Manila University
- Master of Laws degree from New York University School of Law, U.S.A.

Mr. Colayco is a member in good standing of the Integrated Bar of the Philippines and the New York State Bar. He is not connected with any government agency or instrumentality. He is also not a director of any publicly listed company.

MARIA VERONICA C. SO
Senior Vice President - Group Treasurer

Age: 50
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

Senior Vice President	- Aboitiz Equity Ventures Inc.*
Group Treasurer	- Aboitiz Power Corporation*

Previous Positions:

First Vice President - Deputy Group Treasurer	- Aboitiz Equity Ventures Inc.*(2020 to 2021)
Vice President - Treasurer Services	- Aboitiz Equity Ventures Inc.* (2019 to 2020)
Various treasury and finance positions	- Globe Telecom* (2001 to 2017)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Science Degree in Business Management from the Ateneo de Manila University.
- Master's Degree in Business Management from the Asian Institute of Management

Ms. So is not connected with any government agency or instrumentality. She is not a director of any publicly-listed company.

SANTANINA APOLINARIA B. CASTRO
First Vice President – Risk Management

Age: 47
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

First Vice President Risk Management	- Aboitiz Equity Ventures Inc. *

**Publicly Listed Company*

Previous Positions:

Vice President for Corporate Strategy and Business Development	- Pilmico Foods Corporation (2017 to 2019)
Assistant Vice President for Business Development	- Pilmico Foods Corporation (2011 to 2017)
Corporate Planning Manager	- ABS-CBN Corporation (2007 to 2011)
Senior Planning Analyst	- San Miguel Purefoods Company (2002 to 2007)
Senior Associate Corporate Finance	- Arthur Andersen (SGV&Co) (1996 to 2002)

Educational and Professional Background:

- Bachelor of Arts Degree in Management Economics from the Ateneo de Manila University.
- Master's Degree in Business Administration from the University of the Philippines (Diliman).

Ms. Castro is not connected with any government agency or instrumentality. She is not a director of any publicly-listed company.

MARIA LOURDES Y. TANATE
Vice President – Group Internal Audit Head

Age: 57
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

Vice President – Group Internal Audit Head	- Aboitiz Equity Ventures Inc. *

Previous Positions:

Chief Audit Executive	- Aboitiz Transport System (ATSC) Corporation (now 2GO Group, Inc.) (2009 to 2011)*
Assistant Vice President for Finance	- Aboitiz Transport System (ATSC) Corporation (now 2GO Group, Inc.) (2005 to 2009)*
Senior Manager for Finance and Freight	- Aboitiz Transport System (ATSC) Corporation (now 2GO Group, Inc.) (2000 to 2005)*
Manager and Head of Corporate Planning and Credit & Economic Research Departments	- Prime Bank (1996 to 2000)
Senior Assistant Cashier	- Far East Bank & Trust Company (1986 to 1993)

**Publicly Listed Company*

Educational and Professional Background:

- Cum Laude with a degree of Bachelor of Arts in Economics from the University of the Philippines (Diliman)
- Master's in Business Administration from University of the Philippines (Diliman)
- Master's in Engineering and Technology Management from the University of Queensland, Australia.

Ms. Tanate is not connected with any government agency or instrumentality. She is also not a director of any publicly-listed company.

CHRISTINE C. KEMPENEERS
Data Privacy Officer

Age: 33
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

Data Privacy Officer	- Aboitiz Equity Ventures Inc. *

Previous Positions:

Risk Manager – Risk Management Team	- Aboitiz Equity Ventures Inc.* (2017 to 2019)
Project Manager	- Aboitiz InfraCapital, Inc. (2016 to 2017)
Project Manager	- AEV's infrastructure Strategic Business Unit (2016 to 2017)
Management Associate	- Citibank (2015 to 2016)
Management Trainee – Manager	- Union Bank of the Philippines* (2010 to 2013)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Arts Degree in European Studies, International Business Track from the Ateneo de Manila University
- Master of Business Administration, Major in Finance (with Distinction) from the Asian Institute of Management
- PARIMA-ANZIIF Certified Risk Professional
- Crisis Management Certified Expert from the BCM Institute
- Certification from the Business Continuity Institute
- Certification from TUV Rheinland as Data Protection Officer

Ms. Kempeneers is not connected with any government agency or instrumentality. She is not a director of any publicly-listed company.

MAILENE M. DE LA TORRE
Assistant Vice President – Governance and Compliance, and Assistant Corporate Secretary

Age: 41
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

Assistant Vice President - Governance and Compliance, and Assistant Corporate Secretary	- Aboitiz Equity Ventures Inc.*
Assistant Corporate Secretary	- Aboitiz Power Corporation*
Corporate Secretary	- Various subsidiaries of the Aboitiz Group
Assistant Corporate Secretary	- Various subsidiaries of the Aboitiz Group

Previous Positions:

Senior Associate General Counsel for Governance and Compliance	- Aboitiz Equity Ventures Inc.* (2016 to 2018)
Associate General Counsel for Legal and Corporate Services	- Aboitiz Equity Ventures Inc.* (2010 to 2014)
Associate	- Esguerra & Blanco Law Office (2007 to 2010)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Arts Degree in Political Science (Cum Laude) from the University of the Philippines Diliman
- Bachelor of Laws degree from University of the Philippines Diliman
- Graduate Member of the Institute of Corporate Directors

Ms. de la Torre is a member in good standing of the Integrated Bar of the Philippines. She is not connected with any government agency or instrumentality. She is not a director of a publicly-listed company.

SAMMY DAVE A. SANTOS
Senior Associate General Counsel for Governance and Compliance, and Assistant Corporate Secretary

Age: 38
Citizenship: Filipino

Committee Memberships: N.A.

Present Positions:

Senior Associate General Counsel for Governance and Compliance, and Assistant Corporate Secretary	- Aboitiz Equity Ventures Inc.* (2020 to present)
Corporate Secretary	- Various subsidiaries of the Aboitiz Group
Assistant Corporate Secretary	- Good Governance Advocates and Practitioners of the Philippines (GGAPP) - Various subsidiaries of the Aboitiz Group

Previous Positions:

Assistant Corporate Secretary	- Aboitiz Power Corporation* (2019 to 2023)
Associate General Counsel for Governance and Compliance	- Aboitiz Equity Ventures Inc.* (2017 to 2021)
Legal Counsel	- Alliance Select Foods International* (2016 to 2017)

Counsel	- Privatization Group and Office of Special Concerns of the Department of Finance (2016)
Junior Associate	- Quiason Makalintal Barot Torres Ibarra Sison & Damaso (2014 to 2016)

**Publicly Listed Company*

Educational and Professional Background:

- Bachelor of Arts in Humanities with Professional Certificate in Industrial Economics from the University of Asia and the Pacific, Manila
- Master of Science in Industrial Economics from the University of Asia and the Pacific, Manila
- Juris Doctor degree from the Ateneo de Manila University, Manila

Mr. Santos is a member in good standing of the Integrated Bar of the Philippines. He is not connected with any government agency or instrumentality. He is not a director of a publicly-listed company.

Period in which the Directors Should Serve

The Company's directors serve for a period of one year.

Term of Office of a Director

Pursuant to the Company's Amended By-Laws, the directors are elected at each ASM by stockholders entitled to vote. Each director holds office until the next annual election for a term of one year and until his/her successor is duly qualified and elected, unless he/she resigns, dies, or is removed prior to such election.

Any vacancy in the Board other than by removal or expiration of term may be filled by a majority vote of the remaining members at a meeting called for that purpose, if they still constitute a quorum. Otherwise, said vacancy must be filled by the stockholders or members in a regular or special meeting called for that purpose. The director so chosen to fill a vacancy shall serve for the unexpired term of his/her predecessor in office.

When the vacancy arises as a result of removal by the stockholders or members, the election may be held on the same day of the meeting authorizing the removal and this fact must be so stated in the agenda and notice of said meeting. In all other cases, the election must be held no later than 45 days from the time the vacancy arose. The director so chosen to fill a vacancy shall serve for the unexpired term of his/her predecessor in office.

When the vacancy prevents the remaining directors from constituting a quorum and emergency action is required to prevent grave, substantial, and irreparable loss or damage to the corporation, the vacancy may be temporarily filled from among the officers of the corporation by unanimous vote of the remaining directors. The action by the designated director shall be limited to the emergency action necessary, and the term shall cease within a reasonable time from the termination of the emergency or upon the election of the replacement director, whichever comes earlier.

(3) Significant Employees

AEV considers the contribution of every employee important to the fulfillment of its goals.

(4) Family Relationships

Messrs. Erramon, Enrique, and Sabin Aboitiz, are brothers. Mr. Mikel A. Aboitiz is the uncle of Ms. Ana Maria A. Delgado. Other than these, no other officers or directors are related within the fourth degree of consanguinity.

(5) Involvement in Certain Legal Proceedings as of February 28, 2023

To the knowledge and/or information of AEV, none of its nominees for election as directors, its current members of the Board or its executive officers have been involved in any of the following during the past five years up to

February 28, 2023:

a. Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
b. Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
c. Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining; barring, suspending or otherwise limiting his/her involvement in any type of business, securities, commodities or banking activities; and
d. Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self regulatory organization, to have violated a securities or commodities law or regulation and the judgment has not been reversed, suspended, or vacated.

(6) Certain Relationships and Related Transactions

No other transaction, without proper disclosure, was undertaken by the Company in which any director or executive officer, any nominee for election as director, any beneficial owner (direct or indirect) or any member of his immediate family was involved or had a direct or indirect material interest. Other than what has been discussed in this Annual Report and the Company's 2022 Annual Financial Statements, there are no other related party transactions entered into by the Company with related parties, including transactions with directors or self-dealings by the Company's directors.

AEV employees are required to promptly disclose any business and family-related transactions with the Company to ensure that potential conflicts of interest are determined and brought to the attention of management.

AEV's RPT Committee has the mandate to ensure that related party transactions are taken on an arms' length basis and within market rates, with sufficient documentation, and coursed through all appropriate levels of approval necessary. AEV's current RPT Policy continues to ensure that RPTs are conducted at arms-length and at market prices, and undergo the appropriate approval process.

In 2022, the RPT Committee (1) continued to ensure that RPTs are taken on an arm's-length basis and within market rates, with sufficient documentation, and coursed through the appropriate levels of approval and (2) ensured the submission of the RPT Certification for Directors and Officers in compliance with the Company's RPT Policy

For detailed discussion on RPTs, please refer to the notes of the Company's consolidated financial statements.

(7) Parent Company

AEV's parent company is Aboitiz & Company, Inc. It owns 48.59% of the voting shares of AEV as of March 21, 2023.

(a) Resignation or Refusal to Stand for Re-election by Members of the Board of Directors

No director has resigned nor declined to stand for re-election to the Board since the date of AEV's last ASM because of a disagreement with AEV on matters relating to its operations, policies, and practices.

Item 10. Compensation of Directors and Executive Officers

(1) Summary of Compensation of Executive Officers

Information as to the aggregate compensation paid or accrued to AEV's Chief Executive Officer and four most highly compensated executive officers, as well as other directors and officers during the last two completed fiscal years and the ensuing fiscal year are as follow:

Name of Officer and Principal Position	Year	Salary	Bonus	Other Compensation
CHIEF EXECUTIVE OFFICER AND FOUR MOST HIGHLY COMPENSATED OFFICERS **1. SABIN M. ABOITIZ** *President and Chief Executive Officer* **2. MANUEL R. LOZANO** *Senior Vice President and Chief Financial Officer* **3. SUSAN V. VALDEZ** *Senior Vice President and Chief Corporate Services Officer* **4. MARIA VERONICA C. SO** *Senior Vice President – Group Treasurer* **5. MANUEL ALBERTO R. COLAYCO** *Senior Vice President – Chief Legal and Compliance Officer/Corporate Secretary*				
All above named officers as of group	**Actual 2022**	**₱148,400,396.00**	**₱15,555,513.00**	**₱14,854,434.00**
	Actual 2021	₱115,012,858.00	₱13,813,339.00	₱13,099,689.00
	Projected 2023	₱156,734,865.00	₱20,649,883.00	₱18,566,062.00
All other directors and officers as a group unnamed	**Actual 2022**	**₱29,548,811.00**	**₱3,491,396.00**	**₱47,958,355.00**
	Actual 2021	₱26,219,583.00	₱3,189,802.00	₱43,699,729.00
	Projected 2023	₱32,503,692.00	₱3,840,535.00	₱52,754,191.00

The 2020 Amended By-Laws of the Company as approved by the Securities and Exchange Commission (SEC) on October 1, 2020 defined corporate officers as follows: the Chairman of the Board; the Vice Chairman; the Chief Executive Officer; the Chief Operating Officer; the Treasurer, the Corporate Secretary; the Assistant Corporate Secretary; and such other officers as may be appointed by the Board. For the year 2021, the Company's Summary of Compensation of Executive Officers covers the compensation of officers as reported under Item 9 (a)(1) of this Annual Report.

Except for the regular company retirement plan, which by its very nature will be received by the officers concerned only upon retirement from the Company, the above-mentioned officers do not receive any other compensation in the form of warrants, options, and/or profit-sharing.

There is no compensatory plan or arrangement between the Company and any executive in case of resignation or any other termination of employment or from a change-in-control of the Company.

(b) Compensation of Directors

(1) Standard Arrangements

AEV directors receive a monthly allowance of ₱150,000.00 while the Chairman of the Board receives a monthly allowance of ₱200,000.00. In addition, each director/member and the Chairmen of the Board and the Board Committees receive a per diem for every Board or Board Committee meeting attended as follows:

Type of Meeting	Directors	Chairman of the Board
Board Meeting	₱150,000.00	₱225,000.00

Type of Meeting	Committee Member	Chairman of the Committee
Board Committee Meeting (*except Audit Committee*)	₱100,000.00	₱150,000.00
Audit Committee Meeting	₱100,000.00	₱200,000.00

In compliance with Section 29 of the Revised Corporation Code, the total compensation of each of the Company's

directors as of December 31, 2022 is as follow:

Name of Director	Total Compensation Received by Directors[15]
ENRIQUE M. ABOITIZ *Chairman of the Board*	₱6,750,000.00
MIKEL A. ABOITIZ *Vice Chairman of the Board*	₱4,350,000.00
ERRAMON I. ABOITIZ *Director*	₱6,650,000.00
SABIN M. ABOITIZ* *President and Chief Executive Officer*	₱6,000,000.00
ANA MARIA A. DELGADO* *Director*	₱4,900,000.00
JUSTO A. ORTIZ* *Director*	₱5,100,000.00
ROMEO L. BERNARDO *Lead Independent Director*	₱5,900,000.00
JOANNE G. DE ASIS *Independent Director*	₱6,150,000.00
CESAR G. ROMERO** *Independent Director*	₱3,900,000.00
MANUEL R. SALAK III** *Independent Director*	₱ 2,300,000.00

(2) Other Arrangements

Other than payment of the directors' per diem and monthly allowance as previously stated, there are no standard arrangements pursuant to which directors of the Company are compensated, or are to be compensated, directly or indirectly, for any services provided as a director.

(c) Employment Contracts and Termination of Employment and Change-in-Control Arrangements

There is no compensatory plan or arrangement between AEV and any executive officer that results or will result from the resignation or any other termination of employment or from a change in the management or control of AEV.

(d) Warrants and Options Outstanding

To date, AEV has not granted any stock option to its directors or officers.

Item 11. Security Ownership of Certain Beneficial Owners and Management

(1) Security Ownership of Certain Record and Beneficial Owners (more than 5% of the voting shares) as of March 21, 2023:

[15] Consisting of the monthly allowance and per diem. Per diem is based on the directors' attendance in the Board and Board Committee meetings, and their Committee memberships for the period January 1 to December 31, 2021.
*A portion of the director's compensation was paid to their nominating company.
** Mr. Romero was elected as the Company's Independent Director during the 2022 ASM. Mr. Salak II was not re-elected during the 2021 ASM

Title of Class of Shares	Name, Address of Record Owner, and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held and Nature of Ownership (Record and/or Beneficial)	Percentage of Ownership
Common	1. **Aboitiz & Company, Inc. (ACO)**[16] Aboitiz Corporate Center, Gov. Manuel A. Cuenco Avenue, Kasambagan, Cebu City (Stockholder)	ACO	Filipino	2,735,600,915 (Record and Beneficial)	48.59%
Common	2. **PCD Nominee Corporation (Filipino)**[17] 37th Floor, Tower 1, The Enterprise Center, 6766 Ayala Avenue cor. Paseo de Roxas, Makati City, 1226 Metro Manila (Stockholder)	PCD participants acting for themselves or for their customers.[18]	Filipino	1,080,826,404 (Record)	19.20%
Common	3. **Ramon Aboitiz Foundation, Inc. (RAFI)** 35 Lopez Jaena St., Cebu City (Stockholder)	RAFI	Filipino	426,804,093 (Record and Beneficial)	7.58%
Common	4. **PCD Nominee Corporation**[19] **(Foreign)** 37th Floor, Tower 1, The Enterprise Center, 6766 Ayala Avenue cor. Paseo de Roxas, Makati City, 1226 Metro Manila (Stockholder)	PCD participants acting for themselves or for their customers.[20]	Non-Filipino	322,503,696 (Record)	5.73%

(2) Security Ownership of Management as of March 21, 2023 (Record and Beneficial)

Name of Owners and Position	Title of Class of Shares	No. of Shares and Nature of Ownership (Direct and/or Indirect)		Citizenship	Percentage of Ownership
Enrique M. Aboitiz Chairman of the Board	Common	6,000	Direct	Filipino	0.00%
		419,110	Indirect		0.01%
Mikel A. Aboitiz Vice Chairman of the Board	Common	10	Direct	Filipino	0.00%
		126,524,836	Indirect		2.25%
Erramon I. Aboitiz Director	Common	1,001,000	Direct	Filipino	0.02%
		77,074,387	Indirect		1.37%
Sabin M. Aboitiz Director/President and Chief Executive Officer	Common	14,415,651	Direct	Filipino	0.26%
		16,526,461	Indirect		0.29%

[16] ACO, the major shareholder of Aboitiz Equity Ventures Inc., is a corporation wholly-owned by the Aboitiz family. No single stockholder, natural or juridical, owns 5% or more of the shareholdings of ACO.
[17] PCD Nominee Corporation (Filipino and Foreign) is not related to AEV. The beneficial owners of the shares held through a PCD participant are the beneficial owners thereof to the extent of the number of shares registered under the respective accounts with the PCD participant.
[18] Each beneficial owner of shares through a PCD participant is the beneficial owner of such number of shares he owns in his account with the PCD participant. AEV has no record relating to the power to decide how the shares held by PCD Nominee Corporation (Foreign and Filipino) are to be voted. Of the 997,122,163 shares held by PCD Nominee Corporation (Filipino), at least 335,420,280 shares or 5.96% of the voting stock of AEV are for the account of Papa Securities Corporation (PapaSec). AEV is not related to PapaSec.
[19] *Supra Note 3.*
[20] *Supra Note 4.*

Ana Maria A. Delgado Director	Common	500	Direct	Filipino	0.00%
		31,827,888	Indirect		0.57%
Justo A. Ortiz Director	Common	1	Direct	Filipino	0.00%
		0	Indirect		0.00%
Romeo L. Bernardo Lead Independent Director	Common	100	Direct	Filipino	0.00%
		0	Indirect		0.00%
Joanne G. De Asis Independent Director	Common	100	Direct	Filipino	0.00%
		0	Indirect		0.00%
Cesar G. Romero Independent Director	Common	50	Direct	Filipino	0.00%
		0	Indirect		0.00%
Jose Emmanuel U. Hilado[21] Senior Vice President/Chief Financial Officer/Corporate Information Officer	Common	0	Direct	Filipino	0.00%
		105,000	Indirect		0.00%
Susan V. Valdez Senior Vice President and Chief Corporate Services Officer	Common	769,926	Direct	Filipino	0.01%
		220,637	Indirect		0.00%
Manuel Alberto R. Colayco Senior Vice President – Chief Legal and Compliance Officer / Corporate Secretary	Common	45,087	Direct	Filipino	0.00%
		19,630	Indirect		0.00%
Maria Veronica C. So Senior Vice President – Group Treasurer	Common	0	Direct	Filipino	0.00%
		9,617	Indirect		0.00%
Santanina Apolinaria B. Castro First Vice President – Risk Management	Common	0	Direct	Filipino	0.00%
		13,414	Indirect		0.00%
Christine C. Kempeneers Data Privacy Officer	Common	0	Direct	Filipino	0.00%
		800	Indirect		0.00%
Maria Lourdes Y. Tanate Vice President – Group Internal Audit Head	Common	0	Direct	Filipino	0.00%
		74,386	Indirect		0.00%
Mailene M. de la Torre Assistant Vice President – Assistant Corporate Secretary	Common	0	Direct	Filipino	0.00%
		0	Indirect		0.00%
Sammy Dave A. Santos Assistant Corporate Secretary	Common	0	Direct	Filipino	0.00%
		0	Indirect		0.00%
TOTAL		**269,014,591**			**4.78%**

[21] Mr. Hilado replaced Mr. Manuel R. Lozano as the Company's Senior Vice President/Chief Financial Officer/Corporate Information Officer effective January 1, 2023

(3) Voting Trust Holders of Five Per Centum (5%) or More of Common Equity

No person holds, under a voting trust or similar agreement, more than five percent (5%) of AEV's common equity.

(4) Changes in Control

There are no arrangements that may result in a change in control of AEV during the period covered by this report.

Item 12. Certain Relationships and Related Transactions

AEV and its Subsidiaries, in their regular conduct of business, have entered into related party transactions consisting of professional and technical services, rental, money market placements, and power sales and purchases. These are made on an arm's length basis.

ACO, the parent company of AEV, and certain Associates have service contracts with either AEV or AboitizPower (parent companies) for corporate center services rendered, such as human resources, internal audit, legal, treasury and corporate finance, among others. These services are obtained from AEV and AboitizPower to enable the Group to realize cost synergies. The parent companies maintain a pool of highly qualified professionals with business expertise specific to the businesses of the Group. Transactions are priced on an arm's length basis, and covered with service level agreements to ensure quality of service.

ACO and certain Associates are leasing office spaces from CPDC, a Subsidiary of AEV. Rental rates are comparable with prevailing market prices. These transactions are covered with lease contracts for a period of three years.

The Group has cash deposits and money market placements with UnionBank and CitySavings, AEV's banking Associates. These are earning interest at prevailing market rates.

Power generation Subsidiaries sell to certain power Associates based on their respective power supply agreements. Meanwhile, power distribution Subsidiaries purchase from certain generation Associates based on existing power purchase agreements.

A wholly-owned construction and steel fabrication Subsidiary of ACO renders its services to the Group for the construction of new power plants.

The Company's retirement benefit fund (the "Fund") is in the form of a trust being maintained and managed by an independent committee composed of select officers of the Company. The Fund has investments in the equity of the Company, AboitizPower, and UnionBank.

No other transaction, without proper disclosure, was undertaken by the Company in which any director or executive officer, any nominee for election as director, any beneficial owner (direct or indirect) or any member of his/her immediate family was involved or had a direct or indirect material interest. Other than what has been discussed in this Annual Report and the Company's 2022 Annual Financial Statements, there are no other related party transactions entered into by the Company with related parties, including transactions with directors or self-dealings by the Company's directors.

AEV employees are required to promptly disclose any business and family-related transactions with the Company to ensure that potential conflicts of interest are determined and brought to the attention of management.

AEV's RPT Committee has the mandate to ensure that related party transactions are taken on an arms' length basis and within market rates, with sufficient documentation, and coursed through all appropriate levels of approval necessary. AEV's current RPT Policy continues to ensure that RPTs are conducted at arms-length and at market prices, and undergo the appropriate approval process.

For detailed discussion on RPTs, please refer to the notes of the Company's consolidated financial statements.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

In 2022, the Aboitiz Group continued its journey through the next chapter in its history, by continuing to drive change for a better world by advancing business and communities for the next 100 years. By embarking on the Great Transformation, the Company has also taken deliberate steps in transforming the organization into an enterprise that not only endures but thrives in the new and dynamic business landscape. This story of transformation builds on a strong foundation of growth and expansion that was nurtured by more than five generations of leaders with unwavering commitment to the highest standards of corporate governance.

Leading this transformation is AEV's Board of Directors, all of whom firmly believe that a sound framework of corporate governance creates a path towards the realization of the Group's strategic goals and growth aspirations.

Notable accomplishments of the AEV Board for the year 2022 are as follows:

- Reviewed and affirmed the appropriateness of the Group's purpose and brand promise in support of the Great Transformation to become the first Philippine *techglomerate* - a conglomerate that heavily integrates technology and design thinking in all its production, services, and processes.
- Reviewed and aligned the Group's short-term and long-term business strategies to operationalize and direct its growth aspirations towards its story of the Great Transformation
- Reviewed and ensured the sufficiency of the internal controls system and enterprise risk management framework of AEV.
- Reviewed and approved the amendments to AEV's Manual on Corporate Governance and General Trading Policy;
- Authorized and held AEV's Virtual Annual Stockholders' Meeting for the third consecutive year.
- Approved the amendments to the Board and Committee Charters.
- Reviewed and implemented changes to the Board's governance mechanism in alignment with global best practices and the demands of the current business environment.

In addition to the Annual Corporate Governance Seminar, conducted regular virtual learning sessions to strengthen the continuous learning program for the Company's directors and officers.

Stockholders Rights and Equitable Treatment

The protection of the rights of its stockholders is of paramount importance to the Company. The goal is to ensure the free exercise of stockholder rights, regardless of the number of shares they own.

Among the rights of the Company's stockholders are to: (i) receive notices of and to attend stockholders' meetings; (ii) participate and vote on the basis of the one-share, one-vote policy; (ii) call for a special board meeting and propose a meeting agenda; (iii) participate and vote on the basis of the one-share, one-vote policy; (iv) vote in person, *in absentia*, or through proxy; (v) ratify corporate actions; (vi) nominate, elect, remove, and replace Board members (including via cumulative voting); (vii) inspect corporate books and records; (viii) receive dividends; and (ix) be informed in a timely and regular manner of the state of the Company's businesses.

Right to Actively Participate at Stockholders Meetings

The Company strives to conduct its Annual and Special Stockholders' Meetings in a transparent and fair manner, and ensures that accurate and timely information is available to the stockholders to enable them to make sound decisions on all matters brought to their attention for consideration or approval.

The highlights and summary of the financial, non-financial, and operating performance of the Company and its Subsidiaries are contained in the Definitive Information Statement and the Annual Report, which are distributed prior to the ASM and made available in the Company's website. Shareholders are likewise provided with individual profiles of new and returning directors, as well as a summary of the Board and Board Committee's performance assessments, attendance record, compensation, and notable accomplishments for the year.

In the conduct of its stockholder meetings, all stockholders receive notices not less than 28 days from the date of the meeting, and all agenda items to be discussed and decided upon during the said meeting are set out in the notices and no new agenda items are taken up during the conduct of the meeting. The rationale of agenda items which are submitted to the stockholders for their approval are included in the notices to stockholders' meetings.

AEV is committed to provide an accessible and convenient venue for its shareholders to exercise their basic and inviolable right to attend and participate at any shareholder meeting, including the opportunity to elect their representatives to the Boards of Director and ratify corporate actions. In 2022, AEV conducted a fully digital stockholders' meeting for the third consecutive year. Since 2020, shareholders were given the opportunity to cast their votes through non-traditional means such as remote communication or *in absentia*. Shareholders may access AEV's online voting portal in order to register and vote on the matters submitted for shareholders' approval at any stockholder meetings.

All stockholders are encouraged and given the right to participate in the meetings. They are allowed to raise their concerns, ask questions, and comment on the state of the Company's business during meetings through the ASM online portal or live if time permits. There are no barriers or impediments preventing stockholders from consulting or communicating with one another, with the Directors and with the Corporate Secretary.

The questions, answers, issues and motions raised, the agreements and resolutions arrived at, the corporate acts approved or disapproved, and the voting results are reported in the minutes and are made publicly available by the next working day through the Company's website under Investor Relations' page. The Company also discloses to PSE, PDEx and the SEC all the items approved at the shareholders' meeting no later than the next business day.

The Company continues to exert efforts to extend the communication channels between the Company and the institutional and individual stockholders through its Investor Relations Office and Stockholder Relations Office, respectively.

Right to Receive Dividends

The right to receive dividends is a basic stockholder right. The Company promotes this basic stockholder right by adopting a clear and transparent dividend policy. AEV has a policy of distributing at least 1/3 of its previous year's earnings as cash dividends to its stockholders, subject to the approval of the Company's Board of Directors.

Every year, the Company pays dividends in an equitable and timely manner. All stockholders are treated equally, receiving an amount of dividends per share that is proportionate to their shareholdings. The period for payment of dividends is based on trading requirements or constraints of the SEC and PSE.

In the last three years, the Company has paid the following dividends:

		Declaration Date	Record Date	Payment Date	Dividends per Share	Total
AEV	2023	March 3, 2023	March 17, 2023	March 30, 2023	₱1.47 (regular)	₱8.28bn
	2022	March 4, 2022	March 18, 2022	March 30, 2022	₱1.62 (regular)	₱9.12bn
	2021	March 5, 2021	March 19, 2021	March 31, 2021	P0.91 (regular)	P5.12bn
	2020	March 6, 2020	March 20, 2020	April 3, 2020	P1.30 (regular)	P7.32bn

AEV's Board Secretariat has also adopted certified Board protocols and procedures under the ISO 9001:2015 Management Board and System to ensure the effectiveness of Board and shareholders' commitments. This includes coordination with stock transfer agents to ensure appropriate responses to and timely resolution of shareholders' queries and requests.

For a more detailed discussion on the rights of the stockholders of the Company, please refer to the 2022 Consolidated Annual and Sustainability Report, the 2022 Integrated Annual Corporate Governance Report (IACGR), and the Governance page of the AEV website, which will be available at the Company's website at *www.aboitiz.com* on or before May 30, 2023.

BOARD MATTERS

Board of Directors

The Board leads the Group's corporate governance framework. Independent from management, its members are committed to serve and promote long-term success, and to secure the Group's sustained growth, competitiveness and sustainability. The Directors perform the crucial role of articulating and assessing the Group's purpose, vision and mission, and strategies to carry out its objectives. They ensure that the strategic business direction of the Group's businesses are soundly established and are in line with the overall Group's goals and strategy. In line with best practices, the members of the Board are responsible in establishing and monitoring the Group's commitment to the principles embodied in ESG. In performing these functions, the members of the AEV Board, individually and collectively, are expected to act consistently with the Aboitiz core values.

The AEV Board is composed of nine members, all of whom come from diverse professional backgrounds. They are composed of legal and finance professionals, engineers, former or current Chief Executive Officers/Chief Operating Officers, auditors, and accountants. Many of them have management experience in the private and Government sectors, as well as in multilateral agencies. In 2022, the AEV Board had three Independent Directors, five Non-Executive Directors, and one Executive Director. The Chairman of the AEV Board, Mr. Enrique M. Aboitiz, is a highly experienced Non-Executive Director. As a Non-Executive Director, he is not involved in the Company's day-to-day operations, which enables him to focus on ensuring that the AEV Board properly discharges its duties and responsibilities. During the 2022 ASM, the AEV Board appointed Mr. Romeo L. Bernardo as Lead Independent Director, a highly qualified professional who is familiar with the operations of AEV, and the industries it does business in. Mr. Bernardo is the Chairman of the ESCG Committee (also functions as the Nomination and Selection Committee) to ensure an independent and transparent nomination, selection, election, and performance assessment process of the Board.

The members of the AEV Board are the following:

ABOITIZ EQUITY VENTURES INC.'S BOARD OF DIRECTORS					
Director (Age, Nationality)	**Designation /Directorship**	**Year First Elected**	**Number of Years Served as Director**	**Board and Committee Memberships and % of Attendance for 2022**	**Directorships in Other Listed Companies Outside the Aboitiz Group**
ENRIQUE M. ABOITIZ 69 years old Filipino	Chairman of the Board (NED)	May 10, 1999	23	(C) BOD (89%) (M) ExCom (n.a) (M) ESCG (100%) (M) Cyber (75%)	None
MIKEL A. ABOITIZ 68 years old Filipino	Vice-Chairman (NED)	May 15, 2017	5	(VC) BOD (100%) (M) ExCom (n.a)	None
ERRAMON I. ABOITIZ 65 years old Filipino	Director (NED)	May 9, 1994	28	(M) BOD (100%) (C) Risk (100%) (M) ExCom (n.a) (M) AudCom (100%)	None
SABIN M. ABOITIZ 58 years old Filipino	President and CEO (ED)	May 21, 2018	3	(M) BOD (100%) (C) ExCom (n.a) (M) ESCG (100%) (M) Risk (100%)	None
ANA MARIA A. DELGADO 42 years old Filipino	Director (NED)	Dec 11, 2018	3	(M) BOD (100%) (M) AudCom (100%)	None
JUSTO A. ORTIZ 65 years old Filipino	Director (NED)	May 9, 1994	24	(M) BOD (100%) (C) Cyber (100%)	None

ROMEO L. BERNARDO 68 years old Filipino	Lead Independent Director	Apr 26, 2021	1	(M) BOD (100%) (C) ESCG (100%) (M) RPT (100%) (M) AudCom (100%) (M) Risk (100%)	• Globe Telecoms, Inc. (D); • Bank of the Philippine Islands (D); • RFM Corporation (ID) • Monde Nissin Corporation
JOANNE G. DE ASIS 72 years old Filipino	Independent Director	Apr 26, 2021	1	(M) BOD (100%) (C) RPT (100%) (M) AudCom (100%) (M) ESCG (100%) (M) Risk (100%) (M) Cyber (100%)	• EasyCall Communications Philippines Inc. (ID)
CESAR G. ROMERO 57 years old Filipino	Independent Director	Apr 25, 2022	1	(M) BOD (100%) (C) AudCom (100%) (M) ESCG (100%) (M) Risk (100%) (M) RPT (100%)	• Robinsons Retail Holdings, Inc. (ID)

Legend: C- Chairman; VC – Vice Chairman; M – Member; ID - Independent Director; NED - Non-Executive Director; Ex - Executive Director; BOD - Board of Directors; ESCG - Board Environmental, Social, and Corporate Governance Committee; ExCom - Board Executive Committee; AudCom - Board Audit Committee; Risk - Board Risk and Reputation Management Committee; RPT - Board Related Party Transactions Committee; Cyber - Board Cybersecurity Committee

** During the Company's 2022 Annual Stockholders Meeting, Mr. Manuel R. Salak III was not re-elected as a member of AEV's Board of Directors and was replaced by Mr. Cesar G. Romero.*

Board Performance

In 2022, the members of the AEV Board conducted the following performance review and assessment:

Type of Assessment	Respondents and Scope	Criteria
1. Director Self-Assessment *Completed: October 2022*	**Respondents**: Members of the Board Scope: Individual and the collective performance of the members of the Board and Board committees.	(1) compliance with best governance practices and principles; (2) participation and contribution to the Board and committee meetings; and (3) performance of their duties and responsibilities as provided in the company's Revised Manuals, Charters, Amended Articles, and Amended By-Laws.
2. Key Officers Evaluation *Completed: October 2022*	**Respondents:** Members of the Board **Scope:** Chairman, Chief Executive Officer, Internal Audit Head, Risk Officer, Corporate Secretary, and Compliance Officer	
3. Director Evaluation *Completed: October 2022*	**Respondents:** Executive Officers **Scope**: Members of the Board and Board Committees	(1) business acumen, (2) independent judgment, (3) familiarity with the business, (4) active participation and effective challenge, (5) professional expertise and network, (6) value contribution, (7) embodiment of Aboitiz core values, and (8) goodwill and reputation.
4. Board and Committee Charter Assessment *Completed: October 2022*	**Respondents:** Board and Committee Members	(1) Membership and composition, (2) duties and responsibilities, (3) conduct of meetings, (4) support and resources

In addition, the Corporate Governance Code requires that at least once in every three years, the conduct of the Board performance assessment must be supported by an independent third-party facilitator. AEV complied with this requirement in 2020 with the engagement of the Good Governance Advocates and Practitioners of the Philippines (GGAPP), an independent association of corporate governance practitioners, to support its Board performance assessment exercise. The results of the assessment, as well as the recommendations from GGAPP were presented and discussed during the ESCG Committee meeting on February 16, 2021.

Board Committees

The different Board committees - Audit, Corporate Governance (now Environmental, Social, and Corporate Governance), Risk and Reputation Management, Related Party Transactions, Executive Committee, and the Cyber and Information Security Committee - report regularly to the Board and are crucial in maintaining Board oversight in key management areas.

The mandate of each Board committee, including key accomplishments in 2022, are described below:

a. The **Board Environmental, Social, and Corporate Governance Committee** is responsible for ensuring the establishment of a governance mechanism that promotes sustainability practices through proper environmental stewardship, social development, and sound corporate governance. The ESCG Committees also perform the functions of the Nomination and Remuneration Committees. In carrying out their duties and responsibilities, the ESCG Committee is supported by the company's Compliance Officer, Chief External Relations Officer, as well as the Group Chief Human Resources Officer. These officers regularly attend committee meetings to act as resource persons. The chairman of the ESCG Committee is the Company's Lead Independent Director.

Key Areas of Focus in 2022

ESCG Committee Charter	• Reviewed and updated AEV's Manual and Board Charter to increase the quorum and vote requirement to two thirds (⅔).
Environmental and Social	• Discussed the potential impact of the COP26 outcome on the Group • Monitored the progress of the ongoing Climate Value at Risk study • Monitored the progress of the Group-wide ESG Materiality Re-assessment • Ensured that each of the company's ESG programs are implemented. In the same year, the ESCG Committee amended the Code of Ethics and Business Conduct, and the Whistleblowing Policy to further strengthen the company's commitment to corporate governance, particularly on sustainability and ethical corporate citizenship.
Compliance	• Reviewed and monitored AEV and AboitizPower's compliance with new laws and regulations • Ensured that the nomination, selection, election, remuneration, and assessment of each company's directors and officers are aligned with the Manuals
Corporate Governance	• Reviewed and endorsed for Board approval the proposed amendments to and RPT Charter, Risk and Reputation Management Committee Charter and Board Cyber and Information Security Committee Charter • Reviewed and monitored the status of whistleblowing reports
Nomination and Compensation	• Approved the final list of nominees for directors for election after reviewing all the qualifications as provided in the By-Laws, Revised Manuals, and other relevant SEC rules • Reviewed the qualifications of all persons nominated to appointed positions by the Board • Reviewed and approved the 2022 Group-wide merit increase guidelines

b. The **Board Audit Committee** continued to provide oversight over the Copmany's financial reporting policies, practices and controls, and over the internal and external audit functions necessary for making good audit-related decisions. In 2022, the Audit Committee was Chaired by an Independent Director. The Company's Audit Committee was composed of three independent directors and two non-executive directors. The Company's Chief Financial Officer and Internal Audit Head, who performs the functions of a Chief Audit Executive, are regular attendees and resource persons at committee meeting. At the end of every Audit Committee meeting during 2022, the committee members held private sessions with the companies Internal Audit Heads and the external auditors of AEV. Other attendees are invited as needed.

Key Areas of Focus in 2022

Financial Reports	— Reviewed, discussed, and approved for public disclosure the 2022 quarterly unaudited consolidated financial statements. — Endorsed for approval by the full Board the 2022 annual audited financial statements of AEV, its Subsidiaries and Affiliates.
External Auditors	— Reviewed the performance of SGV as AEV's external auditor — Endorsed to the Board the appointment of SGV as AEV's External Auditor for 2022 — Reviewed and approved the overall scope and audit plan of SGV — Reviewed and approved the audit plan, fees and terms of engagement which covers non-audit and audit-related services provided by SGV
Internal Auditors	— Reviewed and approved the annual audit program for 2022 which also covers the adequacy of resources, qualifications and competency of the staff and independence of the internal auditor. — Confirmed that the internal audit function is executed effectively and internal auditors have conducted their responsibilities objectively and in an unbiased manner. — Brought to the attention of the board the seriousness of cybersecurity risks to the group
Audit Charter	— Updated the Board Audit Committee Charters to improve on each of the company's control performance by having an adequate and effective control system.

c. The **Board Risk and Reputation Management Committee** exercise oversight functions over the Company's enterprise risk management and reputation management, including corporate brands and communication strategies. In 2022, the committee was chaired by Mr. Erramon I. Aboitiz, a Non-Executive Director. Mr. Aboitiz is neither the Chairman of the Board nor a Chairman of any other Board Committee.

Key Areas of Focus in 2022

Governance	— Established separate board risk and reputation management committees for AEV, Aboitiz Power and Food Group in support of the federalization direction of the group
Business continuity	— Conducted lessons learned on the disruption to operation, namely Typhoon Rai ("Odette") and Indonesian Coal Export Ban. Gaps and recommendations from this lookback process are implemented to strengthen response and recovery of IT, supply chain and other operational disruptions.
Business Risk management	— Reviewed and consolidated top risks of the group for 2022 and assessing frameworks and processes to transition focus on AEV as an investment and portfolio management company
Reputation	— Updated the committee on the annual reputation management plans, result of brand and reputation surveys of the company and other Philippine conglomerates.

d. The **Board Related Party Transaction Committee** represents the Board in discharging its responsibility to ensure that related party transactions are taken on an arms' length basis and within market rates, with sufficient documentation, and coursed through all appropriate levels of approval necessary. The committee is composed of all the Company's Independent Director. In 2022, the committee was chaired by Ms. Joanne G. De Asis. In 2022, all RPTs were conducted at arm's-length basis.

Key Areas of Focus in 2022

RPT Policy and Committee Charter	— Reviewed and updated AEV's Manul and Board Charter to increase the quorum and voting requirement to two thirds (⅔).
Completion of RPT Certification	— Updated and monitored the compliance with the submission of the RPT Certification by the directors and key officers of AEV in compliance with relevant BIR regulations on the reporting guidelines for the transactions of individuals and juridical entities with related parties. — Monitored the compliance of AEV with the reportorial requirements of the BIR.
Fairness of RPTs	— Continued to ensure that RPTs are taken on an arm's-length basis and within market rates, with sufficient documentation, and coursed through the appropriate levels of approval.

e. The **Executive Committee** assists the Board in overseeing the Company's day-to-day operations of the Company. The Committee ensures agility in the management of the Company and in strategic decision-making, as well as compliance with the Company's governance policies, during the intervening period between Board meetings. Because the Company's Board of Directors met monthly in 2022, no Executive Committee meetings were held in the same year.

f. The **Board Information Security and Cybersecurity Committee** was established on March 8, 2021. It assists the Board in providing strategic direction and ensuring the establishment of a system of governance (processes, policies, controls and management) for the Company and its strategic business units on matters relating to information security and cybersecurity.

Key Areas of Focus in 2022

Organizational	— Established the AEV's Cyber and Information Security Organizations.
Cybersecurity Strategy	— Reviewed the security programs and initiative supporting the Aboitiz Group cybersecurity programs and its maturity roadmap, and their respective implementation strategies
Cybersecurity Risks	— Reviewed the cybersecurity risk map and key risk treatment plans to include the quantification of cybersecurity risks.

For a more detailed discussion on the AEV Board and Board Committees matters, please refer to the 2022 Consolidated Annual and Sustainability Report, the 2022 Integrated Annual Corporate Governance Report (IACGR), and the Governance page of the AEV website, which will become available at *www.aboitiz.com* on or before May 30, 2023.

GOVERNANCE PRACTICES

Compliance with Governance Policies

AEV has a Revised Manual and a Code of Ethics and Business Conduct ("Code of Ethics") to guide the attainment of its corporate goals and the implementation of its strategies. The Revised Manual is generally aligned to the principles and recommendations laid down by the SEC under the Corporate Governance Code for Publicly-Listed Companies to further strengthen the Company's corporate governance practices. The Board regularly reviews the Revised Manual to ensure that the same remains relevant and responsive to the needs of the organization. Any amendments to the Revised Manual are promptly submitted to the SEC for confirmation and approval.

The Revised Manual is supported by various company policies that are regularly reviewed and issued by the Board including the Code of Ethics. AEV ensures that its Code of Ethics is cascaded to new team members as part of their onboarding processes. Team members are also required to review the Code of Ethics and to sign an affirmation that they have read and understood the same. In order to support this annual exercise, an e-

learning module on the Group's Code of Ethics was developed and is rolled out every year. As part of the Group's commitments in the Code of Ethics, all team members are expected to act professionally, fairly, and with integrity in all of their business dealings, and to comply with all applicable laws and regulations, including those against bribery and corruption.

The Chief Compliance Officer, together with the Human Resources Department, regularly monitors and evaluates compliance by the Board, management, and employees with the Revised Manual, the Code of Ethics, other company policies, and existing laws and regulations. The Chief Compliance Officer also ensures the implementation of AEV's policy against conflicts of interests and the misuse of confidential and proprietary information throughout the organization.

The Chief Compliance Officer regularly reports the Company's compliance status with existing laws and regulations, as well as the Board's, management's and employees' compliance with internal governance policies to the Board ESCG Committee.

In addition, the Company has a Whistleblowing Policy to support the implementation of the Revised Manual and the Code of Ethics. Through this policy, allegations of violations of the Revised Manual, the Code of Ethics, or of other illegal conduct can be reported through a whistleblowing portal that is managed by an independent third party. Matters reported through the whistleblowing platform are discussed by the Board ESCG Committee and, if necessary, escalated to the entire Board.

In 2022, AEV updated its Code to align with international best practices and promote the Company's Environmental, Social and Governance efforts. The following policies and guidelines were approved by the Board of Directors:

- Amended Code of Ethics and Business Conduct to (i) strengthen the Company's commitment to sustainability principles, and (ii) further elaborate on the Company's commitment to its stakeholders, particularly on anti-bribery and anti-corruption, trade compliance, and anti-money laundering. Related guidelines on (i) anti-corruption, (ii) gift, meals, and entertainment, and (iii) business partner due diligence were also approved by senior management to operationalize the amendments to the Code.

- Amended the Company's Whistleblowing Policy. The Company is evaluating the adoption of a new whistleblowing portal to encourage team members, team leaders and third parties to report suspected or actual violation of the Code and Company policies. Procedures were also developed to assist and guide in the handling, investigation, and resolution of reports or complaints received, whether via the whistleblowing platform or through any other channels.

There are no major deviations from the Revised Manual and other governance-related policies as of the date of this report. There were also no corruption-related incidents reported in 2021.

For a full discussion on the Company's corporate governance initiatives, please refer to the 2022 Consolidated Annual and Sustainability Report, the 2022 Integrated Annual Corporate Governance Report (IACGR), and the Governance page of the AEV website, which will become available at *www.aboitiz.com* on or before May 30, 2023.

DISCLOSURE AND TRANSPARENCY

Pursuant to its commitment to transparency and accountability, AEV's website, *www.aboitiz.com* has its own dedicated corporate governance webpage which serves as a resource center and library for its stakeholders. AEV also publishes a consolidated Annual and Sustainability Report and IACGR on its website at *www.aboitiz.com*.

SUSTAINABILITY AND ENVIRONMENT, SOCIAL, AND GOVERNANCE PRACTICES

Sustainable business practices have enabled the Aboitiz Group to operate commercially for 100 years and more. AEV's ESG strategy is anchored on the Group Purpose and Brand Promise *to drive change for a better world by advancing business and communities.* The Company strongly believes that business growth and sustainability

can be achieved by balancing the interests of people, planet, and profit, and strengthening its commitment to sustainable ESG practices.

Indices and Ratings

In 2022, AEV continued to be recognized as a constituent company in the S&P Global Corporate Sustainability Assessment (formerly ROBECOSAM CSA). The S&P Global Sustainability Assessment is highly regarded for companies to benchmark their improvements in ESG performance. The Company's score has made steady progress with an incremental 3 points increase in its raw score placing us at 85th percentile, an increase as compared to last year's percentile ranking of 82nd among the industrial conglomerates peer group. The Aboitiz Group also has high data availability and transparency relative to peers.

The Sustainalytics ESG Risk Rating of the Company also maintained its management performance with a score of 40.7, which indicates strong ESG reporting . The Company maintained a risk exposure rating of 38.4. Meanwhile, the Company maintained its BBB rating in the MSCI ESG Rating. The Company also looks into the CDP reporting framework by including it in the Company assessments of its ESG initiatives. The Company completed the three assessments on Climate Change, Water Security and Forest. The group was able to move from Disclosure to Awareness level for Climate Change and Forest guidance to companies.

Sustainability Focus

The Company is driven by its Sustainability Vision which is to contribute to the ESG agenda with the Company's redefined OneAboitiz Sustainability Framework, where it manages its economic, environmental, and social impact through strong governance, to truly deliver value to the Company's stakeholders. In the coming years, the Company will continue to focus on addressing its gaps on various issues and areas as ESG is integrated across mainstream business strategy, processes and operations of the group. AEV's goal is to grow profitably while partnering with its stakeholders to create shared value, and minimizing its environmental impact.

The Company's focus areas on its ESG reports are team member engagement, talent development, Occupational Health and Safety, corporate governance, enterprise risk management, CSR, customer focus, disaster resilience, carbon emissions reduction, resource efficiency, renewable energy, waste management, biodiversity and conservation, while ensuring financial growth, implementing risk management, and aligning to global sustainability reporting standards to communicate the Company's progress.

As the first Philippine company to support the TCFD, the Company is aligning action and ambition to the principles and guidelines of the TCFD in its identification, management and reporting on climate related risks and opportunities.

The Company's key performance indicators are aligned with the United Nations Sustainable Development Goals to address ESG concerns of the company and the communities where it operates. This focus provides the Company a direction on its commitment and targets in its journey to advance business and communities.

United Nations Sustainable Development Goals

The Aboitiz Group is one of the first Philippine businesses to support the United Nations' 17 Sustainable Development Goals and in 2020 became a participant in the United Nations Global Compact (UNGC). AEV is also represented as a member of the Board of Trustees of the Global Compact Network Philippines, the country's local chapter of the UNGC.

In the Company's first year of participation, AEV assessed its alignment with the UNGC's 10 business principles. The Company is committed to continuously improve its policies, business processes and initiatives putting at the forefront its commitment to have an environmentally sound business strategy and relevant processes, uphold human rights by continuously conducting human rights assessment in the different value chain processes of the company, create a safe, engaged and inclusive labor environment for the AEV's team members, and operate with high ethical standards of corporate governance and citizenship.

The Company also maximizes the potential of collaborations and partnerships to achieve a greater impact to address the SDGs. Active participation and leadership in organizations such as Philippine Business Coalition for

Women Empowerment (PBCWE) and Pilipinas Kontra Gutom (PKG), country representation to the APEC Business Advisory Council (ABAC) thru Aboitiz Group President and CEO Sabin M. Aboitiz, and most recently, signing the company's commitment to the UN Women Empowerment Principles. The Company strongly believes that a successful sustainability agenda can be achieved through inclusive partnerships - at the global, regional, and local level- built upon shared values, vision and goals.

The Company provides its annual Sustainability Report to disclose information on its ESG practices and submits Communication of Progress to UNGC. AEV began publishing its first Sustainability Report in 2009, being one of the few Philippine PLCs to publish and submit a report on its sustainability impacts and performances to SEC.

Council for Inclusive Capitalism

In 2022, Aboitiz Group CEO Sabin Aboitiz was selected a steward for the Council on Inclusive Capitalism. The Council for Inclusive Capitalism is a global community of leaders working to build a more inclusive, sustainable and trusted economic system. This new role and responsibility is aligned to provide the Company a better understanding in setting up its sustainability commitments and targets for its triple bottom line approach.

Sustainability Disclosures and Reporting

In 2021, the Group launched its #OneAboitiz Sustainability microsite *(https://sustainability.aboitiz.com)*, a hub of information on the Group's economic, environmental, social, and governance (EESG) programs, as well as an avenue to educate stakeholders on pertinent environmental and social issues related to the business.

The microsite contains a comprehensive source of information on the company's approach to sustainability, climate strategy, environmental practices and solutions, workforce development programs, and the unique Corporate Social Responsibility (CSR) initiatives of the Group towards inclusive growth to address UNSDGs.

The Company provides its annual Sustainability Report to disclose information on its ESG practices and submits Communication of Progress to UNGC. AEV began publishing its first Sustainability Report in 2009, being one of the few Philippine PLCs to publish and submit a report on its sustainability impacts and performances to SEC.

Corporate Social Responsibility

In fulfilling the triple bottom line framework of "people, planet, and prosperity", AboitizPower and its business units realize their aspirations to "advance business and communities" through the Aboitiz Group's social development arm, Aboitiz Foundation, Inc. (Aboitiz Foundation). As a partner in nation building, AboitizPower extends educational scholarships, cooperative assistance programs, environmental campaigns, and corporate social responsibility (CSR) activities to its partner communities. Keeping with its framework and aspirations, the Aboitiz Group, via the Aboitiz Foundation, invested a total of ₱155 million in CSR projects and initiatives to support its partner communities in 2022. Broken down, this consisted of ₱44.6 mn for environmental programs, ₱9.8 mn for enterprise or livelihood programs, ₱45.3 million for educational programs, and ₱55 mn for other initiatives. Moving towards its "Great Transformation" to a *techglomerate*, the Aboitiz Group will harness the opportunities brought forth by new technologies and innovations to further elevate the value, scalability, and sustainability of its CSR program projects.

Further taking part in the Philippines' post-pandemic economic recovery, AboitizPower continues to extend assistance to its partner communities through its compliance with Energy Regulations No. 1-94 (ER 1-94). The aforementioned program is a policy under the DOE Act of 1992 and the EPIRA, which stipulates that host communities will get a share of one centavo for every kilowatt-hour (₱0.01/kWh) generated by power plants operating in its area. The funds generated can be used by host beneficiaries for the electrification of areas or households that have no access to power, development, and livelihood programs, as well as reforestation, watershed management, health, and environmental enhancement initiatives.

On April 6, 2020, due to the COVID-19 pandemic, the DOE released Department Circular No. DC2020-04-0008 which repurposed ER 1-94 funds for projects that would help alleviate the COVID-19 situation in the country. AboitizPower successfully downloaded about ₱212 mn-worth of ER 1-94 funds as of the end of 2022 to about 150 host beneficiaries. About ₱575 mn-worth of outstanding ER 1-94 funds was also remitted by the DOE to the

Company's beneficiaries. The remitted funds were used by the beneficiaries to build isolation facilities and purchase relief goods, medical supplies or equipment, and COVID-19 testing kits and vaccines.

With the recent amendment to the ER 1-94 guidelines, power generation companies can now directly download the ER 1-94 fund to their host communities. Streamlining the release of funding will ease the process of implementing projects that benefit the host communities. Towards the end of 2019, AboitizPower led its power generation business units to sign memoranda of agreement with their respective beneficiaries for the amended set-up of the ER 1-94.

Partnerships for a Decarbonized Future

A significant milestone for the Aboitiz Group is the strategic partnership with JERA, Japan's largest power generation company and one of the world's biggest power producers. The alliance unlocks significant amounts of capital for AEV in its expansion of the Company's businesses across sectors, and supports AboitizPower's 10-year growth ambition to exponentially increase Cleanergy capacity to 4,600 MW to achieve a 50:50 balance between renewable and thermal portfolios. Upon completion of the transaction, JERA will own a 27% stake in AboitizPower while AEV will own a controlling stake of 52%.

The transaction represents a leap forward in the shared mission to support economic development in the Philippines and beyond, while supporting the energy transition towards a decarbonized future.

Beyond Compliance

The Aboitiz Group's brand promise of advancing business and communities extends beyond compliance with government laws and regulations. The Aboitiz Group is committed to stakeholder-focused environmental management projects, such as:

a) A-Park Program

The A-Park Program is the Aboitiz Group's partnership with the Ramon Aboitiz Foundation Inc., Philippine Business for Social Progress, and the carbon sink program of TSI and TVI as part of the Enhanced National Greening Program of the DENR. As the largest tree growing initiative, it has resulted in the planting of as much as 12 million trees, with about 300,000 trees planted by team member volunteers all over the archipelago in 2021. Of the 12 million trees, AboitizPower contributed 5 million from its own initiatives. Between 2016 to 2022, the Company has planted more than 2.1 million trees in 3,497 hectares. Further, AboitizPower also supports the A-Park Program through the watershed management and carbon sink programs of its subsidiaries.

b) Aboitiz Cleanergy Park

The Aboitiz Cleanergy Park, located in Davao City, serves as a sanctuary and safe nesting ground for the critically endangered Hawksbill sea turtles (*Eretmochelys imbricata*), as well as to more than 100 species of endemic and migratory birds, and marine species. The eight-hectare park actively promotes decarbonization in an urban area via habitat conservation and biodiversity management, showcasing a mangrove reforestation site, nursery, and botanical garden for the propagation of 29 native tree species. Since 2014, the park has already released more than 7,470 hatchlings to the sea, planted 16,442 mangroves, and rescued 20 *pawikans*. It has been designated by the DENR as the Pawikan Rescue Center of Davao City.

c) Cleanergy Center and Energy Education Resource Center

Located at the Makiling-Banahaw Geothermal Complex of APRI, the Cleanergy Center is an educational facility that serves to uphold the Aboitiz Group's advocacy to renewable energy education - the first of its kind in the country. Launched in August 2013, the Center has audiovisual presentations, interactive displays, and a tour of a working geothermal power plant. It has since accommodated close to 56,000 local and foreign visitors.

Meanwhile, the Energy Education Center is a public facility at TSI's Davao baseload power plant that teaches electric power generation via interactive scale models and displays of the Philippine energy sector and various

advanced technologies, as well as an overview of the power plant's 300 MW operations. Since it was inaugurated by TSI and the Aboitiz Foundation in May 2016, it has welcomed about 3,500 visitors.

d) Building Resilient Infrastructure and Communities through Kaibigans (B.R.I.C.K) Hub

The Building Resilient Infrastructure and Communities through Kaibigans (B.R.I.C.K) Hub is a project that produces eco-bricks incorporating ash by-products from our power generation plant and community plastic wastes to the Company's community partners, Barangay Binugao and Inawayan. The ash and plastics are upcycled into high-value pavers and bricks that are nine times stronger than a typical hollow block brick. Aside from providing livelihood opportunities, it also promotes solid waste management, supports resilient infrastructure, and reduces the Company's collective environmental footprint. The project is a collaboration among TSI, Green Antz Builders, Inc., United Kaibigan Multipurpose Cooperative (UKC), and Income Credit Cooperative (ICC).

e) #BetterTogether Talks

Launched in 2021, the #BetterTogether series was created to improve its team members' knowledge and appreciation of Sustainability and different ESG topics and issues that impact the Company and its stakeholders. In these internal awareness events, AboitizPower President and Chief Executive Office, Manny Rubio, joins as panelist, along with invited external subject matter experts as speakers, to enrich the discussion on the various sustainability concerns. In 2022, the Company discussed several topics which includes the Philippine energy outlook and contribution to Sustainable Development Goals (SDG) number 7, climate justice, diversity, equity, and inclusion (DEI), circular economy and the role of the 17 SDGs.

f) Other Initiatives

As part of its efforts to reduce carbon emissions and improve climate change resilience, AboitizPower and its subsidiaries took part in many other initiatives. These include the Annual Aboitiz group wide simultaneous tree planting, watershed projects, adoption of protected areas, Adopt-a-River, Adopt-a-Marine Sanctuary, coastal and river clean-ups, and Philippine Eagle Adoption. In addition, AboitizPower has also integrated pollution control devices and new technology and systems that improve its processes and optimize its resources.

PART V – EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

(a) Exhibits.

None

(b) Reports on SEC Form 17-C

Reports filed by the AEV on SEC Form 17-C from April 2022 – March 2023 are as follows:

Date Reported	Disclosure Details
April 25, 2022	Results of the Annual Stockholders' Meeting
April 25, 2022	Results of the Organizational Meeting
April 27, 2022	First Quarter 2022 Financial and Operating Results
July 29, 2022	Second Quarter 2022 Financial and Operating Results
August 25, 2022	Matters Approved by the Board on August 25, 2022
September 2, 2022	Aboitiz InfraCapital, Inc. entered into a Share Subscription and Transfer Agreement with Megawide and GMCAC
September 6, 2022	Aboitiz InfraCapital Inc. to acquire a stake in GMR- Megawide Cebu Airport Corporation
September 27, 2022	Filing of SEC Application and PhilRating's Credit Rating
September 27, 2022	Gold Coin Management Holdings Pte. Ltd. exits Sri Lanka
September 29, 2022	Appointment of Chief Financial Officer and the accompanying Press Release
October 5, 2022	Aboitiz InfraCapital, Inc. diversifies into data centers with global partner EdgeConneX
November 4, 2022	Increase in the Issue Size of AEV's 2022 Bonds
November 4, 2022	Third Quarter 2022 Financial and Operating Results
November 14, 2022	PhilRatings Updated Credit Rating
December 6, 2022	Compliance with the Annual Mandatory Corporate Governance Seminar
December 7, 2022	Listing of 2022 Bonds
December 16, 2022	Gold Coin Management Holdings Pte. Ltd. completes its exit from Sri Lanka
December 16, 2022	Unity Digital Infrastructure acquires 650 telecom towers of PLDT
December 16, 2022	Aboitiz InfraCapital, Inc. to acquire a stake in GMR- Megawide Cebu Airport Corporation and Press Release
February 16, 2023	Nominees to the Board of Directors
February 16, 2023	Record Date for 2022 Bonds
March 3, 2023	Notice and Agenda of 2023 ASM
March 3, 2023	Matters Approved by the Board during its March 3, 2023 Special Board Meeting
March 3, 2023	Cash Dividends Declaration
March 7, 2023	Full Year 2022 Financial and Operating Results
March 16, 2023	Aboitiz Group allocates P78 billion CAPEX to fuel investments and innovation in RE, portfolio diversification

(c) Sustainability Report

Please refer to **Annex "F"** (Reporting Template for Sustainability Report).

The 2022 Aboitiz Group Annual Report and Sustainability Report (the "2022 Annual Integrated Report") will be available for download at the Company's website at **https://aboitiz.com/investor-relations/latest-annual-report/**

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 177 of the Revised Corporation Code, AEV has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Taguig on April 13, 2023.

By:

SABIN M. ABOITIZ
Principal Executive Officer and Principal Operating Officer

JOSE EMMANUEL U. HILADO
Principal Financial Officer

MANUEL ALBERTO R. COLAYCO
Corporate Secretary

MARLITA M. VILLACAMPA
Controller/Principal Accounting Officer

Before me, a notary public in and for the city named above, personally appeared:

NAME	PASSPORT / UMID	DATE/PLACE OF ISSUE	CTC NO.	DATE/PLACE OF ISSUE
SABIN M. ABOITIZ	P2003168A	02.23.2017/ DFA Manila	-	-
JOSE EMMANUEL U. HILADO	P4662874B	02.03.2020/ DFA NCR South	-	-
MANUEL ALBERTO R. COLAYCO	P7171651B	07.09.2021 DFA Pampanga	-	-
MARLITA M. VILLACAMPA	CRN-0111-4004554-2	-	-	-

who were identified by me through competent evidence of identity to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took an oath/affirmation before me as to such instrument.

Witness my hand and seal this April 13, 2023.

Doc. No.: 270;
Page No. 55;
Book No. I;
Series of 2023.

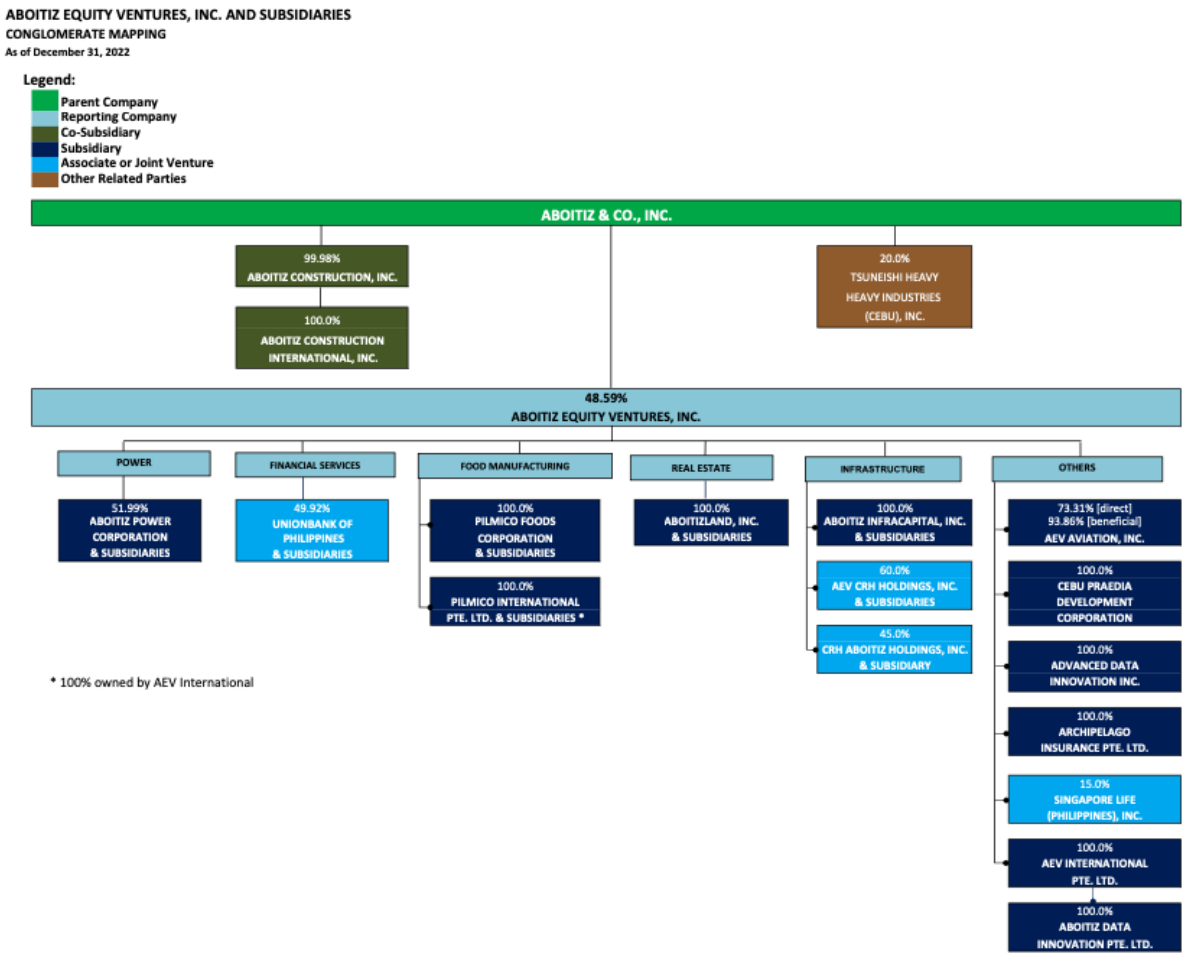
ATTY. CZAR AUGUSTUS C. COLINA
NOTARY PUBLIC
ROLL NO. 70362
TAGUIG CITY, PHILIPPINES

ATTY. CZAR AUGUSTUS C. COLINA
Notary Public for Taguig City
Notarial Commission No. 76 (2023-2024)
Until 31 December 2024
NAC Tower, 32nd Street, Bonifacio Global City, Taguig City
Roll No. 70362, Admitted to the Bar 02 June 2017
PTR No. A-5701146, 11 January 2023, Taguig City
IBP No. 281315, 10 January 2023, Makati City
MCLE Compliance No. VII-0011495

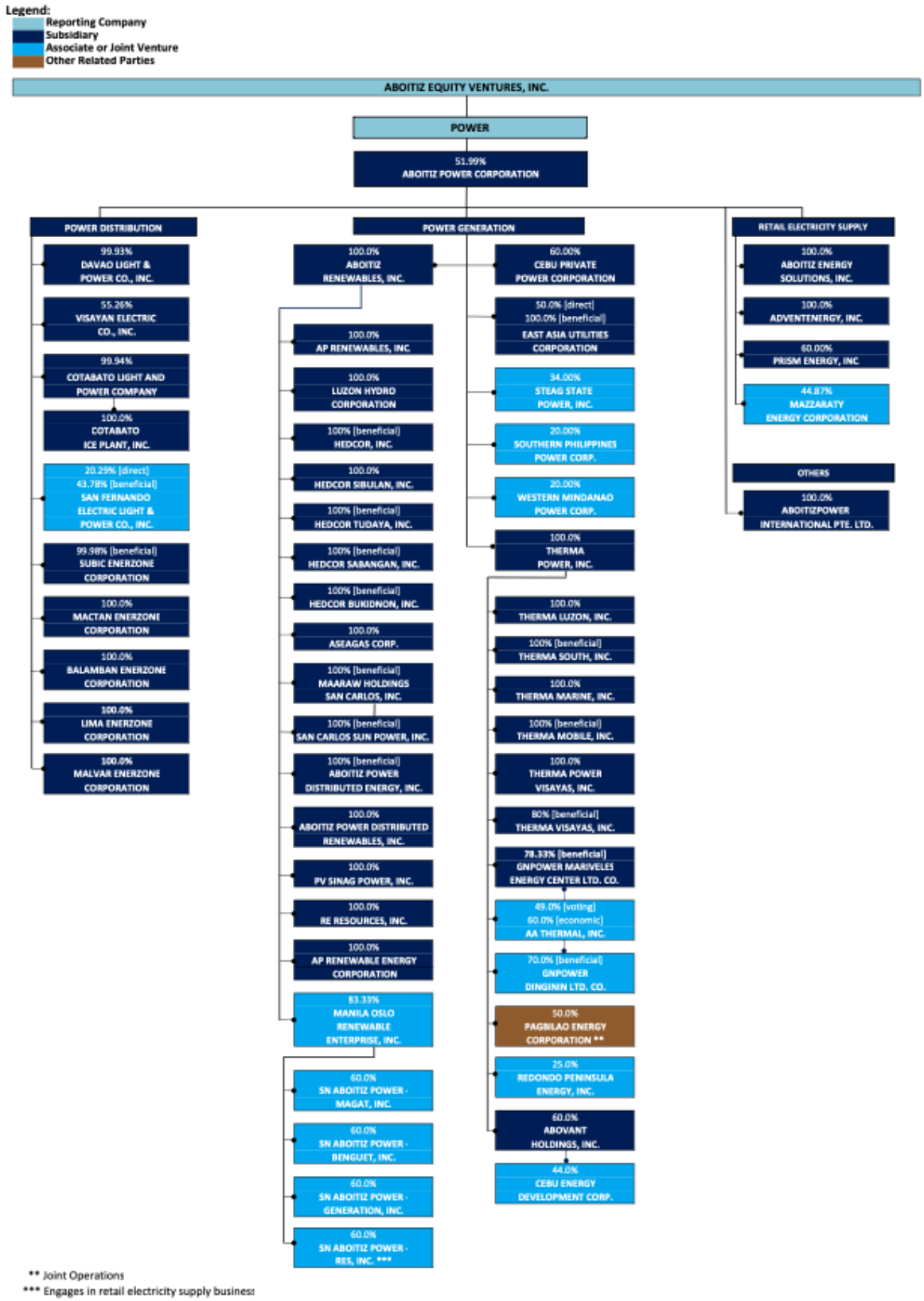
ANNEX "A"

As of December 31, 2022

ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES
CONGLOMERATE MAPPING
As of December 31, 2022



ABOITIZ EQUITY VENTURES, INC. - POWER
CONGLOMERATE MAPPING
As of December 31, 2022



** Joint Operations
*** Engages in retail electricity supply business

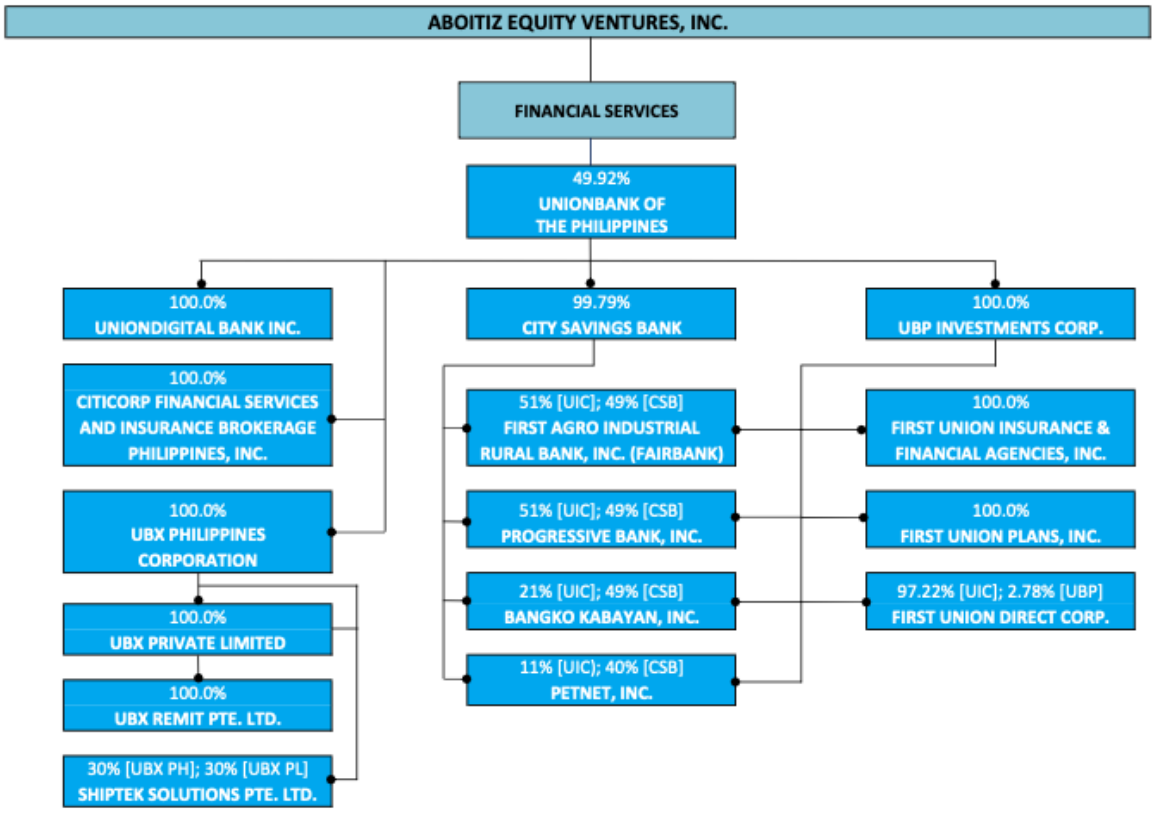
ABOITIZ EQUITY VENTURES, INC. - FINANCIAL SERVICES

CONGLOMERATE MAPPING

As of December 31, 2022

Legend:

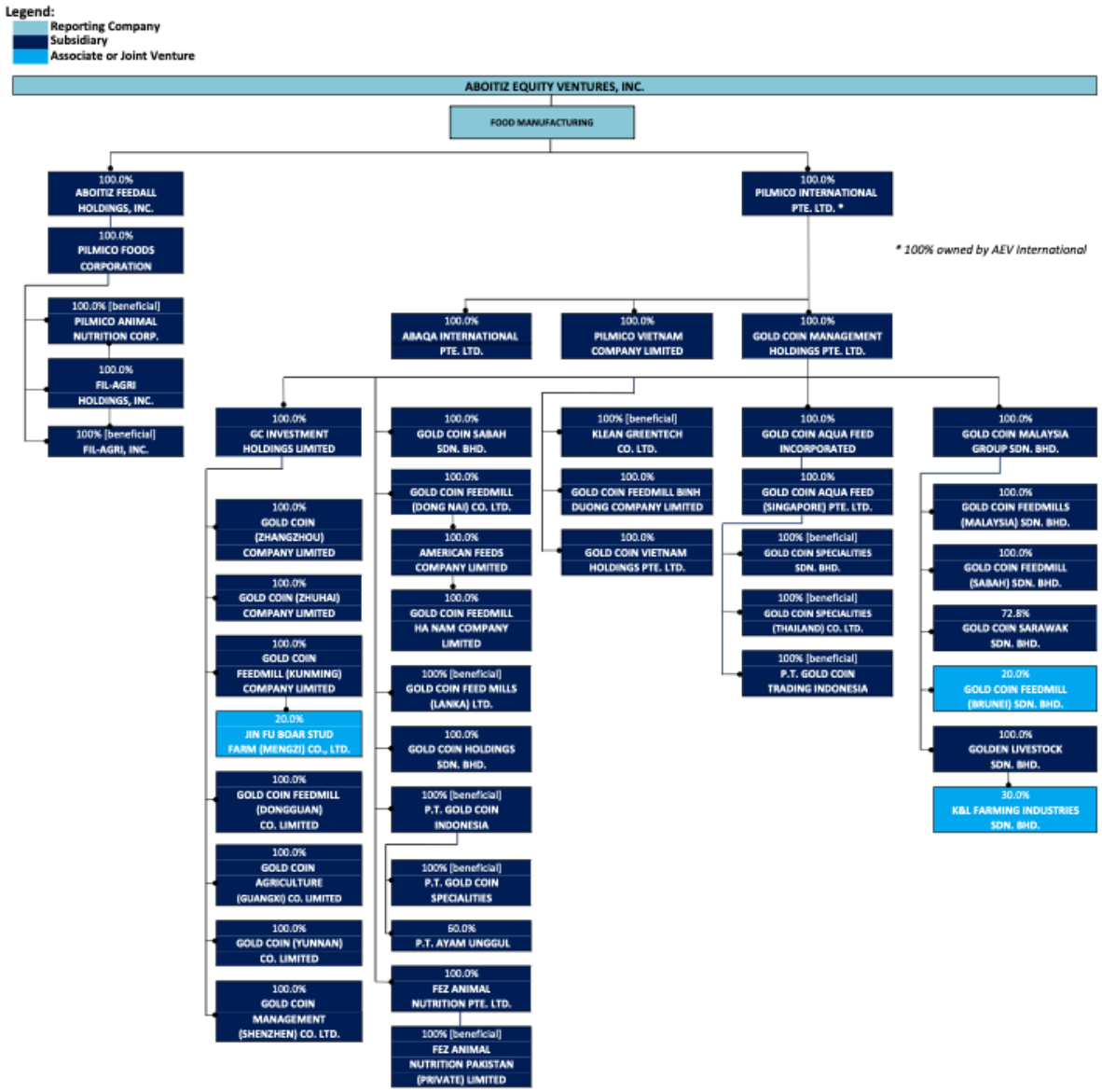
- Reporting Company
- Subsidiary
- Associate or Joint Venture



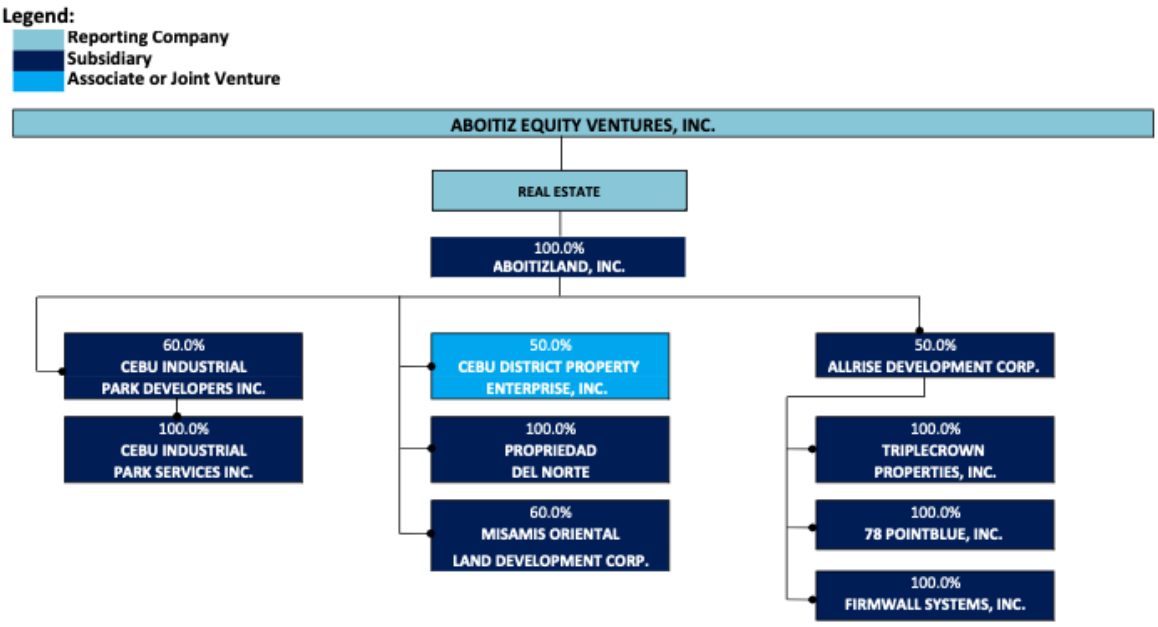
ABOITIZ EQUITY VENTURES, INC. - FOOD MANUFACTURING

CONGLOMERATE MAPPING

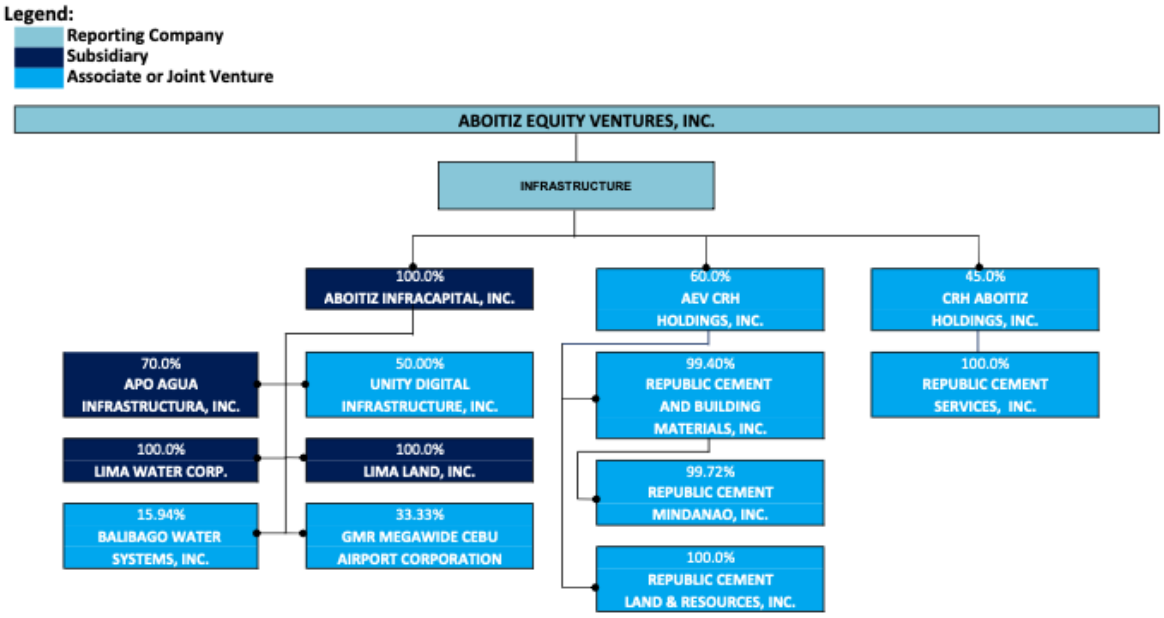
As of December 31, 2022



ABOITIZ EQUITY VENTURES, INC. - REAL ESTATE
CONGLOMERATE MAPPING
As of December 31, 2022



ABOITIZ EQUITY VENTURES, INC. - INFRASTRUCTURE
CONGLOMERATE MAPPING
As of December 31, 2022



ANNEX "B-1"

AEV Patents, Copyrights and Franchises

AEV and its Subsidiaries own, or have pending applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos.

The following table sets out information regarding the trademark applications which AEV and its Subsidiaries have filed with the Philippine Intellectual Property Office ("Philippine IPO") and intellectual property offices abroad

Philippine IPO

Trademarks	Owner	Registration No. / Date Issued	Description	Status
Driven to Lead. Driven to Excel. Driven to Serve. word mark (Class Nos. 30, 36, 37, 39, 40 and 42)	Aboitiz Equity Ventures Inc.	04-2012-001132 June 21, 2012	Application for the word mark "Driven to Lead. Driven to Excel. Driven to Serve."	Registered.
Aboitiz word mark (Class Nos. 30, 35, 36, 37, 39, 40 and 42)	Aboitiz Equity Ventures Inc.	04-2018-018635 March 17, 2019	Application for the word mark "Aboitiz".	Registered.
Aboitiz word mark (Additional activities under Class Nos. 36, 37)	Aboitiz Equity Ventures Inc.	04-2019-000086 August 8, 2019	Application for the word mark "Aboitiz" to cover additional services under Class Nos. 36 and 37.	Registered.
Advancing Business and Communities Logo (Class Nos. 35 and 36)	Aboitiz Equity Ventures Inc.	04-2018-021743 November 7, 2019	Application for the device mark "Advancing Business and Communities", with color claim.	Registered.
Aboitiz Equity Ventures word mark (Class Nos. 35 and 36)	Aboitiz Equity Ventures Inc.	04-2018-021492 March 3, 2020	Application for the word mark "Aboitiz Ventures".	Registered.
Aboitiz Equity Ventures Logo (Class Nos. 35 and 36)	Aboitiz Equity Ventures Inc.	04-2018-021742 October 6, 2019	Application for the device mark "Aboitiz Equity Ventures", with color claim.	Registered.
A Future Built By You (Class No. 35)	Aboitiz Equity Ventures Inc.	4-2019-003834 August 8, 2019	Application for the mark "A Future Built By You".	Registered.
Aboitiz & Device – Black (Class Nos. 30, 36, 37, 39, 40 and 42)	Aboitiz & Co., Inc.	4-2005-012408 September 24, 2007 (Trademark has been renewed and will expire on September 24, 2027.)	Application for the device mark "Aboitiz (Black)".	Registered.
Aboitiz & Device – Red (Class Nos. 30, 36, 37, 39, 40 and 42)	Aboitiz & Co., Inc.	4-2005-012409 September 24, 2007 (Trademark has been renewed and will expire on September 24, 2027.)	Application for the device mark "Aboitiz (Red)".	Registered.
Passion for better ways word mark	Aboitiz & Co., Inc.	4-2005-012413 September 24, 2007	Application for the word mark "Passion for better ways".	Registered.

(Class Nos. 30, 36, 37, 39, 40 and 42)		(Trademark has been renewed and will expire on September 24, 2027.)		
Techglomerate (Class No. 35)	Aboitiz Equity Ventures Inc.	4-2022-518217 October 15, 2022	Application for the word mark "Techglomerate"	Registered.
Techglomerate Premium (Class Nos. 35, 36)	Aboitiz Equity Ventures Inc.	4-2022-518342	Application for the word mark "Techglomerate Premium"	Pending.

International Trademarks Application (Non-Madrid)

Trademarks	Owner	Country of Application	Status
Aboitiz (Word Mark) (Class No. 30)	Aboitiz Equity Ventures, Inc.	Malaysia	Registered.
Aboitiz (Word Mark) (Class No. 35)	Aboitiz Equity Ventures Inc.	Malaysia	Registered.
Aboitiz (Word Mark) (Class No. 36)	Aboitiz Equity Ventures Inc.	Malaysia	Registered.
Aboitiz (Word Mark) (Class No. 37)	Aboitiz Equity Ventures Inc.	Malaysia	Pending.
Aboitiz (Word Mark) (Class No. 39)	Aboitiz Equity Ventures Inc.	Malaysia	Pending.
Aboitiz (Word Mark) (Class No. 40)	Aboitiz Equity Ventures Inc.	Malaysia	Pending.
Aboitiz (Word Mark) (Class No. 42)	Aboitiz Equity Ventures Inc.	Malaysia	Pending.
Aboitiz (Class No. 42)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 40)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 39)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 37)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 36)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 35)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.
Aboitiz (Class No. 30)	Aboitiz Equity Ventures Inc.	Sri Lanka	Pending.

International Trademarks Application (Madrid Protocol)

Trademarks	Owner	Country of Application	Status
Aboitiz (Word Mark) (#1504418) (Class Nos. 30, 35, 36, 37, 39, 40, and 42)	Aboitiz Equity Ventures Inc.	WIPO	Registered.
Aboitiz (Word Mark) (Class Nos. 30, 35, 36, 37, 39, 40, and 42)	Aboitiz Equity Ventures Inc.	Laos	Registered.
Aboitiz (Word Mark) (Class Nos. 30, 35, 36, 37, 39, 40, and 42)	Aboitiz Equity Ventures Inc.	Singapore	Registered.
Aboitiz (Word Mark) (Class Nos. 30, 35, 36, 27, 29, 40 and 42)	Aboitiz Equity Ventures Inc.	Brunei	Registered.

AEV and its Subsidiaries have other pending trademark applications under the Madrid Protocol for the following countries: Brunei, China, Indonesia, Cambodia, Laos, Singapore, Thailand, and Vietnam

ANNEX "B-2"

AboitizPower Patents, Copyrights and Franchises

AboitizPower and its Subsidiaries own, or have pending applications for the registration of, intellectual property rights for various trademarks associated with their corporate names and logos. The following table sets out information regarding the trademark applications AboitizPower and its Subsidiaries have filed with the Philippine Intellectual Property Office (Philippine IPO), and their pending trademark applications abroad.

Philippine IPO

Trademarks/ Description	Owner	Registration No./ Date Issued	Status
"A Better Future" word mark (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004383/ November 11, 2010 Trademark was renewed on November 11, 2020.	Registered
"Better Solutions" word mark (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004384/ November 11, 2010 Trademark was renewed on November 11, 2020.	Registered
"AboitizPower" word mark (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004385/ November 11, 2010 Trademark was renewed on November 11, 2020.	Registered
"AboitizPower Spiral and Device" device mark with color claim (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004380/ February 10, 2011 Trademark was renewed on February 10, 2021.	Registered
"Cleanergy" word mark (Class No. 40)	Aboitiz Power Corporation	4-2001-007900/ January 13, 2006 Trademark was renewed on January 13, 2016.	Registered
"Cleanergy" word mark for the additional goods and services (Class Nos. 39 and 42)	Aboitiz Power Corporation	4-2019-000850/ June 9, 2019	Registered
"Cleanergy Get It and Device" device mark with color claim (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004381/ November 11, 2010 Trademark was renewed on November 11, 2020.	Registered
"Cleanergy Got It and Device" device mark (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004382/ November 11, 2010 Trademark was renewed on November 11, 2020.	Registered
"AboitizPower and Device" device mark with color claim (Class Nos. 39, 40 and 42)	Aboitiz Power Corporation	4-2010-004379/ February 10, 2011 Trademark was renewed on February 10, 2021.	Registered
Subic EnerZone Corporation and Logo trademark (Class No. 39)	Subic EnerZone Corporation	4-2006-007306/ August 20, 2007 Trademark was renewed on August 20, 2017.	Registered
Subic EnerZone Corporation and Logo Word mark and device (Class No. 39)	Subic EnerZone Corporation	4-2006-007305/ August 20, 2007 Trademark was renewed on August 20, 2017.	Registered
"Subic EnerZone Corporation" word mark (Class No. 39)	Subic EnerZone Corporation	4-2006-007304/ June 4, 2007 Trademark was renewed on June 4, 2017.	Registered

"Cotabato Light" Logo (Class No. 39)	Cotabato Light and Power Corporation	4-2019-502915/ October 20, 2019	Registered
"Davao Light" Logo (Class No. 39)	Davao Light and Power Corporation	4-2019-502917/ October 20, 2019	Registered
"Balamban Enerzone" Logo (Class No. 39)	Balamban Enerzone Corporation	4-2019-502910/ February 10, 2020	Registered
"Mactan Enerzone" Logo (Class No. 39)	Mactan Enerzone Corporation	4-2019-502911/ February 20, 2020	Registered
"Lima Enerzone" Logo (Class No. 39)	Lima Enerzone Corporation	4-2019-502912/ February 10, 2020	Registered
"Malvar Enerzone" Logo (Class No. 39)	Malvar Enerzone Corporation	4-2019-502913/ February 10, 2020	Registered
"Subic Enerzone" Logo (Class No. 39)	Subic Enerzone Corporation	4-2019-502914/ October 20, 2019	Registered
"Visayan Electric" Logo (Class No. 39)	Visayan Electric Company, Inc.	4-2019-015288/ December 29, 2019	Registered
"MORE" Logo (Class 35)	Manila-Oslo Renewable Enterprise, Inc.	4-2018-00018077/February 21, 2019	Registered
"SN ABOITIZ POWER" Logo GROUP (Class 35 & 40)	Manila-Oslo Renewable Enterprise, Inc., SN Aboitiz Power-Magat, Inc., and SN Aboitiz Power-Benguet, Inc.	4-2018-00018076/ February 5, 2019	Registered
"SN ABOITIZ POWER-BENGUET, INC." Logo	SN Aboitiz Power-Benguet, Inc.	4-2014-00005209/ December 29, 2016	Registered
"SNAP ABOITIZ POWER-MAGAT, INC." Logo	SN Aboitiz Power-Magat, Inc.	4-2014-00005208/ March 9, 2017	Registered
Logo	SN Aboitiz Power-Magat, Inc.	4-2017-00018969/ June 7, 2018	Registered

International Trademarks (Madrid Protocol)

AboitizPower has the following registered international trademarks:

Trademarks	Country of Application
Cleanergy	Indonesia
AboitizPower	Myanmar
Aboitiz Power and Device	Myanmar
Cleanergy	Myanmar
Cleanergy Get It	Myanmar
Cleanergy Got It	Myanmar

The abovementioned trademarks are also in the process of being registered in Malaysia.

International Trademarks Application (Madrid Protocol)

AboitizPower has the following registered international trademarks from applications under the Madrid Protocol:

Trademarks	Country of Application
AboitizPower Word Mark (Class Nos. 39, 40, 42)	World Intellectual Property Office ("WIPO")
AboitizPower Word Mark (Class Nos. 39, 40, 42)	Indonesia
AboitizPower A Better Future (Class Nos. 39, 40, 42)	WIPO
AboitizPower A Better Future (Class Nos. 39, 40, 42)	Vietnam
AboitizPower A Better Future (Class Nos. 39, 40, 42)	Indonesia
Cleanergy Word Mark (Class Nos. 39, 40, 42)	WIPO
Cleanergy Get It Device (Class Nos. 39, 40, 42)	WIPO
Cleanergy Get It Device (Class Nos. 39, 40, 42)	Vietnam
Cleanergy Get It Device (Class Nos. 39, 40, 42)	Indonesia
Cleanergy Got It Device (Class Nos. 39, 40, 42)	WIPO
Cleanergy Got It Device (Class Nos. 39, 40, 42)	Vietnam
Cleanergy Got It Device (Class Nos. 39, 40, 42)	Indonesia

AboitizPower also has the following pending international trademark applications under the Madrid Protocol.

Trademarks	Country of Application
AboitizPower Word Mark (Class Nos. 39, 40, 42)	Vietnam

ANNEX "B-3"

Financial Services Group Patents, Copyrights and Franchises

UnionBank owns, or has pending applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos.

	Trademark	Registration Date	Expiration Date
1	UNIONBANK	December 19, 2005	December 19, 2025
2	UNIONBANK LOGO	October 21, 2010	October 21, 2030
3	UNIONBANK EON	December 5, 2013	December 5, 2023
4	UBP	August 7, 2014	August 7, 2024
5	UNIONBANK OF THE PHILIPPINES	August 7, 2014	August 7, 2024
6	UREKA	November 10, 2016	November 10, 2026
7	SELFIE BANKING	December 22, 2019	December 22, 2029
8	DIGITAL ME	June 29, 2017	June 29, 2027
9	EON FOR THE DIGITAL ME	July 30, 2017	July 20, 2027
10	EON	July 30, 2017	July 30, 2027
11	EON CYBER	November 2, 2017	November 2, 2027
12	THE ARK	April 5, 2018	April 5, 2028
13	THE ARK	April 5, 2018	April 5, 2028
14	THE ARK	April 5, 2018	April 5, 2028
15	THE ARK	April 5, 2018	April 5, 2018
16	I2I	May 30, 2019	May 30, 2029
17	THE FUTURE BEGINS WITH U.	October 24, 2019	October 24, 2029
18	CYBERSURE	January 12, 2020	January 12, 2030
19	1U HUB	February 6, 2020	February 6, 2030
20	1U HUB	February 6, 2020	February 6, 2030
21	THE FIRST FINANCIAL SUPPLY BLOCKCHAIN IN THE PHILIPPINES - POWERED BY UNIONBANK	February 6, 2020	February 6, 2030
22	UB	February 24, 2020	February 24, 2030
23		February 24, 2020	February 24, 2030

24		February 24, 2020	February 24, 2030
25	THE EDGE BY UB UNIONBANK	July 31, 2020	July 31, 2030
26	UB UNIONBANK	August 14, 2020	August 14, 2030
27	UB UNIONBANK	October 16, 2020	October 16, 2030
28	THE FIRST DIGITAL ACCOUNT OPENING FOR BUSINESS BY UNIONBANK	January 17, 2021	January 17, 2031
29	THE FIRST MOBILE CHECK DEPOSIT FOR BUSINESSES BY UNIONBANK	February 19, 2021	February 19, 2031
30	BANK THE WAY YOU LIVE	March 29, 2021	March 29, 2031
31	SITH SYSTEM FOR INTEGRATED TRACING OF HUMANS	March 29, 2021	March 29, 2031
32		April 16, 2021	April 16, 2031
33		April 16, 2021	April 16, 2031
34	UNIONBANK ONLINE	April 16, 2021	April 16, 2031
35	UB ONLINE	April 16, 2021	April 16, 2031
36	UNIONBANK APP	April 16, 2021	April 16, 2031
37	UB MOBILE APP	April 16, 2021	April 16, 2031
38	P PHX COMMERCIAL BANK-BACKED PHILIPPINE STABLECOIN	April 16, 2021	April 16, 2031
39	PHX	May 21, 2021	May 21, 2031
40	UBP XCELLERATOR GAMECHANGERS	May 21, 2021	May 21, 2031
41	UBP XCELLERATOR BLOCKCHAIN BUSINESS SPECIALIST PROGRAM	June 18, 2021	June 18, 2031
42	UBP XCELLERATOR BLOCKCHAIN BASICS PROGRAM	June 18, 2021	June 18, 2031
43	BLOCKCHAIN XCELLERATOR POWERED BY UB UNIONBANK	June 18, 2021	June 18, 2031
44	UBXCELLERATOR	July 16, 2021	July 16, 2031
45	XCELLERATOR	July 16, 2021	July 16, 2031
46	UB GARAGE INNOVATION AND INCUBATION LAB POWERED BY UB UNIONBANK.	July 23, 2021	July 23, 2031

47	XCELLERATOR	July 23, 2021	July 23, 2031
48	UBXCELLERATOR	July 30, 2021	July 30, 2031
49	BLOCKCHAIN XCELLERATOR	July 30, 2021	July 30, 2031
50	UBP XCELLERATOR PROGRAM	August 6, 2021	August 6, 2031
51	UB GARAGE INNOVATION AND INCUBATION LAB POWERED BY UB UNIONBANK	October 1, 2021	October 1, 2031

ANNEX "B-4"

Food Group Patents, Copyrights and Franchises

The Food Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed or pending at local and international jurisdictions.

Philippine IPO

	Trademark	Registration Date	Expiration Date
1	PILMICO FOODS CORPORATION	November 28, 2005	November 28, 2025
2	SUN-MOON-STAR	October 2, 2006	October 2, 2026
3	GOLD STAR AND DEVICE	August 17, 2006	August 17, 2026
4	SUNSHINE	October 15, 2007	October 15, 2027
5	GLOWING SUN	October 2, 2006	October 2, 2026
6	KUTITAP AND DEVICE	January 17, 2005	January 17, 2025
7	KUTITAP with color claim	December 5, 2004	December 5, 2024
8	SUNFLOUR AND DESIGN	May 5, 2008	May 5, 2028
9	Silver Star	February 24, 2012	February 24, 2022 (IPOPHL Petition for Renewal filed)
10	Silver Star Logo with color claim	January 13, 2012	January 13, 2022 (IPOPHL Petition for Renewal filed)
11	SUN RAYS HARD WHEAT FLOUR	February 20, 2014	February 20, 2024
12	STAR BEAM SOFT WHEAT FLOUR	December 26, 2013	December 26, 2023
13	STAR BLAZE SOFT WHEAT FLOUR	February 20, 2014	February 20, 2024
14	LUNA CAKE FLOUR	February 20, 2014	February 20, 2024
15	SUN STREAM HARD WHEAT FLOUR	February 20, 2014	February 20, 2024
16	PILMICO Device	December 26, 2013	December 26, 2023
17	PILMICO FLOUR	February 20, 2014	February 20, 2024
18	Mahalin Pagkaing Atin with color claim	July 2, 2015	July 2, 2025
19	SUNLIGHT	September 1, 2016	September 1, 2022
20	The Care Package	March 23, 2018	March 23, 2028
21	The Care Package Logo	March 24, 2017	March 24, 2027
22	WOODEN SPOON	May 4, 1993	May 4, 2023
23	WOODEN SPOON word mark for additional classes Nos. 35 and 43	December 17, 2017	December 17, 2027
24	WOODEN SPOON AND DEVICE for additional classes Nos. 35 and 43	December 17, 2017	December 17, 2027

25	PILMICO word mark	March 24, 2017	March 24, 2027
26	Silver 168	February 22, 2018	October 24, 2028
27	Yummii	December 28, 2017	August 25, 2027
28	Silver Star with Chinese Slogan Device.	February 22, 2018	October 24, 2028
29	SOLA ALL PURPOSE FLOUR	February 20, 2014	February 20, 2024
30	PILMICO logo	June 2, 2017	February 21, 2027
31	“M” handshake mark	August 17, 2017	February 20, 2027
32	Flour Solutions	October 31, 2019	April 24, 2029
33	PIGROW with color claim	September 28, 2012	September 28, 2022
34	PIGROW MATERNA	May 24, 2012	May 24, 2022
35	CHICKGROW	October 18, 2019	October 18, 2029
36	PORK SOLUTIONS	August 20, 2007	August 20, 2027
37	POULTRY SOLUTIONS	August 20, 2007	August 20, 2023
38	AQUAMAX	June 6, 2013	June 6, 2023
39	POULTRY EXPRESS	April 14, 2013	April 14, 2023
40	ALAS NG SALTO	February 28, 2013	February 28, 2023
41	AEV MAX	February 8, 2013	February 8, 2023
42	SALTO	February 8, 2013	February 8, 2023
43	ANGAT SARADO	February 8, 2013	February 8, 2023
44	BASIC	February 8, 2013	February 8, 2023
45	LAKAS GATAS	February 8, 2013	February 8, 2023
46	GALLIMAX	February 8, 2013	February 8, 2023
47	SUPREMECON	July 22, 2011	July 22, 2021
48	POWERMIX	January 13, 2012	January 13, 2022
49	PILMICO FEEDS	March 8, 2012	March 8, 2022
50	GROW YOUR PROFIT	December 26, 2013	December 26, 2023
51	PARTNERS FOR GROWTH	July 16, 2010	July 16, 2030
52	PILMICO FARMS LOGO	April 17, 2014	April 17, 2024
53	PILMICO FEEDS	April 17, 2014	April 17, 2024
54	GROWING PIG LOGO	April 17, 2014	April 17, 2024
55	GROWING CHICKEN LOGO	April 17, 2014	April 17, 2024
56	GROWING QUAIL LOGO	April 17, 2014	April 17, 2024

57	GROWING PIGEON LOGO	April 17, 2014	April 17, 2024
58	GROWING DUCK LOGO	December 26, 2013	December 26, 2023
59	POWERHEAL	April 17, 2017	April 17, 2027
60	POWERBOOST	December 8, 2016	December 8, 2026
61	Immunodigest	December 8, 2016	December 8, 2026
62	AVEMAX	September 29, 2016	September 29, 2026
63	CIVIC	June 22, 2017	June 22, 2027
64	ELITE	June 22, 2017	June 22, 2027
65	SALTO	July 29, 2017	July 29, 2027
66	ULTIMAX	September 7, 2017	September 7, 2027
67	EGG2GO	September 13, 2018	September 13, 2028
68	Bagwis	September 13, 2018	September 13, 2028
69	Gut Protech	January 23, 2018	January 23, 2028
70	With Gut ProTech	July 19, 2018	July 19, 2028
71	Worm Buster word mark	November 1, 2018	November 1, 2028
72	Worm Buster device mark	November 1, 2018	November 1, 2028
73	YOLO! Chicha, atbp.	September 23, 2018	September 23, 2028
74	Dok Tilaok	March 31, 2019	March 31, 2029
75	Beat the Day	November 1, 2018	November 1, 2028
76	Taste Adventure	November 1, 2018	November 1, 2028
77	Arya	June 6, 2019	June 6, 2029
78	The Good Meat	December 12, 2018	December 12, 2028
79	Woofy	May 9, 2019	May 9, 2029
80	Prime Kennel	August 25, 2019	August 25, 2029
81	Primum	May 9, 2019	May 9, 2029
82	Power Armor	July 14, 2019	July 14, 2029
83	Powerguard	July 14, 2019	July 14, 2029
84	Powershield	July 14, 2019	July 14, 2029
85	Maxime	July 4, 2019	July 4, 2029
86	Powercharge	August 4, 2019	August 4, 2029
87	Powersurge	November 7, 2019	November 7, 2029
88	Powercure	August 4, 2019	August 4, 2029

89	Powerboost	September 23, 2019	September 23, 2029
90	Classic	September 23, 2019	September 23, 2029
91	Maxime Smiley (“X”)	February 17, 2020	February 17, 2030
92	Woofy Smiley (“W”)	February 17, 2020	February 17, 2030
93	M3TimE	February 17, 2020	February 27, 2030
94	BETTER NOURISHMENT, BETTER CARE	February 17, 2020	February 27, 2030
95	FORK THE PORK	October 14, 2019	October 14, 2029
96	Pilmico Foods Corporation an Aboitiz Company	November 28, 2015	November 28, 2025
97	Kutitap Hard Wheat Flour	January 17, 2015	January 17, 2025
98	Basco	March 24, 2021	March 24, 2031
99	With Worm Buster	February 2, 2018	February 2, 2028
100	Liver Protech	February 9, 2021	February 9, 2031
101	Suki by Pilmico	December 23, 2020	December 23, 2030
102	Tammy	March 24, 2021	March 24, 2031
103	Kunemax	March 24, 2021	March 24, 2031
104	XP	March 24, 2021	March 24, 2031
105	Kitchen Specials	February 9, 2021	February 9, 2031
106	Catsby	March 24, 2021	March 24, 2031
107	Nobuddy Left Behind	June 4, 2020	June 4, 2030
108	Do Good For Doggo	June 4, 2020	June 4, 2030
109	Ave Max	August 10, 2012	August 10, 2022
110	With Great Flour Comes Great Responsibility	October 29, 2021	October 29, 2031
111	GOLD COIN FEED	August 11, 2016	August 11, 2026
112	GOLD COIN FEED & device	October 24, 2019	October 24, 2029
113	GOLD COIN FEED & device & chinese characters	December 8, 2019	December 8, 2029
114	Tommy	April 23, 2021	April 23, 2031
115	The Good Hens	February 7, 2022	February 7, 2032
116	The Good Pick	February 7, 2022	February 7, 2032
117	Partners in Pethood	August 13, 2021	August 13, 2031
118	Commisari	Filed October 5, 2021	Pending
119	Tarlac Meatmasters	Filed June 24, 2021	Pending
120	The Good Egg	Filed November 25,	Pending

		2021	
121	The Good Yolk	Filed November 25, 2021	Pending
122	Eggdrop! Eggdrop!	Filed November 25, 2021	Pending
123	Live the Best Life Together	Filed August 25, 2021	Pending
124	Unleash the Fun Together	Filed August 25, 2021	Pending
125	Nurture Heartwarming Moments	Filed August 25, 2021	Pending
126	ABAQA	Filed September 14, 2020	Pending

International Trademarks Application (Madrid Protocol)

Trademarks	Owner	Country of Application
Star Beam Soft Wheat Flour (#1171572) (Class No. 30)	Pilmico Foods Corporation	WIPO, Singapore, Turkey, Vietnam, South Korea
Sun Stream Hard Wheat Flour (#1173340) (Class No. 30)	Pilmico Foods Corporation	WIPO, Singapore, Turkey, Vietnam, South Korea
Star Blaze Soft Wheat Flour (#1173338) (Class No. 30)	Pilmico Foods Corporation	WIPO, Singapore, Turkey, Vietnam, South Korea
Sun Rays Hard Wheat Flour (#1173337) (Class No. 30)	Pilmico Foods Corporation	Singapore, Turkey, Vietnam, South Korea
Luna Cake Flour (#1173339) (Class No. 30)	Pilmico Foods Corporation	WIPO, South Korea, China
Sola All Purpose Flour (#1341959) (Class No. 30)	Pilmico Foods Corporation	WIPO, Singapore, South Korea, China, Turkey
PILMICO word mark (#1392327) (Class Nos. 5, 29, 30, 31, 35, 43, and 45)	Pilmico Foods Corporation	WIPO, USA (Guam), Cambodia, Ghana, Singapore
Aquamax (#1372599) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Singapore, Ghana
Civic (#1377276) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Ghana, Cambodia, USA, Singapore
Elite (#1377277) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Ghana, Singapore
Powermix (#1372598) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Ghana, USA
Ultimax (#1404587) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, USA, Singapore, Ghana
Salto (Word Mark) (#1407635) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Ghana, Cambodia, Singapore, USA
Gallimax (Word Mark) (#1372097) (Class No. 31)	Pilmico Animal Nutrition Corporation	WIPO, Ghana, Cambodia, Singapore, USA
ABAQA (#1562844) (Class No. 35)	Pilmico International Pte., Ltd.	WIPO, Brunei, Cambodia, China, Indonesia, Laos, Malaysia, Thailand, Vietnam
TOMMY (#1606502) (Class No. 31)	Pilmico International Pte., Ltd.	WIPO, Cambodia, China, Indonesia, Malaysia, Thailand, Vietnam,
Maxime (#1648100) (Class No. 31)	Pilmico International Pte., Ltd.	WIPO, Cambodia, Indonesia, Malaysia, Philippines, Thailand and Vietnam
Woofy (#1647804) (Class No. 31)	Pilmico International Pte., Ltd.	WIPO, Cambodia, Indonesia, Malaysia, Philippines, Thailand and Vietnam

Maxime Smiley (“X”) (Pending) (Class No. 31)	Pilmico International Pte., Ltd.	WIPO, Cambodia, Indonesia, Malaysia, Philippines, Thailand and Vietnam
Woofy Smiley (“W”) (Pending) (Class No. 31)	Pilmico International Pte., Ltd.	WIPO, Cambodia, Indonesia, Malaysia, Thailand and Vietnam
FYTONIX (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	WIPO, China, Indonesia, Malaysia, Philippines, Thailand and Vietnam
BOOSTIX (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	WIPO, China, Indonesia, Malaysia, Philippines, Thailand and Vietnam
VIDALIX (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	WIPO, China, Indonesia, Malaysia, Philippines, Thailand and Vietnam
PROBIX (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	WIPO, China, Indonesia, Malaysia, Philippines, Thailand and Vietnam

The Food Group has other pending trademark applications under the Madrid Protocol for the following countries: China and Ghana.

International Trademarks Application (Non-Madrid Protocol)

Trademarks	Owner	Country of Application
PILMICO (#304120550) (Class Nos. 5, 29, 30, 31, 35, 43, and 44)	Pilmico Foods Corporation	Hong Kong
PILMICO (#180100375) (Class Nos. 5, 29, 30, 31, 35, 43, and 44)	Pilmico Foods Corporation	Thailand
PILMICO (#493122018) (Class Nos. 5, 29, 30, 31, 35, 43, and 44)	Pilmico Foods Corporation	Myanmar
PILMICO (#20170603657, 20170603660 to 20170603662, 20170603665 to 2017060365767) (Class Nos. 5, 29, 30, 31, 35, 43, and 44)	Pilmico Foods Corporation	Malaysia
PILMICO (DO020180111108, DO020180111110, DO020180111116, DO020180111119, DO020180111122, DO020180111123) (Class Nos. 29, 30, 31, 35, 43, and 44)	Pilmico Foods Corporation	Indonesia
Gallimax – (#4201632522) (Class Nos. 5, 31, 44)	Pilmico Foods Corporation	Vietnam
Aquamax - (#4201632521) (Class Nos. 5, 31, 44)	Pilmico Foods Corporation	Vietnam
Avemax - (#4201632524) (Class Nos. 5, 31, 44)	Pilmico Foods Corporation	Vietnam
Civic - (#4201632523) (Class Nos. 5, 31, 44)	Pilmico Foods Corporation	Vietnam
Gallimax (DO020180111118) (Class No. 31)	Pilmico Foods Corporation	Indonesia
Ultimax - (DO020180111127) (Class No. 31)	Pilmico Foods Corporation	Indonesia
Avemax - (DO020180111114) (Class No. 31)	Pilmico Foods Corporation	Indonesia
Civic - (DO020180111120) (Class No. 31)	Pilmico Foods Corporation	Indonesia
Star Beam + Lukisan Bintang (DO0213055441)	Pilmico Foods Corporation	Indonesia

(Class No. 30)		
Star Blaze + Lukisan Bintang (DO0213055439) (Class No. 30)	Pilmico Foods Corporation	Indonesia
Sun Rays + Lukisan Matahari (DO0213055443) (Class No. 30)	Pilmico Foods Corporation	Indonesia
Sun Stream (DO0213055445) (Class No. 30)	Pilmico Foods Corporation	Indonesia
ABAQA (249721) (Class No. 35)	Pilmico International Pte., Ltd.	Sri Lanka
ABAQA (2020/019105) (Class No. 35)	Pilmico International Pte., Ltd.	Myanmar
ABAQA (40202005797X) (Class No. 35)	Pilmico International Pte., Ltd.	Singapore
TOMMY (40202020332T) (Class No. 31)	Pilmico International Pte., Ltd.	Singapore
TOMMY (255080) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
BETTER NOURISHMENT, BETTER CARE (262874) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
Maxime (58082062) (Class No. 31)	Pilmico International Pte., Ltd.	China
Maxime (262875) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
Maxime (40202117806S) (Class No. 31)	Pilmico International Pte., Ltd.	Singapore
Maxime Smiley (“X”)(58088861, Back up: 60472621) (Class No. 31)	Pilmico International Pte., Ltd.	China
Maxime Smiley (“X”) (40202117810U) (Class No. 31)	Pilmico International Pte., Ltd.	Singapore
Maxime Smiley (“X”) (262878) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
Woofy (58068877) (Class No. 31)	Pilmico International Pte., Ltd.	China
Woofy (262876) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
Woofy (40202117809V) (Class No. 31)	Pilmico International Pte., Ltd.	Singapore
Woofy Smiley (“W”) (58082044) (Class No. 31)	Pilmico International Pte., Ltd.	China
Woofy Smiley (“W”) (262877) (Class No. 31)	Pilmico International Pte., Ltd.	Sri Lanka
Woofy Smiley (“W”) (40202117808R) (Class No. 31)	Pilmico International Pte., Ltd.	Singapore
Live the Best Life Together (DID2021056098) (Class No. 31)	Pilmico International Pte., Ltd.	Indonesia
Live the Best Life Together (TM20211023504) (Class No. 31)	Pilmico International Pte., Ltd.	Malaysia
Live the Best Life Together (4-2021-33266) (Class No. 31)	Pilmico International Pte., Ltd.	Vietnam
Unleash the Fun Together (DID2021056109) (Class No. 31)	Pilmico International Pte., Ltd.	Indonesia
Unleash the Fun Together (TM2021023506) (Class No. 31)	Pilmico International Pte., Ltd.	Malaysia
Unleash the Fun Together (4-2021-33267) (Class No. 31)	Pilmico International Pte., Ltd.	Vietnam

Nurture Heartwarming Moments (DID2021056124) (Class No. 31)	Pilmico International Pte., Ltd.	Indonesia
Nurture Heartwarming Moments (TM2021023507) (Class No. 31)	Pilmico International Pte., Ltd.	Malaysia
Nurture Heartwarming Moments (4-2021-33268) (Class No. 31)	Pilmico International Pte., Ltd.	Vietnam
Maxime (Stylized) (61103103)	Pilmico International Pte., Ltd.	China
Maxime & Better Nourishment, Better Care (61184144) (Class No. 31)	Pilmico International Pte., Ltd.	China
Maxime & Live the Best Life Together (61103106) (Class No. 31)	Pilmico International Pte., Ltd.	China
Maxime & Unleash the Fun Together (61103105) (Class No. 31)	Pilmico International Pte., Ltd.	China
Maxime & Nurture Heartwarming Moments (61103104) (Class No. 31)	Pilmico International Pte., Ltd.	China
Nurture Heartwarming Moments (4-2021-33268) (Class No. 31)	Pilmico International Pte., Ltd.	Vietnam
Gold Coin, WANG EMAS & Chinese Characters Device (42094) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN FEED & Chinese Characters & Device (234799) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN FEED & Chinese Characters & Device (234800) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN FEED & Device (235197) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN FEED & Device (235198) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN FEED & Chinese Characters & Device (234799) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Bangladesh
GOLD COIN & Device - 8212 (Class No. 21)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN & Device - 8210 (Class No. 1)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN & Device - 8211 (Class No. 5)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN & Device - 8214 (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN & Device - 8213 (Class No. 29)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN FEED & Chinese Characters & Device - TM/50672 (Classes Nos. 1, 5, 31)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
GOLD COIN FEED & Device - TM/50673 (Classes Nos. 1, 5, 31)	Gold Coin Services Singapore Pte. Ltd.	Brunei Darussalam
Gold Coin, Chinese characters & Device (19385/03) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Cambodia
GOLD COIN FEED & Chinese Characters & Device (KH/T/2019/85358) (Classes Nos. 1, 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Cambodia

GOLD COIN FEED & Device (KH/T/2019/85360) (Classes Nos. 1, 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Cambodia
GOLD COIN (3505731) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED & Chinese characters & device (3021536) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
Gold Coin, Chinese Characters and device (300776) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
JIN QIAN BAO in Chinese Character (3011619) (Class No.31)	Gold Coin Management Holdings, Pte. Ltd.	China
JIN QIAN HUANG in Chinese Characters (8080015) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
JIN QIAN in Chinese Character (3505730) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
JIN QIAN LE in Chinese Character (8080016) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED device and chinese characters (38091645) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED device and chinese characters (38091646) (Class No. 30)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED device and chinese characters (38091647) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED & device (38091648) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED & device (38091649) (Class No. 30)	Gold Coin Management Holdings, Pte. Ltd.	China
GOLD COIN FEED & device (38091659) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	China
金钱鸽1号 (59963535) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
金钱鸽2号 (59960171) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
金钱鸽3号 (59954804) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
金虾1号 (Gold Shrimp 1 in Chinese) (59072093) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
虾中宝 (Shrimp in the Treasure in Chinese) (59072092) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
虾之大 (Big Shrimp in Chinese) (59072090) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
鳅博士 (Dr.Loach in Chinese) (59072089) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
金奶宝 (Gold Milk Treasure in Chinese) (59072085) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
VIDALIX in Chinese (61414200) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	China
VIDALIX in Chinese (61436683) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	China
Gold Coin, Chinese characters & Device -199601055 (Class No. 31)	Gold Coin Management Holdings Pte. Ltd.	Hong Kong
GOLD COIN FEED & device -304919446 (Classes Nos. 5, 31)	Gold Coin Management Holdings Pte. Ltd.	Hong Kong

GOLD COIN FEED device and Chinese characters -304919437 (Classes Nos. 5, 31)	Gold Coin Management Holdings Pte. Ltd.	Hong Kong
Gold Coin, WANG EMAS & Chinese characters device - 644125 (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	India
GOLD COIN FEED & device & chinese characters - 4175548 (Classes Nos. 5, 30, 31)	Gold Coin Management Holdings, Pte. Ltd.	India
GOLD COIN FEED & device - 4175549 (Classes Nos. 5, 30, 31)	Gold Coin Management Holdings, Pte. Ltd.	India
GOLD COIN UANG MAS & Device (IDM000023251) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd	Indonesia
GOLD COIN UANG MAS LOGO (IDM000051919) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd	Indonesia
TELOR MAS (IDM000235454) (Class No. 29)	Gold Coin Services Singapore Pte. Ltd	Indonesia
AYAMAS (IDM000212187) (Class No. 29)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN & UANG MAS and Device (IDM000248677) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device (IDM000834277) (Class No. 29)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device (IDM000863012) (Class No. 5)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device (IDM000794502) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device & chinese characters (IDM000834275) (Class No. 29)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device & chinese characters (IDM000792996) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN FEED & device & chinese characters (IDM000793660) (Class No. 5)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN UANG EMAS FEED device (b&w) (IDM000737557) (Classes Nos. 5, 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
GOLD COIN UANG EMAS FEED device (color) (IDM000815793) (Classes Nos. 5, 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
POWER SPECTA (IDM000860231) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
SEAWEED (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
POWER CHAMPION (IDM000860232) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
WHITE MILLET (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
POWER HEAL (IDM000860617) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
POWER BOOSTER (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia

Gold Coin Seaweed (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
Gold Coin Power Booster (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
Gold Coin White Millet (Pending) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Indonesia
Gold Coin, Chinese characters & Device (N/012262) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Macao
GOLD COIN FEED & device (N/154117) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Macao
GOLD COIN FEED & device (N/154118) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Macao
GOLD COIN FEED & device & chinese characters (N/154119) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Macao
GOLD COIN FEED & device & chinese characters (N/154120) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Macao
GOLD COIN & Device (M/066884) (Class No. 1)	Gold Coin Services Singapore Pte. Ltd.	Malaysia
GOLD COIN & Device (M/066886) (Class No. 21)	Gold Coin Services Singapore Pte. Ltd.	Malaysia
GOLD COIN & Device (M/066885) (Class No. 5)	Gold Coin Services Singapore Pte. Ltd.	Malaysia
GOLD COIN & Device (M/066887) (Class No. 29)	Gold Coin Services Singapore Pte. Ltd.	Malaysia
GOLD COIN & Device (M/066888) (Class No. 31)	Gold Coin Services Singapore Pte. Ltd.	Malaysia
GOLD COIN FEED & chinese characters & device (TM2019013270) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & chinese characters & device (TM2019013273) (Class No. 1)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & chinese characters & device (TM2019013274) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & device (TM2019013282) (Class No. 1)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & device (TM2019013265) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & device (TM2019013269) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Malaysia
Gold Coin, WANG EMAS & Chinese characters Device (87002355) (Class No. 29)	Gold Coin Services Singapore Pte Limited	Malaysia
GOLD COIN FEED & Device & Chinese Characters (Colour) (4/20760/2019) (Class Nos. 5 and 31)	Gold Coin Management Holdings, Pte. Ltd.	Myanmar
GOLD COIN FEED & Device (Color) (4/20759/2019) (Class Nos. 5 and 31)	Gold Coin Management Holdings, Pte. Ltd.	Myanmar
GOLD COIN & Device (4/2027/2012,4/1123/2007)	Gold Coin Management Holdings, Pte. Ltd.	Myanmar

(Class No. 31)		
Gold Coin, WANG EMAS & Chinese characters Device (A52255) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Papua New Guinea
GOLD COIN & Device (S/018303) (Class No, 31)	Gold Coin Management Holdings, Pte. Ltd.	Sabah
GOLD COIN & Device (S/018302) (Class No. 29)	Gold Coin Management Holdings, Pte. Ltd.	Sabah
GOLD COIN & Device (S/018300) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Sabah
GOLD COIN & Device (S/018301) (Class No. 21)	Gold Coin Management Holdings, Pte. Ltd.	Sabah
GOLD COIN & Device (S/018299) (Class No. 1)	Gold Coin Management Holdings, Pte. Ltd.	Sabah
GOLD COIN & Device (R/017137) (Class No. 1)	Gold Coin Management Holdings, Pte. Ltd.	Sarawak
GOLD COIN & Device (R/017136) (Class No. 21)	Gold Coin Management Holdings, Pte. Ltd.	Sarawak
GOLD COIN & Device (R/017135) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Sarawak
GOLD COIN & Device (R/013574) (Class No. 29)	Gold Coin Services Singapore Pte Limited	Sarawak
GOLD COIN BRAND WANG EMAS with Chinese Characters device (R/013576) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sarawak
GOLD COIN & Device (T7462342A) (Class No. 1)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN & Device (T7462346D) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN & Device (T7462345F) (Class No. 29)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN & Device (T7462344H) (Class No. 21)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN & Device (T7462343Z) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN BRAND ZUELLIG WANG EMAS with Chinese Characters & device (T9105225I) (Class No. 1)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN FEED & chinese characters & device (40201910888P) (Classes Nos. 1, 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN FEED & device (40201910897X) (Classes Nos. 1, 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
VIDALIX (40202117821Y) (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
BOOSTIX (40202117822T) (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
FYTONIX (40202117823U) (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
PROBIX (40202117824S) (Classes Nos. 5, 31)	Gold Coin Management Holdings, Pte. Ltd.	Singapore
GOLD COIN & Device (39635) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
GOLD COIN FEED & device (241189) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
GOLD COIN FEED & device (241176) (Class No.31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
GOLD COIN FEED & device & chinese characters (241193) (Class No.31)	Gold Coin Services Singapore Pte Limited	Sri Lanka

GOLD COIN FEED & device & chinese characters (241190) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
VIDALIX (262885) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
VIDALIX (262886) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
BOOSTIX (262879) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
BOOSTIX (262880) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
FYTONIX (262881) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
FYTONIX (262882) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
PROBIX (262883) (Class No. 5)	Gold Coin Services Singapore Pte Limited	Sri Lanka
PROBIX (262884) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Sri Lanka
GOLD COIN SPECIALITIES & Thai Characters and Device (Kor87762) (Class No. 31)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Gold Coin, WANG EMAS & Chinese characters Device (Kor135370) (Class No. 42)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED & device (211108419) (Class No.5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED & device (211108439) (Class No.29)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED & device (211108441) (Class No.31)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED device and chinese characters (211108448) (Class No.5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED device and chinese characters (211108418) (Class No.29)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED device and chinese characters (211108421) (Class No.31)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta ZAD Logo (201100582) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta TOF Logo (2011005830) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta TOF Xtra Logo (201102101) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta L-Tonic Logo (201102102) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta Plus Logo (201102103) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
Zeta 8 Logo (201100584) (Class No. 5)	Gold Coin Management Holdings, Pte. Ltd.	Thailand
GOLD COIN FEED & Device (123293) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Vietnam
GOLD COIN FEED LIVESTOCK AQUIACULTURE & Device (123294) (Class No. 31)	Gold Coin Services Singapore Pte Limited	Vietnam
Gold Coin, Chinese characters and Device (5263) (Class Nos. 29, 30, 31)	Gold Coin Services Singapore Pte Limited	Vietnam

Gold Coin, Kim Tien & Device (66493) (Class Nos. 29, 31)	Gold Coin Services Singapore Pte Limited	Vietnam
GOLD COIN FEED device and chinese characters (395639) (Classes Nos. 5, 29, 30, 31)	Gold Coin Services Singapore Pte Limited	Vietnam
GOLD COIN FEED & device (395640) (Classes Nos. 5, 29, 30, 31)	Gold Coin Services Singapore Pte Limited	Vietnam

The Food Group has other pending trademark applications to individual countries such as Indonesia, Thailand, Bangladesh, Brunei Darussalam, China, Macau, Malaysia, Singapore, Sri Lanka, and Vietnam.

ANNEX "B-5"

Real Estate Group Patents, Copyrights and Franchises

The Real Estate Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed or pending at local jurisdictions.

Trademark	Registration Date	Expiration Date
ABOITIZLAND AND DEVICE, with color claim	March 11, 2020	March 11, 2030
ABOITIZLAND	April 15, 2010	April 15, 2030
THE OUTLETS	December 4, 2014	December 4, 2024
THE OUTLETS AND DEVICE, with color claim	February 26, 2015	February 26, 2025
Ajoya word mark	March 9, 2017	March 24, 2027
Ajoya device mark	March 24, 2017	March 24, 2027
Foressa word mark	March 24, 2017	March 24, 2022
Foressa device mark	June 15, 2017	March 24, 2027
Seafront Residences word mark	July 14, 2017	July 14, 2027
Seafront Residences device mark	August 10, 2017	August 10, 2027
The Outlets Logo	July 14, 2017	July 14, 2027
Seafront Villas word mark	July 14, 2017	July 14, 2027
Seafront Villas device mark	August 14, 2017	August 17, 2077
Lima Exchange word mark	December 7, 2017	December 7, 2027
Lima Exchange device mark	October 26, 2017	October 26, 2027
Lima Land word mark	April 12, 2018	April 12, 2028
Lima Land device mark	March 22, 2018	March 22, 2028
Lima Technology Center word mark	June 15, 2018	June 15, 2028
Lima Technology Center device mark	April 12, 2018	April 12, 2028
The Villages at Lipa word mark	October 16, 2018	October 16, 2028
The Villages at Lipa device mark	October 16, 2018	October 16, 2028

ANNEX "B-6"

Infrastructure Group Patents, Copyrights and Franchises

The Infrastructure Group owns, or has pending trademark applications for the registration of intellectual property rights for various trademarks associated with their corporate names and logos. These are filed Philippine IPO.

	Trademarks	Registration Date	Expiration Date
1	Aboitiz InfraCapital word mark (Class Nos. 35, 36 and 37)	December 29, 2019	December 29, 2029

The Republic Cement Group has registered with the Philippine IPO the following trademarks for its corporate and product brand logos.

RCBM

	Description of the mark	Registration Date
1	PORTLAND DUO	November 24, 2011
2	PORTLAND PLUS	August 9, 2012
3	REPUBLIC LOGO	September 28, 2012
4	FORTUNE LOGO	September 28, 2012
5	RAPIDSET LOGO	September 28, 2012
6	LIGHT MICRO FILLER TECHNOLOGY WORDMARK	May 23, 2013
7	WALLMASTER WORMDARK	September 28, 2012
8	WALLMASTER & DEVICE	September 28, 2012
9	WM LOGO	September 28, 2012
10	TIBAY ENHANCERS	August 21, 2014
11	FORTUNE WORDMARK	October 17, 2013
12	REPUBLIC WORDMARK	October 17, 2013
13	RAPIDSET	September 27, 2013
14	RAPIDSET WORDMARK	August 7, 2014
15	PORTLAND DUO II	March 27, 2014
16	PORTLAND PLUS	June 19, 2014
17	LIGHT MICRO-FILLER TECHNOLOGY	June 12, 2014
18	KAPIT-BALAY WORDMARK	December 25, 2014
19	TIBAY ENHANCERS	September 11, 2014
20	KAPIT BALAY and device	December 25, 2014
21	MASTER OF FINISHING WORDMARK	January 5, 2017
22	CONTINENTAL DEVICE MARK	December 17, 2015
23	UNIVERSAL FALCON WORDMARK	January 19, 2020
24	MAXIPAVE WORDMARK	January 19, 2020
25	DRAGON WORDMARK	January 19, 2020
26	HYDROGUARD WORDMARK	January 19, 2020

27	RAPIDSET PREMIUM	February 10, 2020
28	KAPIT-BALAY MANSORY & DEVICE (BLACK AND WHITE)	February 10, 2020
29	KAPIT-BALAY MANSORY & DEVICE (BLACK AND WHITE)	February 10, 2020
30	WITH IWAS-CRACK ENHANCERS WORDMARK	September 11, 2020
31	BIO LITEWORDMARK	December 18, 2020
32	BIO LITE	December 18, 2020
33	BIO MIX WORDMARK	December 18, 2020
34	BIO MIX	December 18, 2020
35	Lakas at Pulido	September 10, 2021

RCSI

	Description of the mark	Registration Date
1	TAHANAN KO WORDMARK	March 7, 2013
2	TAHANAN KO & DEVICE	March 7, 2013
3	DEVICE MARK	August 22, 2013
4	TIBAY TEST	December 29, 2016
5	FLOW FAST LAB ON WHEELS	December 12, 2019
6	ECOLOOP WORDMARK	January 19, 2021
7	ECOLOOP (BLACK AND WHITE)	January 19, 2021
8	ECOLOOP SYLIZED (IN COLOR)	July 25, 2021

RCMI

	Description of the mark	Registration Date
1	MINDANAO EXCLUSIVELY MANUFACTURED FOR BANGON MARAWI	December 26, 2019
2	M LOGO	October 18, 2012
3	WITH IWAS-CRACK ENHANCERS WORDMARK	September 11, 2020
4	MINDANAO CEMENT	January 1, 2021
5	Mindanao Cement M Logo	February 19, 2021

ANNEX "C"

AboitizPower Certificates of Compliance

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
COC No. 18-12-M-0030L	Hedcor, Inc.	Irisan 3	Hydroelectric Power Plant	Tadiangan, Tuba, Benguet	1.20 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
COC No.18-12-M-00334L	Hedcor, Inc.	Bineng 3	Hydroelectric Power Plant	Bineng, La Trinidad, Benguet	5.625 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
COC No. 18-12-M-00329L	Hedcor, Inc.	Ampohaw	Hydroelectric Power Plant	Banengbeng, Sablan, Benguet	8.00 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
Provisional Authority to Operate	Hedcor, Inc.	La Trinidad	Hydroelectric Power Plant	La Trinidad, Benguet	20.4 MW	Hydro	October 5, 2021 - October 5, 2022	November 3, 2021
COC No. 18-12-M-00336L	Hedcor, Inc.	Sal-angan	Hydroelectric Power Plant	Ampucao, Itogon, Benguet	2.40 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
COC No. 17-04-M-00032L	Hedcor, Inc.[22]	Irisan 1	Hydroelectric Power Plant	Brgy. Tadiangan, Tuba, Benguet	3.89 MW	Hydro	April 30, 2017 – April 29, 2022	April 19, 2017
COC No. 20-08-M-00061M	Hedcor, Inc.	Talomo 1	Hydroelectric Power Plant	Brgy. Malagos, Davao City	1 MW	Hydro	February 16, 2020 - February 15, 2025	August 12, 2020
COC No. 20-08-M-00062M	Hedcor, Inc.	Talomo 2	Hydroelectric Power Plant	Brgy. Mintal, Davao City	0.6 MW	Hydro	February 16, 2020 - February 15, 2025	August 12, 2020
COC No. 20-08-M-00063M	Hedcor, Inc.	Talomo 2A	Hydroelectric Power Plant	Brgy. Tumbok, Davao City	0.65 MW	Hydro	February 16, 2020 - February 15, 2025	August 12, 2020
COC No. 20-08-M-00064M	Hedcor, Inc.	Talomo 2B	Hydroelectric Power Plant	Brgy. Tumbok, Davao City	0.3 MW	Hydro	February 16, 2020 - February 15, 2025	August 12, 2020
COC No. 20-08-M-00065M	Hedcor, Inc.	Talomo 3	Hydroelectric Power Plant	Catalunan, Pequeño, Davao City	1.92 MW	Hydro	February 16, 2020 - February 15, 2025	August 12, 2020
COC No. 18-12-M-00327L	Hedcor, Inc.	Ferdinand L. Singit Plant (FSL)	Hydroelectric Power Plant	Poblacion, Bakun, Benguet	6.40 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018

[22] Hedcor's 3.89 MW Irisan 1 Hydroelectric Plant's COC is valid until April 29, 2022. ERC issued a certification dated April 25, 2022 stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
COC No. 18-12-M-00335L	Hedcor, Inc.	Lower Labay	Hydroelectric Power Plant	Ampusongan, Bakun, Benguet	2.40 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
COC No. 18-12-M-00328L	Hedcor, Inc.	Lon-oy	Hydroelectric Power Plant	Poblacion, Bakun, Benguet	3.60 MW	Hydro	November 5, 2018 - November 4, 2023	December 11, 2018
Provisional Authority to Operate	Hedcor Sibulan, Inc.[23]	Sibulan A – Unit 1	Hydroelectric Power Plant	Brgy. Sibulan, Sta. Cruz, Davao del Sur	8.164 MW	Hydro	February 9, 2021 - February 8, 2022*	November 4, 2020
		Sibulan A – Unit 2			8.164 MW			
Provisional Authority to Operate	Hedcor Sibulan, Inc.[24]	Sibulan B – Unit 1	Hydroelectric Power Plant	Brgy. Sibulan, Sta. Cruz, Davao del Sur	13.128 MW	Hydro	November 23, 2020 - November 22, 2021*	November 4, 2020
		Sibulan B – Unit 2			13.128 MW			
COC No. 19-03-M-00346M	Hedcor Sibulan, Inc.	Tudaya 1	Hydroelectric Power Plant	Sta. Cruz, Davao del Sur	6.65 MW	Hydro	March 10, 2019- March 9, 2024	March 5, 2019
COC No. 18-06-M-00017L	Luzon Hydro Corporation	Bakun AC	Hydroelectric Power Plant	Amilongan, Alilem, Ilocos Sur	74.80 MW	Hydro	July 30, 2018 – July 29, 2023	June 20, 2018
COC No. 19-03-M-00013M	Hedcor Tudaya, Inc.	Tudaya 2 – Unit 1	Hydroelectric Power Plant	Sta. Cruz, Davao del Sur	5.362 MW	Hydro	April 11, 2019-April 10, 2024	March 5, 2019
		Tudaya 2 – Unit 2			2.775 MW	Hydro		
Provisional Authority to Operate	Hedcor Sabangan, Inc.[25]	Sabangan Hydro	Hydroelectric Power Plant	Brgy. Namatec, Sabangan, Mountain Province	14.139 MW	Hydro	September 29, 2021 - September 28, 2022	September 29, 2021
COC No. 19-06-M-00174M	Hedcor Bukidnon, Inc.	Manolo Fortich 1	Hydroelectric Power Plant	Brgy. Santiago, Manolo Fortich, Bukidnon	45.936 MW	Hydro	June 18, 2019-June 17, 2024	June 18, 2019
COC No. 19-06-M-00175M	Hedcor Bukidnon, Inc.	Manolo Fortich 2	Hydroelectric Power Plant	Brgy. Dalirig, Manolo Fortich, Bukidnon	27.387 MW	Hydro	June 18, 2019-June 17, 2024	June 18, 2019
Provisional Authority to Operate	San Carlos Sun Power Inc.[26]	San Carlos Sun Power Inc	Solar Power Plant	Brgy. Punao, San Carlos City, Negros Occidental	58.981 MWp DC	Solar	July 14, 2021 - July 13, 2022	July 7, 2021
COC No. 17-04-	Cotabato Light and Power Company, Inc.	N/A	Bunker C-Fired Diesel Engine	CLPC Compound, Sinsuat Ave.,	9.927 MW	Diesel / Bunker C	January 10, 2017 - January 9,	April 19, 2017

[23] Hedcor Sibulan's 8.164 MW Sibulan A Unit 1 and 8.164 MW Sibulan A Unit 2 Hydroelectric Power Plant's PAO is valid until February 8, 2022. ERC issued a Certification dated January 12, 2023 stating that the COC/PAO is currently being evaluated.

[24] Hedcor Sibulan's 13.128 MW Sibulan B Unit 1 and 13.128 MW Sibulan B Unit 2 Hydroelectric Power Plant's PAO is valid until November 23, 2022. ERC issued a Certification dated November 17, 2022 stating that the COC/PAO is currently being evaluated.

[25] Hedcor Sabangan's 14.139 MW Sabangan Hydroelectric Power Plant's PAO is valid until September 28, 2022. ERC issued a Certification dated September 20, 2022 stating that the COC/PAO is currently being evaluated.

[26] Sacasun's 58.98 MWp Solar Power Plant's PAO is valid until July 13, 2022. ERC issued a Certification dated June 29, 2022] stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
M-15911M[27]			Blackstart	Rosary Heights I, Cotabato City	10 kW	Diesel	2022*	
COC No. 18-03-M-00002V	East Asia Utilities Corporation	N/A	Bunker C/Diesel Fired Power Plant	Barrio Ibo, MEPZ 1, Lapu-Lapu City, Cebu	49.60 MW	Bunker C/ Diesel	June 11, 2018 – June 10, 2023	March 27, 2018
COC No. 18-03-M-00001V	Cebu Private Power Corporation	N/A	Bunker C/Diesel Fired Power Plant	Old Veco Compound, Brgy. Ermita, Carbon, Cebu City	70.59 MW	Bunker C/ Diesel	June 4, 2018 – June 3, 2023	March 27, 2018
COC No. 18-12-M-00020M	Western Mindanao Power Corporation	N/A	Bunker C-Fired Power Plant	Malasugat, Sangali, Zamboanga City	112 MW	Bunker C/Diesel	August 27, 2018 – August 26, 2023	December 4, 2018
		N/A	Blackstart		160 kW	Diesel		
COC No. 18-12-M-00021M	Southern Philippines Power Corporation	N/A	Bunker C-Fired Diesel Power Plant	Brgy. Baluntay, Alabel, Sarangani Province	61.72 MW	Bunker C/ Diesel	August 27, 2018 – August 26, 2023	December 4, 2018
			Blackstart		160 kW	Diesel		
Provisional Authority to Operate[28]	SN Aboitiz Power – Magat, Inc. (Magat Hydroelectric Power Plant)	Magat Hydroelectric Power Plant – Unit 1	Hydroelectric Power Plant	Ramon, Isabela and A. Lista, Ifugao	90 MW	Hydro	November 29, 2021 - November 28, 2022	November 18, 2020
		Magat Hydroelectric Power Plant – Unit 2			90 MW			
		Magat Hydroelectric Power Plant – Unit 3			90 MW			
		Magat Hydroelectric Power Plant – Unit 4			90 MW			
		Blackstart Diesel Generator Set	Blackstart		344 kW	Diesel	25 years	
COC No. 18-04-M-00150L	SN Aboitiz Power – Magat, Inc.	Maris Main Canal I Hydroelectric Power Plant	Hydroelectric Power Plant	Brgy. Ambatali, Ramon, Isabela	8.50 MW	Hydro	April 4, 2018 – April 3, 2023	April 4, 2018
Provisional Authority to Operate[29]	SN Aboitiz Power – Benguet, Inc.	Binga Hydroelectric Power Plant – Unit 1	Hydroelectric Power Plant	Brgy. Tinongdan, Itogon, Benguet	35.02 MW	Hydro	March 12, 2022 - March 11, 2023	March 2, 2022
		Binga Hydroelectric Power Plant –	Hydroelectric Power Plant		35.02 MW			

[27] Cotabato Light's 9.927 MW Diesel Plant and 10 MW Blackstart Diesel Generator's COC is valid until January 9, 2022. ERC issued a certification dated January 12, 2023 stating that the COC/PAO is currently being evaluated.
[28] SNAboitiz Power – Magat's Hydroelectric Power Plant Units 1 to 4 and Blackstart Diesel Generator Set's COC is valid until November 28, 2022. ERC issued a certification dated November 3, 2022 stating that the COC/PAO is currently being evaluated.
[29] SNAboitiz Power – Benguet's Ambuklao Hydroelectric Power Plant Units 1 to 3, Auxillary Generator Set, and Blackstart Generator Set's COC are valid until August 30, 2022. ERC issued a certification dated October 20, 2022 stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
		Unit 2						
		Binga Hydroelectric Power Plant – Unit 3	Hydroelectric Power Plant		35.02 MW			
		Binga Hydroelectric Power Plant – Unit 4	Hydroelectric Power Plant		35.02 MW			
		Binga Hydroelectric Power Plant	Blackstart Generator Set		320 KW	Diesel		
		Binga Hydroelectric Power Plant	Diesel Auxiliary Generator Set		330.40 KW	Diesel		
Provisional Authority to Operate[30]	SN Aboitiz Power – Benguet, Inc.	Ambuklao Hydroelectric Power Plant – Unit 1	Hydroelectric Power Plant	Brgy. Ambuklao, Bokod, Benguet	34.85 MW	Hydro	August 31, 2021 - August 30, 2022	September 1, 2021
		Ambuklao Hydroelectric Power Plant – Unit 2			34.85 MW			
		Ambuklao Hydroelectric Power Plant – Unit 3			34.85 MW			
		Ambuklao Hydroelectric Power Plant	Auxiliary Generator Set		320 KW	Diesel		
		Ambuklao Hydroelectric Power Plant	Blackstart Generator Set		314 KW	Diesel		
COC No. 21-11-M-00016M	STEAG State Power, Inc.	N/A	Coal Fired Power Plant	Phividec Industrial Estate, Balacanas, Villanueva, Misamis Oriental	232 MW	Coal	August 30, 2021 – August 29, 2026	November 13, 2021
			Emergency Generating Set		1.25 MW	Diesel		
COC No. 19-09-S-00013M	STEAG State Power, Inc.	N/A	Diesel Engine	Phividec Industrial Estate, Balacanas, Villanueva, Misamis Oriental	400 kW	Diesel	September 5, 2019 - September 4, 2024	September 5, 2019
Provisional Authority to Operate[31]	AP Renewables, Inc.	Makban – Bay, Plant A, Unit 1	Geothermal Power Plant	Brgy. Bitin, Bay, Laguna	63.2 MW	Geo-thermal Steam	December 1, 2021 to November 30, 2022	January 11, 2022
		Makban – Bay, Plant A, Unit 2			63.2 MW			
		Makban – Bay, Plant D, Unit 7			20.0 MW			

[30] SNAboitiz Power – Benguet's Ambuklao Hydroelectric Power Plant Units 1 to 3, Auxillary Generator Set, and Blackstart Generator Set's COC are valid until August 30, 2022. ERC issued a certification dated October 20, 2022 stating that the COC/PAO is currently being evaluated.
[31] APRI's Makban-Bay 63.2 MW Plant A Unit 1, 63.2 MW Plant A Unit 2, 20.0 MW Plant D Unit 7 and 20.0 MW Plant 8 Unit 8 Geothermal Steam Plant's PAO is valid until November 20, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
		Makban – Bay, Plant D, Unit 8			20.0 MW			
Provisional Authority to Operate[32]	AP Renewables, Inc.	Makban – Calauan, Plant B, Unit 3	Geothermal Power Plant	Brgy. Limao, Calauan, Laguna	63.2 MW	Geo-thermal Steam	December 1, 2021 to November 30, 2022	January 11, 2022
		Makban – Calauan, Plant B, Unit 4			63.2 MW			
		Makban – Calauan, Plant C, Unit 5			55.0 MW			
		Makban – Calauan, Plant C, Unit 6			55.0 MW			
Provisional Authority to Operate[33]	AP Renewables, Inc.	Makban – Sto. Tomas, Plant E, Unit 9	Geothermal Power Plant	Brgy. Sta. Elena, Sto. Tomas, Batangas	20.0 MW	Geo-thermal Steam	December 1, 2021 to November 30, 2022	January 11, 2022
		Makban – Sto. Tomas, Plant E, Unit 10			20.0 MW			
Provisional Authority to Operate[34]	AP Renewables, Inc.	Tiwi A, Unit 1	Geothermal Power Plant	Brgy. Naga, Tiwi, Albay	60 MW	Geo-thermal Steam	December 12, 2021 - December 11, 2022*	February 10, 2022
		Tiwi A, Unit 2			60 MW			
Provisional Authority to Operate[35]	AP Renewables, Inc.	Tiwi C, Unit 5	Geothermal Power Plant	Brgy. Cale, Tiwi, Albay	57 MW	Geo-thermal Steam	December 12, 2021 - December 11, 2022*	February 10, 2022
		Titi C, Unit 6			57 MW			
Provisional Authority to Operate[36]	AP Renewables, Inc.	MakBan Binary 1	Geothermal Power Plant	Brgy. Sta. Elena, Sto. Tomas, Batangas	7.0 MW	Brine	November 7, 2021 - November 6, 2022	November 12, 2021
Provisional Authority to Operate [37]	Therma Marine, Inc.	Mobile 1	Diesel Power Plant	Brgy. San Roque, Maco, Davao de Oro	100.33 MW	Diesel	25 years	March 30, 2016
			Blackstart		1.68 MW	Diesel	5 years	
Provisional Authority to	Therma Marine, Inc.	M1 - BESS	Auxilliary Battery Energy	Brgy. San Roque, Maco,	31.547 MW	BESS	August 23, 2022 –	August 23, 2022

[32] APRI's Makban-Calauan 63.2 MW Plant B Unit 3, 63.2 MW Plant B Unit 4, 55.0 MW Plant C Unit 5 and 55.0 MW Plant c Unit 6 Geothermal Steam Plant's PAO is valid until November 30, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

[33] APRI's Makban-Sto. Tomas 20.0 MW Plant E Unit 9 and 20.0 MW Plant E Unit 10's PAO is valid until November 30, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

[34] APRI's Tiwi Plant A 60 MW Unit 6 and 60 MW Unit 2's PAO is valid until December 11, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

[35] APRI's Tiwi Plant C 57 MW Unit 1 and 57 MW Unit 2's PAO is valid until December 11, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

[36] APRI's 7 MW MakBan Binary 1's PAO is valid until November 6, 2022. ERC issued a certification dated October 17, 2022 stating that the COC/PAO is currently being evaluated.

[37] Therma Marine's Mobile 1 Diesel Power Plant's COC is valid until April 18, 2022. ERC issued a certification dated July 29, 2022 stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
Operate			Storage System	Davao de Oro			August 22, 2023	
Provisional Authority to Operate[38]	Therma Marine, Inc.	Mobile 2	Diesel Power Plant	Brgy. Sta. Ana, Nasipit, Agusan del Norte	100.33 MW	Diesel	April 6, 2021 – April 5, 2022	March 30, 2021
			Blackstart		1.68 MW	Diesel	5 years	
Provisional Authority to Operate	Therma Mobile, Inc.	Barge 1/ Mobile 3	Bunker C-Fired Diesel Power Plant	Navotas Fish Port Complex, Baradero Street, North Bay Blvd. Navotas City	66 MW	Bunker C/ Diesel	July 9, 2022 - July 8, 2023	August 22, 2022
COC No. 17-07-M-00306L	Therma Mobile, Inc.	Barge 2/ Mobile 4	Bunker C-Fired Diesel Power Plant	Navotas Fish Port Complex, Baradero Street, North Bay Blvd. Navotas City	56 MW	Bunker C/ Diesel	July 9, 2022 - July 8, 2023	August 22, 2022
COC No. 17-07-M-00307L	Therma Mobile, Inc.	Barge 3/ Mobile 5	Bunker C-Fired Diesel Power Plant	Navotas Fish Port Complex, Baradero Street, North Bay Blvd. Navotas City	57 MW	Bunker C/ Diesel	July 9, 2022 - July 8, 2023	August 22, 2022
COC No. 17-07-M-00308L	Therma Mobile, Inc.	Barge 4/ Mobile 6	Bunker C-Fired Diesel Power Plant	Navotas Fish Port Complex, Baradero Street, North Bay Blvd. Navotas City	52 MW	Bunker C/ Diesel	July 9, 2022 - July 8, 2023	August 22, 2022
Provisional Authority to Operate[39]	Therma Power-Visayas, Inc.	Naga Oil-Fired Power Plant (NOPP)	Oil-Fired Power Plant	Brgy. Colon, Naga City, Cebu	44.58 MW	Bunker C	January 6, 2022 – January 5, 2023	February 6, 2022
		Blackstart Diesel Engine Generating Unit	Blackstart		440 kW	Diesel		
Provisional Authority to Operate[40]	Therma South, Inc.	Unit 1	Coal Fired Power Plant	Brgy. Binugao, Toril District, Davao City	150.025 MW	Coal	September 1, 2022 - August 31, 2023	September 16, 2022
		Unit 2			150.025 MW	Coal		
COC No. 19-09-S-03902V	Therma Visayas, Inc.	N/A	Diesel Power Plant	Brgy. Bato, Toledo City, Cebu	1.275 MW	Diesel	September 20, 2019 - September 19, 2024	September 20, 2019
COC No. 19-06-M-00176V	Therma Visayas, Inc.	Therma Visayas Circulating Fluidized Bed Coal-Fired Power Plant	Circulating Fluidized Bed Coal-Fired Power Plant	Sitio Looc, Brgy. Bato, Toledo City, Cebu	353.94 MW	Coal	April 15, 2019 - April 14, 2024	June 26, 2019

[38] Therma Marine's Mobile 2 Diesel Power Plant's COC is valid until April 5, 2022. ERC issued a certification dated July 29, 2022 stating that the COC/PAO is currently being evaluated.
[39] Therma Power-Visayas' Naga Oil-Fired Power Plant and Blackstart Engine Generating Unit's COC is valid until January 5, 2023. ERC issued a certification dated December 21, 2022 stating that the COC/PAO is currently being evaluated.
[40] Therma South's 300.50 MW Circulating Fluidized Bed Coal-Fired Thermal Power Plant's PAO is valid until August 31, 2023. ERC issued a certification dated October 11, 2022 stating that the COC/PAO is currently being evaluated.

Title of Document	Issued under the Name of	Power Plant						Date of Issuance
		Name	Type	Location	Capacity	Fuel	Economic Life/Term of COC	
COC No. 19-07-M-00040L	TeaM Energy Corporation	Pagbilao Coal Fired Power Plant	Coal Fired Thermal Power Plant	Isla Grande, Ibabang Polo, Pagbilao, Quezon	751.4 MW	Coal	July 20, 2019 - July 19, 2024	July 9, 2019
			Black Start		800 kW	Diesel		
COC No. 18-02-M-00145L[41]	Pagbilao Energy Corporation	Pagbilao Unit 3 Coal Fired Thermal Power Plant	Coal Fired Thermal Power Plant	Isla Grande, Ibabang Polo, Pagbilao, Quezon	420 MW	Coal	February 20, 2018 – February 19, 2023	February 20, 2018
			Blackstart		1.04 MW	Diesel		
COC No. 17-11-M-00282L[42]	GNPower Mariveles Coal Plant Ltd. Co.	Unit 1	Coal Fired Power Plant	Brgy. Alas-asin, Mariveles, Bataan	325.8 MW	Coal	December 3, 2017 – December 2, 2022	November 21, 2017
		Unit 2			325.8 MW			
		N/A	Blackstart		1.68 MW	Diesel		
COC No. 21-12-M-00203L	GNPower Dinginin Ltd. Co.	Unit 1	Supercritical Coal-Fired Power Plant	Coastal Area, Sitio Dinginin, Brgy. Alas-asin, Mariveles, Bataan	724.965 MW	Coal	December 2, 2021 - December 1, 2026	December 2, 2021
COC No. 21-04-S-04285L		N/A	Diesel	Sitio Dinginin, Brgy. Alas-asin, Mariveles, Bataan	2.400 MW	Diesel	Apri 30, 2021 to April 29, 2026	April 30, 2021

** With ERC Certification on the processing of the pending renewal of COC.*

[41] On October 3, 2022, PEC has filed an application for the renewal of its COC. It is currently being evaluated by the ERC for the renewal of its COC or a grant of a Provisional Authority to Operate, as may be applicable.

[42] GMEC's 651.61 MW Coal Plant COC is valid until December 2, 2022. ERC issued a certification dated December 5, 2022 and the COC/PAO is currently being evaluated.

ANNEX "D" INTERNAL CONTROL AND COMPLIANCE SYSTEM ATTESTATION

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Equity Ventures

Internal Control and Compliance System Attestation
For the year ended, December 31, 2022

Aboitiz Equity Ventures, Inc.'s (AEV) corporate governance system includes a combination of internal and external mechanisms such as the structure of the board of directors and our committees, the oversight it exercises over management, and the formulation of sound policies and controls.

- The Board of Directors is responsible for providing governance and overseeing the implementation of adequate internal control mechanisms and risk management processes;
- Management is primarily responsible for designing and implementing an adequate (effective and efficient) internal control system and risk management processes as well as in ensuring compliance with statutory and regulatory requirements of the law;
- Management is responsible for developing a system to monitor and manage risks;
- SGV & Co., the Company's external auditor is responsible for assessing and expressing an opinion on the conformity of the audited financial statements with the Philippine Financial Reporting Standards and the overall quality of the financial reporting process;
- Internal Audit adopts a risk-based audit approach in developing an annual audit master plan and conducts reviews to assess the adequacy of the Company's internal control system;
- The Company's Group Internal Audit Head that acts as the equivalent of a Chief Audit Executive reports functionally to the Board Audit Committee to ensure independence and objectivity, allowing Internal Audit to fulfill its responsibilities; and
- Internal Audit activities conform with the International Standards for the Professional Practice of Internal Auditing evaluated through a Quality Assessment Review.

Based on the above assurance provided by the internal auditors as well as the external auditors as a result of their reviews, we attest that AEV's internal control and compliance system, which covers governance, risk management, and control processes, are generally adequate.

DocuSigned by:
6E3CB719CB994B7...

Sabin M. Aboitiz
President & Chief Executive Officer

DocuSigned by:
909BC3F946344E8...

Maria Lourdes Y. Tanate
Group Internal Audit Head

SECURITIES AND EXCHANGE COMMISSION
SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila Philippines
Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph

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Company Information

SEC Registration No.: CEO0002536
Company Name: ABOITIZ EQUITY VENTURES INC.
Industry Classification: K74140
Company Type: Stock Corporation

Document Information

Document ID: OST1041120238999449
Document Type: Financial Statement
Document Code: FS
Period Covered: December 31, 2022
Submission Type: Parent
Remarks: None

Acceptance of this document is subject to review of forms and contents

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C	E	O	2	5	3	6				

COMPANY NAME

A	B	O	I	T	I	Z		E	Q	U	I	T	Y		V	E	N	T	U	R	E	S	,		I	N	C	.	

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

3	2	n	d		S	t	r	e	e	t	,		B	o	n	i	f	a	c	i	o		G	l	o	b	a	l	
C	i	t	y	,		T	a	g	u	i	g		C	i	t	y	,		M	e	t	r	o		M	a	n	i	l	
a	,		P	h	i	l	i	p	p	i	n	e	s																	

Form Type	Department requiring the report	Secondary License Type, If Applicable
A A F S	C R M D	- N A -

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
www.aboitiz.com	(02) 8886-2800	N/A

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
8288	April 24	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Marlita Villacampa	marlita.villacampa@aboitiz.com	(02) 8886-2496	+63 917 818 0798

CONTACT PERSON's ADDRESS

c/o Aboitiz Equity Ventures, Inc., 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines

NOTE 1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

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

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SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA Greenhills
Mandaluyong, Metro Manila

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Aboitiz Equity Ventures, Inc. (Parent)** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended **December 31, 2022** and **2021,** in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

ENRIQUE M. ABOITIZ JR.
Chairman of the Board

SABIN M. ABOITIZ
President & Chief Executive Officer

JOSE EMMANUEL U. HILADO
Senior Vice President - Chief Financial Officerp

Signed this **3rd** day **of March, 2023.**

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Equity Ventures

Republic of the Philippines)
Taguig City MAKATI CITY) S.S.

Before me, a notary public in and for the city named above, personally appeared:

Name	Passport/CTC	Date/Place Issued
Enrique M. Aboitiz Jr.	P6213075A	
Sabin M. Aboitiz	P2003168A	
Jose Emmanuel U. Hilado	P7066571A	

who are personally known to me and to me known to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this _____ day of APR 0 3 2023 **2023.**

Doc. No. 1;
Page No. 02;
Book No. 462;
Series of **2023**

ATTY.GEORGE DAVID D. SITON
NOTARY PUBLIC FOR MAKATI CITY
APPT. NO. M-03 - UNTIL DEC. 31, 2023
ROLL NO. 68402 / MCLE COMPLIANCE NO. [illegible]/2-15-2022
IBP O.R No.[illegible] UNTIL MEMBER MAY 5, 2017
PTR No. [illegible] JAN 03, 2023-MAKATI CITY
EXECUTIVE BLDG. CENTER MAKATI AVE., COR. JUPITER ST., MAKATI CITY

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NAC Tower, 32nd Street, Bonifacio Global City, Taguig City 1634, Metro Manila, Philippines
Tel: (632) 8-886-2800 | Fax: (632) 8-886-2404 | www.aboitiz.com

SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

Tel (632) 8891 0307
Fax (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Aboitiz Equity Ventures, Inc.
32nd Street, Bonifacio Global City
Taguig City, Metro Manila
Philippines 1634

Report on the Audit of the Parent Company Financial Statements

Opinion

We have audited the parent company financial statements of Aboitiz Equity Ventures, Inc. (the Company), which comprise the parent company balance sheets as at December 31, 2022 and 2021, and the parent company statements of income, parent company statements of comprehensive income, parent company statements of changes in equity and parent company statements of cash flows for each of the three years in the period ended December 31, 2022, and notes to the parent company financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

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

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

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

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A member firm of Ernst & Young Global Limited

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

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

Auditor's Responsibilities for the Audit of the Parent Company Financial Statements

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

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

- Identify and assess the risks of material misstatement of the parent company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on the Supplementary Information Required Under Revenue Regulations 15-2010

Our audits were conducted for the purpose of forming an opinion on the parent company financial statements taken as a whole. The supplementary information required under Revenue Regulations 15-2010 in Note 27 to the parent company financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such information is the responsibility of the management of the Company. The information has been subjected to the auditing procedures applied in our audit of the parent company financial statements. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

The engagement partner on the audit resulting in this independent auditor's report is Jhoanna Feliza C. Go.

SYCIP GORRES VELAYO & CO.

Jhoanna Feliza C. Go
Partner
CPA Certificate No. 0114122
Tax Identification No. 219-674-288
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 114122-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-103-2022, November 7, 2022, valid until November 6, 2025
PTR No. 9564628, January 3, 2023, Makati City

March 3, 2023

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ABOITIZ EQUITY VENTURES, INC.
PARENT COMPANY BALANCE SHEETS

	December 31	
	2022	2021
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 4 and 10)	₱21,470,325,250	₱72,333,308,971
Short-term cash deposits (Note 4)	19,800,569,271	514,385,122
Trade and other receivables (Notes 5 and 10)	364,024,407	1,322,516,700
Derivative asset (Note 21)	149,843,068	—
Other current assets (Note 6)	15,045,948	13,749,745
Total Current Assets	41,799,807,944	74,183,960,538
Noncurrent Assets		
Investments and advances (Notes 7 and 8)	137,368,660,184	81,609,037,379
Due from a subsidiary (Notes 5 and 10)	300,000,000	300,000,000
Property and equipment (Note 11)	201,716,021	197,666,079
Investment properties (Note 25)	1,154,387,963	—
Financial assets at fair value to other comprehensive income (FVOCI) (Note 24)	3,506,211,956	2,313,422,981
Financial assets at fair value through profit or loss (FVTPL) (Note 21)	64,459,941	55,416,044
Pension asset (Note 18)	318,009,644	146,411,740
Debt investments at amortized cost	10,126,935	31,689,839
Deferred income tax assets (Note 19)	—	50,009,555
Other noncurrent assets (Note 6)	1,275,997,865	1,370,462,761
Total Noncurrent Assets	144,199,570,509	86,074,116,378
TOTAL ASSETS	₱185,999,378,453	₱160,258,076,916
LIABILITIES AND EQUITY		
Current Liabilities		
Accounts payable and accrued expenses (Notes 9 and 12)	₱721,341,199	₱553,696,924
Current portions of:		
Lease liabilities (Note 22)	6,452,437	51,478,221
Long-term debts (Note 12)	6,914,535,734	39,948,502
Derivative liability (Note 21)	—	869,707,827
Total Current Liabilities	7,642,329,370	1,514,831,474
Noncurrent Liabilities		
Noncurrent portions of:		
Lease liabilities (Note 22)	—	6,452,437
Long-term debts (Note 12)	50,186,882,118	37,262,918,460
Deferred income tax liabilities (Note 19)	313,158,789	—
Total Noncurrent Liabilities	50,500,040,907	37,269,370,897

(Forward)

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	December 31	
	2022	2021
Equity		
Capital stock (Note 13)	**₱5,694,599,621**	₱5,694,599,621
Additional paid-in capital (Note 13)	**12,693,153,652**	12,693,153,652
Net unrealized mark-to-market (MTM) losses on investments in financial assets at FVOCI (Note 24)	**(36,791,103)**	(118,323)
Actuarial losses on defined benefit plan (Note 18)	**(76,610,786)**	(241,696,094)
Retained earnings (Notes 14 and 22)		
Appropriated	**79,800,000,000**	9,200,000,000
Unappropriated	**30,430,329,203**	94,775,608,100
Treasury stock at cost (Note 13)	**(647,672,411)**	(647,672,411)
Total Equity	**127,857,008,176**	121,473,874,545
TOTAL LIABILITIES AND EQUITY	**₱185,999,378,453**	₱160,258,076,916

See accompanying Notes to Parent Company Financial Statements.

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ABOITIZ EQUITY VENTURES, INC.

PARENT COMPANY STATEMENTS OF INCOME

	Years Ended December 31		
	2022	2021	2020
REVENUE			
Dividend income	₱11,184,128,577	₱9,285,725,116	₱9,791,065,421
Management, professional and technical fees (Note 10)	1,414,953,448	1,518,554,338	1,085,157,446
	12,599,082,025	10,804,279,454	10,876,222,867
COST OF SERVICES (Note 15)	557,243,241	960,802,069	966,827,709
GROSS PROFIT	12,041,838,784	9,843,477,385	9,909,395,158
General and administrative expenses (Note 16)	(1,561,468,787)	(727,930,422)	(535,645,633)
Interest income (Notes 4, 5 and 10)	957,494,560	64,396,732	149,495,305
Interest expense (Note 12)	(1,830,535,851)	(1,754,520,572)	(1,393,109,620)
	(2,434,510,078)	(2,418,114,262)	(2,279,258,553)
OTHER INCOME (CHARGES)			
Foreign exchange gain (loss) - net	5,069,357,706	1,987,954,509	(744,521,660)
Unrealized valuation gain on investment properties (Note 25)	1,131,130,544	—	—
Gain (loss) on sale of:			
Investment in subsidiaries (Note 7)	447,068,194	69,229,444,351	—
Property and equipment	(200,446)	(107,280)	(19,522)
Service income	52,297,907	15,418,520	11,229,467
Rent income (Note 10)	13,473,234	93,600	902,075
Unrealized MTM gain (loss) on financial assets at FVTPL	2,403,022	(669,523)	(32,092,644)
Write-off of project costs	(76,468,771)	(71,886,743)	(49,170,325)
Losses on derivative transactions - net (Note 21)	(578,502,296)	(803,473,007)	—
Others (Note 10)	70,608,840	73,484,918	76,085,657
	6,131,167,934	70,309,359,405	(737,586,952)
INCOME BEFORE INCOME TAX	15,738,496,640	77,734,722,528	6,892,549,253
PROVISION FOR INCOME TAX (Note 19)	362,810,297	6,557,775	27,787,957
NET INCOME	₱15,375,686,343	₱77,728,164,753	₱6,864,761,296

See accompanying Notes to Parent Company Financial Statements.

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ABOITIZ EQUITY VENTURES, INC.

PARENT COMPANY STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2022	2021	2020
NET INCOME	**₱15,375,686,343**	₱77,728,164,753	₱6,864,761,296
OTHER COMPREHENSIVE INCOME (LOSS)			
Item that may be reclassified subsequently to parent company statements of income:			
Net unrealized mark-to-market gains (loss) on FVOCI investments (Note 24)	**(36,672,780)**	(3,126,652)	3,008,329
Item that will not be reclassified to parent company statements of income:			
Actuarial gains (loss) on defined benefit plan (Note 18)	**220,113,744**	233,293,917	(401,150,938)
Income tax effect	**(55,028,436)**	(86,103,048)	120,345,281
	165,085,308	147,190,869	(280,805,657)
TOTAL COMPREHENSIVE INCOME	**₱15,504,098,871**	₱77,872,234,970	₱6,586,963,968

See accompanying Notes to Parent Company Financial Statements.

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ABOITIZ EQUITY VENTURES, INC.

PARENT COMPANY STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 AND 2020

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	Capital Stock (Note 13)	Additional Paid-in Capital (Note 13)	Net Unrealized Mark-to-Market Gains (Losses) on financial assets at FVOCI (Note 24)	Actuarial Gains (Losses) on Defined Benefit Plan (Note 18)	Retained Earnings		Treasury Stock (Note 13)	Total
					Appropriated (Note 14)	Unappropriated (Note 14)		
Balances at January 1, 2020	₱5,694,599,621	₱12,693,153,652	₱—	(₱108,087,306)	₱4,200,000,000	₱27,627,456,181	(₱565,245,943)	₱49,541,876,205
Net income for the year	—	—	—	—	—	6,864,761,296	—	6,864,761,296
Other comprehensive income (loss)	—	—	3,008,329	(280,805,657)	—	—	—	(277,797,328)
Total comprehensive income (loss) for the year	—	—	3,008,329	(280,805,657)	—	6,864,761,296	—	6,586,963,968
Purchase of treasury shares (Note 13)	—	—	—	—	—	—	(82,426,468)	(82,426,468)
Appropriation during the year (Note 14)	—	—	—	—	5,000,000,000	(5,000,000,000)	—	—
Cash dividends - ₱1.3 per common share (Note 14)	—	—	—	—	—	(7,321,268,964)	—	(7,321,268,964)
Balances at December 31, 2020	₱5,694,599,621	₱12,693,153,652	₱3,008,329	(₱388,892,963)	₱9,200,000,000	₱22,170,948,513	(₱647,672,411)	₱48,725,144,741
Balances at January 1, 2021	₱5,694,599,621	₱12,693,153,652	₱3,008,329	(₱388,892,963)	₱9,200,000,000	₱22,170,948,513	(₱647,672,411)	₱48,725,144,741
Net income for the year	—	—	—	—	—	77,728,164,753	—	77,728,164,753
Other comprehensive income (loss)	—	—	(3,126,652)	147,196,869	—	—	—	144,070,217
Total comprehensive income (loss) for the year	—	—	(3,126,652)	147,196,869	—	77,728,164,753	—	77,872,234,970
Cash dividends - ₱0.91 per common share (Note 14)	—	—	—	—	—	(5,123,505,166)	—	(5,123,505,166)
Balances at December 31, 2021	₱5,694,599,621	₱12,693,153,652	(₱118,323)	(₱241,696,094)	₱9,200,000,000	₱94,775,608,100	(₱647,672,411)	₱121,473,874,545
Balances at January 1, 2022	**₱5,694,599,621**	**₱12,693,153,652**	**(₱118,323)**	**(₱241,696,094)**	**₱9,200,000,000**	**₱94,775,608,100**	**(₱647,672,411)**	**₱121,473,874,545**
Net income for the year	—	—	—	—	—	**15,375,686,343**	—	**15,375,686,343**
Other comprehensive income (loss)	—	—	**(36,672,780)**	**165,085,308**	—	—	—	**128,412,528**
Total comprehensive income (loss) for the year	—	—	**(36,672,780)**	**165,085,308**	—	**15,375,686,343**	—	**15,504,098,871**
Appropriation during the year (Note 14)	—	—	—	—	**70,600,000,000**	**(70,600,000,000)**	—	—
Cash dividends - ₱1.62 per common share (Note 14)	—	—	—	—	—	**(9,120,965,240)**	—	**(9,120,965,240)**
Balances at December 31, 2022	**₱5,694,599,621**	**₱12,693,153,652**	**(₱36,791,103)**	**(₱76,610,785)**	**₱79,800,000,000**	**₱30,430,329,203**	**(₱647,672,411)**	**₱127,857,008,176**

See accompanying Notes to Parent Company Financial Statements.

ABOITIZ EQUITY VENTURES, INC.

PARENT COMPANY STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2022	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	₱15,738,496,640	₱77,734,722,528	₱6,892,549,253
Adjustments for:			
Interest expense (Note 12)	1,830,535,851	1,754,520,572	1,893,109,620
Unrealized valuation gain on investment properties (Note 25)	(1,131,130,544)	—	—
Depreciation and amortization (Note 11)	81,657,146	75,689,688	98,553,905
Write-off of project costs	76,468,771	71,886,743	49,170,325
Unrealized marked-to-market loss (gain) on financial assets at FVTPL	(2,403,022)	669,523	32,092,644
Unrealized foreign exchange loss (gain)	(2,874,227,972)	(1,513,080,274)	23,050,026
Amortization of computer software (Notes 6, 15 and 16)	11,898,828	4,957,967	5,002,143
Loss (gain) on sale of:			
Property and equipment	200,446	107,280	19,522
Investment in subsidiaries (Note 7)	(447,068,194)	(69,229,444,351)	—
Unrealized MTM loss (gain) on derivatives	(149,843,068)	869,707,827	—
Interest income (Notes 4 and 10)	(957,494,560)	(64,396,732)	(149,496,305)
Operating income before working capital changes	12,177,090,322	9,705,340,771	8,844,051,133
Decrease (increase) in:			
Trade and other receivables	1,268,098,400	(728,852,424)	968,055,127
Other operating assets	(23,752,604)	(3,908,157)	(107,674,893)
Increase (decrease) in:			
Accounts payable and accrued expenses	97,575,762	35,179,819	(35,678,683)
Other operating liabilities	—	(73,950,936)	42,466,474
Net cash flows generated from operations	13,519,011,880	8,933,809,073	9,711,219,158
Income and final taxes paid	(38,188,132)	(10,483,204)	(7,601,851)
Net cash flows from operating activities	13,480,823,748	8,923,325,869	9,703,617,307
CASH FLOWS FROM INVESTING ACTIVITIES			
Interest received	646,901,833	60,444,030	155,649,011
Proceeds from sale of:			
Shares in subsidiaries, net of transaction costs (Note 7)	—	72,009,114,323	—
Property and equipment	1,216,163	425,486	8,982,354
Proceeds from (investments in):			
Short-term cash deposits	(19,286,184,149)	446,074,878	(960,460,000)
Investments and advances (Note 7)	(25,648,467)	(11,219)	(31,269)
Financial assets at FVOCI, FVTPL and debt investments at amortized cost	(921,847,971)	(5,420,823)	(2,135,704,160)
Decrease (increase) in other noncurrent assets	(539,568,451)	223,610,567	(406,709,723)
Acquisitions of:			
Investments (Notes 7 and 8)	(55,299,149,013)	(9,716,467,281)	(1,011,083,409)
Property and equipment (Note 11)	(87,032,449)	(24,568,571)	(18,399,631)
Proceeds from redemption of preferred shares by a subsidiary (Note 7)	12,242,870	39,587,000	7,901,784,001
Net cash flows from (used in) investing activities	(75,499,069,634)	63,032,788,390	3,534,027,174

(Forward)

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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	Years Ended December 31		
	2022	2021	2020
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividends paid on common shares (Note 14)	**(P9,120,965,240)**	(P5,123,505,166)	(P7,321,268,964)
Proceeds from:			
Long-term debt, net of transaction costs	**19,759,320,594**	9,865,026,573	17,370,578,328
Short-term debt	**—**	8,670,000,000	1,000,000,000
Payments of:			
Long-term debt	**(50,000,000)**	(10,331,597,719)	(16,661,620,000)
Interest	**(1,662,802,712)**	(1,769,026,122)	(1,881,997,240)
Short-term debt	**—**	(8,670,000,000)	(1,000,000,000)
Lease liabilities, including accretion of interest (Note 22)	**(53,938,407)**	(53,097,091)	(58,910,960)
Acquisition of treasury shares (Note 13)	**—**	—	(82,426,468)
Net cash flows from (used in) financing activities	**8,871,614,235**	(7,412,199,525)	(8,635,645,304)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	**(53,146,631,651)**	64,543,914,734	4,301,999,177
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	**2,283,647,930**	1,370,254,857	(23,050,025)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**72,333,308,971**	6,419,139,380	1,840,190,228
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	**P21,470,325,250**	P72,333,303,971	P6,419,139,380

See accompanying Notes to Parent Company Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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1. Corporate Information

Aboitiz Equity Ventures, Inc. (the Company) was incorporated in the Republic of the Philippines on September 11, 1989. It is registered with the Philippine Securities and Exchange Commission (SEC) and is the publicly listed holding and management company of the Aboitiz Group of Companies. Through its subsidiaries and associates, it is engaged in various business activities, mainly in the Philippines, including electricity generation and distribution, banking and financial services, food manufacturing, real estate development and infrastructure. The ultimate parent of the Company is Aboitiz & Company, Inc. (ACO), a company incorporated in the Philippines.

The registered office address of the Company is 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines.

The financial statements of the Company were authorized for issue in accordance with a resolution by the Board of Directors (BOD) on March 3, 2023.

2. Basis of Preparation and Summary of Significant Accounting Policies

Basis of Preparation

The parent company financial statements have been prepared on a historical cost basis, except for investments in certain debt and equity securities, derivative instruments and investment properties which are measured at fair value. The parent company financial statements are presented in Philippine peso, which is the Company's functional currency, and all values are rounded to the nearest peso except as otherwise indicated.

The Company also prepares and issues consolidated financial statements for the same period as the parent company financial statements, presented in compliance with Philippine Financial Reporting Standards (PFRSs). These may be obtained at 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines.

Statement of Compliance

The parent company financial statements, which are prepared for submission to the Philippine SEC and the Bureau of Internal Revenue (BIR), have been prepared in compliance with PFRSs.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the amendments to existing standards which were applied starting January 1, 2022. The amendments to existing standards did not have a significant impact on the parent company financial statements. The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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- Amendments to PFRS 3, *Reference to the Conceptual Framework*

  The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Philippine Accounting Standards (PAS) 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

  At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

  The amendments are applied prospectively.

- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*

  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

- Amendments to PAS 37, *Onerous Contracts - Costs of Fulfilling a Contract*

  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

- Annual Improvements *to PFRSs* 2018-2020 Cycle

  - Amendments to PFRS 1, *First-time Adoption of PFRS - Subsidiary as a first-time adopter*

    The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported in the parent's consolidated financial statements, based on the parent's date of transition to PFRS, if no adjustments were made for consolidation procedures and for the effects of the business combination in which the parent acquired the subsidiary. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

- Amendments to PFRS 9, *Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities*

  The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

- Amendments to PAS 41, *Agriculture - Taxation in fair value measurements*

  The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

New Standards and Interpretation Issued and Effective after December 31, 2022

The Company will adopt the standards enumerated below when these become effective. Except as otherwise indicated, the Company does not expect the adoption of these new and amended PFRSs, PAS and Philippine Interpretations to have significant impact on the parent company financial statements.

Effective beginning on or after January 1, 2023

- Amendments to PAS 12*, Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

  The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

  The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgment (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

  An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

  The Company will apply the requirements of this amendment and expects to recognize deferred income tax assets and liabilities amounting to ₱1.61 million and ₱3.42 million, respectively, as of January 1, 2023.

- Amendments to PAS 8*, Definition of Accounting Estimates*

  The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

  An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023 with earlier adoption permitted.

- Amendments to PAS 1 and PFRS Practice Statement 2*, Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgments to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

  - Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and,
  - Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

  The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023. Early application is permitted as long as this fact is disclosed.

Effective beginning on or after January 1, 2024

- Amendments to PAS 1*, Classification of Liabilities as Current or Non-current*

  The amendments clarify:

  - That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right.
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively.

- Amendments to PFRS 16*, Lease Liability in a Sale and Leaseback*

  The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively. Earlier adoption is permitted and that fact must be disclosed.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of PFRS 17 by two (2) years after its effective date as decided by the IASB.

PFRS 17 is effective for reporting periods beginning on or after January 1, 2025, with comparative figures required. Early application is permitted.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

Summary of Significant Accounting Policies

Current versus Noncurrent Classification

The Company presents assets and liabilities in the parent company balance sheet based on current/noncurrent classification. An asset is current when it is:

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

All other assets are classified as noncurrent.

A liability is current when:

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

All other liabilities are classified as noncurrent.

Deferred income tax assets and liabilities are classified as non-current assets and liabilities.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the parent company financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the parent company financial statements on a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Cash and Cash Equivalents

Cash and cash equivalents in the parent company balance sheet consist of cash on hand and with banks, and short-term, highly liquid investments that are readily convertible to known amounts of cash and subject to insignificant risk of changes in value. They are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Financial Instruments - Classification and Measurement

Classification of financial assets

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income, and fair value through profit or loss.

Financial assets are classified in their entirety based on the contractual cash flows characteristics of the financial assets and the Company's business model for managing the financial assets. The Company classifies its financial assets into the following measurement categories:

- financial assets measured at amortized cost
- financial assets measured at fair value through profit or loss (FVTPL)
- financial assets measured at fair value through other comprehensive income (FVOCI), where cumulative gains or losses previously recognized are reclassified to profit or loss
- financial assets measured at fair value through other comprehensive income, where cumulative gains or losses previously recognized are not reclassified to profit or loss

Contractual cash flows characteristics

If the financial asset is held within a business model whose objective is to hold assets to collect contractual cash flows or within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, the Company assesses whether the cash flows from the financial asset represent SPPI on the principal amount outstanding.

In making this assessment, the Company determines whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes consideration only for the time value of money, credit risk and other basic lending risks and costs associated with holding the financial asset for a particular period of time. In addition, interest can include a profit margin that is consistent with a basic lending arrangement. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual terms that introduce exposure to risks or volatility in the contractual cash flows that is unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI on the principal amount outstanding.

Business model
The Company's business model is determined at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Company's business model does not depend on management's intentions for an individual instrument.

The Company's business model refers to how it manages its financial assets in order to generate cash flows. The Company's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. Relevant factors considered by the Company in determining the business model for a group of financial assets include how the performance of the business model and the financial assets held within that business model are evaluated and reported to the Company's key management personnel, the risks that affect the performance of the business model (and the financial assets held within that business model) and how these risks are managed and how managers of the business are compensated.

Financial assets at amortized cost
A financial asset is measured at amortized cost if (i) it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost using the EIR method, less any impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the EIR. The amortization is included in 'Interest income' in the parent company statement of income and is calculated by applying the EIR to the gross carrying amount of the financial asset, except for (i) purchased or originated credit-impaired financial assets and (ii) financial assets that have subsequently become credit-impaired, where, in both cases, the EIR is applied to the amortized cost of the financial asset. Losses arising from impairment are recognized in 'Provision for credit and impairment losses' in the parent company statement of income.

The Company's debt financial assets as of December 31, 2022 and 2021 consist of cash in banks, cash equivalents, short-term deposits, trade and other receivables, due from subsidiaries and debt investments at amortized cost in the parent company balance sheet. The Company assessed that the contractual cash flows of its debt financial assets are SPPI and are expected to be held to collect all contractual cash flows until their maturity. As a result, the Company concluded these debt financial assets to be measured at amortized cost.

Financial assets at FVOCI
A financial asset is measured at FVOCI if (i) it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and (ii) its contractual terms give rise on specified dates to cash flows that are SPPI on the principal amount outstanding. These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income within a separate component of equity. Impairment losses or reversals, interest income and foreign exchange gains and losses are recognized in profit and loss until the financial asset is derecognized. Upon derecognition, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss. This reflects

the gain or loss that would have been recognized in profit or loss upon derecognition if the financial asset had been measured at amortized cost. Impairment is measured based on the expected credit loss (ECL) model.

The Company may also make an irrevocable election to measure at FVOCI on initial recognition investments in equity instruments that are neither held for trading nor contingent consideration recognized in a business combination in accordance with PFRS 3. Amounts recognized in OCI are not subsequently transferred to profit or loss. However, the Company may transfer the cumulative gain or loss within equity. Dividends on such investments are recognized in profit or loss, unless the dividend clearly represents a recovery of part of the cost of the investment.

Dividends are recognized in profit or loss only when:

- the Company's right to receive payment of the dividend is established
- it is probable that the economic benefits associated with the dividend will flow to the Company; and,
- the amount of the dividend can be measured reliably.

As of December 31, 2022 and 2021, the Company has investments in debt securities that are measured at FVOCI.

Financial assets at FVTPL
Financial assets at FVTPL are measured at FVTPL unless these are measured at amortized cost or at FVOCI. Included in this classification are equity investments held for trading and debt instruments with contractual terms that do not represent solely payments of principal and interest. Financial assets held at FVTPL are initially recognized at fair value, with transaction costs recognized in the statement of income as incurred. Subsequently, they are measured at fair value and any gains or losses are recognized in the parent company statement of income.

Additionally, even if the asset meets the amortized cost or the FVOCI criteria, the Company may choose at initial recognition to designate the financial asset at FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency (an accounting mismatch) that would otherwise arise from measuring financial assets on a different basis.

Trading gains or losses are calculated based on the results arising from trading activities of the Company, including all gains and losses from changes in fair value for financial assets and financial liabilities at FVTPL, and the gains or losses from disposal of financial investments.

The Company's investments in equity shares are measured at FVTPL as of December 31, 2022 and 2021.

Classification of financial liabilities
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

Financial liabilities are measured at amortized cost, except for the following:

- financial liabilities measured at FVTPL;
- financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the Company retains continuing involvement;
- financial guarantee contracts;
- commitments to provide a loan at a below-market interest rate; and
- contingent consideration recognized by an acquirer in accordance with PFRS 3

A financial liability may be designated at fair value through profit or loss if it eliminates or significantly reduces a measurement or recognition inconsistency (an accounting mismatch) or:

- if a host contract contains one or more embedded derivatives; or
- if a group of financial liabilities or financial assets and liabilities is managed and its performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Where a financial liability is designated at FVTPL, the movement in fair value attributable to changes in the Company's own credit quality is calculated by determining the changes in credit spreads above observable market interest rates and is presented separately in other comprehensive income.

The Company's financial liabilities measured at amortized cost (which was initially recognized at fair value net of directly attributable transaction costs) as of December 31, 2022 and 2021 include accounts payable and accrued expenses, long-term debts and lease liabilities.

Reclassifications of financial instruments
The Company reclassifies its financial assets when, and only when, there is a change in the business model for managing the financial assets. Reclassifications shall be applied prospectively by the Company and any previously recognized gains, losses or interest shall not be restated. The Company does not reclassify its financial liabilities.

The Company does not reclassify its financial assets when:

- A financial asset that was previously a designated and effective hedging instrument in a cash flow hedge or net investment hedge no longer qualifies as such;
- A financial asset becomes a designated and effective hedging instrument in a cash flow hedge or net investment hedge; and
- There is a change in measurement on credit exposures measured at FVTPL.

Derivative Financial Instruments
Derivative financial instruments, including embedded derivatives, are initially recognized at fair value on the date in which a derivative transaction is entered into or bifurcated, and are subsequently remeasured at FVTPL, unless designated as effective hedge. Changes in fair values of derivative instruments not accounted as hedges are recognized immediately in the parent company statement of income. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

An embedded derivative within a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as either at amortized cost or at fair value depending on whether the cash flows of the hybrid contract are solely payments of principal and interest and the assessment of the business model within which the financial asset is held. On the other hand, an embedded derivative with a financial liability or a non-financial host is separated from the host and accounted for as a separate derivative if:

a. Its economic characteristics and risks are not closely related to the host;
b. a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and
c. the hybrid contract is not measured at fair value through profit or loss.

Separated embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modified the cash flows that would otherwise be required or a reclassification of a financial asset out of the FVTPL category.

The Company uses foreign currency forwards to hedge its foreign currency risk.

Classification of Financial Instruments Between Liability and Equity

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity, net of any related income tax benefits.

A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;
- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

Derecognition of Financial Assets and Liabilities

Financial assets

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized when, and only when:

- the rights to receive cash flows from the asset expires;
- the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company retains the contractual rights to receive the cash flows of a financial asset but assumes a contractual obligation to pay those cash flows to one or more entities, the Company treats the transaction as a transfer of a financial asset if the Company:

a. has no obligation to pay amounts to the eventual recipients unless it collects equivalent amounts from the original asset;
b. is prohibited by the terms of the transfer contract from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows; and
c. has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay.

In transactions where the Company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and it retains control over the financial asset, the financial asset is recognized to the extent of the Company's continuing involvement in the financial asset. The extent of the Company's continuing involvement in the transferred asset is the extent to which it is exposed to changes in the value of the transferred asset. When the Company's continuing involvement takes the form of guaranteeing the transferred asset, the extent of the Company's continuing involvement is the lower of (i) the amount of the asset and (ii) the maximum amount of the consideration received that the Company could be required to repay ('the guarantee amount'). When the Company's continuing involvement takes the form of a written or purchased option (or both) on the transferred asset, the extent of the Company's continuing involvement is the amount of the transferred asset that the Company may repurchase. However, in the case of a written put option on an asset that is measured at fair value, the extent of the Company's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price. When the Company's continuing involvement takes the form of a cash- settled option or similar provision on the transferred asset, the extent of the Company's continuing involvement is measured in the same way as that which results from non-cash settled options.

Modification of contractual cash flows

When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Company recalculates the gross carrying amount of the financial asset as the present value of the

renegotiated or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the parent company statement of income.

When the modification of a financial asset results in the derecognition of the existing financial asset and the subsequent recognition of the modified financial asset, the modified asset is considered a 'new' financial asset. Accordingly, the date of the modification shall be treated as the date of initial recognition of that financial asset when applying the impairment requirements to the modified financial asset.

Financial liabilities
A financial liability (or a part of a financial liability) is derecognized when the obligation under the liability is discharged, cancelled or has expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability or a part of it are substantially modified, such an exchange or modification is treated as a derecognition of the original financial liability and the recognition of a new financial liability, and the difference in the respective carrying amounts is recognized in the parent company statement of income.

Impairment of Financial Assets
The Company recognizes ECL for the following financial assets that are not measured at FVTPL:

- debt instruments that are measured at amortized cost and FVOCI;
- loan commitments; and,
- financial guarantee contracts.

No ECL is recognized on equity investments.

ECLs are measured in a way that reflects the following:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and,
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

Financial assets migrate through the following three stages based on the change in credit quality since initial recognition:

Stage 1: 12-month ECL
For credit exposures where there have not been significant increases in credit risk since initial recognition and that are not credit-impaired upon origination, the portion of lifetime ECLs that represent the ECLs that result from default events that are possible within the 12-months after the reporting date are recognized.

Stage 2: Lifetime ECL - not credit-impaired
For credit exposures where there have been significant increases in credit risk since initial recognition on an individual or collective basis but are not credit-impaired, lifetime ECLs representing the ECLs that result from all possible default events over the expected life of the financial asset are recognized.

Stage 3: Lifetime ECL - credit-impaired
Financial assets are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of those financial assets have occurred. For these credit exposures, lifetime ECLs are recognized and interest revenue is calculated by applying the credit-adjusted EIR to the amortized cost of the financial asset.

Loss allowances are recognized based on 12-month ECL for debt investment securities that are assessed to have low credit risk at the reporting date. A financial asset is considered to have low credit risk if:

- the financial instrument has a low risk of default
- the borrower has a strong capacity to meet its contractual cash flow obligations in the near term
- adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Company considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade', or when the exposure is less than 30 days past due.

Determining the stage for impairment
At each reporting date, the Company assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Company considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

The simplified approach, where changes in credit risk are not tracked and loss allowances are measured at amounts equal to lifetime ECL, is applied to trade receivables. The Company has established a provision matrix for customer segments that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

<u>Financial Guarantee Contracts and Loan Commitments</u>
Financial guarantees are contracts issued by the Company that require it to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees are initially recognized in the parent company financial statements at fair value. Subsequently, these are measured at the higher of:

- the amount of the loss allowance determined in accordance with the ECL model; and
- the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of PFRS 15.

Loan commitments provided by the Company are measured as the amount of the loss allowance. The Company has not provided any commitment to provide loans that can be settled net in cash or by delivering or issuing another financial instrument or that are issued at below-market interest rates.

For loan commitments and financial guarantee contracts, the loss allowance is recognized as a provision. However, for financial instruments that include both a loan and an undrawn commitment (i.e. loan commitment) component where the Company cannot separately identify the expected credit losses on the loan commitment component from those on the loan component, the expected credit losses on the loan commitment should be recognized together with the loss allowance for the loan. To the extent that the combined expected credit losses exceed the gross carrying amount of the financial asset, the expected credit losses should be recognized as a provision.

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the parent company balance sheet if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is generally not the case with master netting agreements, and the related assets and liabilities are presented at gross in the parent company balance sheet.

Redeemable Preferred Shares (RPS)

The component of the RPS that exhibits characteristics of a liability is recognized as a liability in the parent company balance sheet, net of transaction costs. The corresponding dividends on those shares are charged as interest expense in the parent company statement of income. On issuance of the RPS, the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond; and this amount is carried as a long-term liability on the amortized cost basis until extinguished on redemption.

Investments

Investments in subsidiaries

Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. Control is presumed to exist when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Investments in subsidiaries are carried at cost less any impairment in value.

Business combination of entities under common control is accounted for using a method similar to pooling of interest. Under the pooling of interest method, any excess of acquisition cost over the net asset value of the acquired entity is recorded in equity.

Investments in associates
An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. The considerations made in determining significant influence are similar to those necessary to determine control over subsidiaries.

The Company's investments in subsidiaries and associates are accounted for under the cost method of accounting in the parent company financial statements. These investments are carried in the parent company balance sheet at cost less any impairment in value. The Company recognizes income from the investments only to the extent that the Company receives distributions from accumulated profits of the subsidiaries and associates arising after the date of acquisition. Distributions received in excess of such profits are regarded as a recovery of investment and are recognized as a reduction of the cost of the investment.

The reporting dates of the associates and the Company are identical and the associates' accounting policies conform to those used by the Company for like transactions and events in similar circumstances.

Investments in a joint venture
Investments in joint ventures are investments in shares of stock of a joint arrangement where the parent company exercises joint control with two or more parties. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. The considerations made in determining joint control are similar to those necessary to determine control over subsidiaries. Investments in joint ventures are carried at cost, net of allowance for any substantial and presumably permanent decline in value.

Property and Equipment
Property and equipment are stated at cost, excluding the costs of day-to-day servicing, less accumulated depreciation and amortization and accumulated impairment in value. The initial cost of property and equipment comprises its purchase price, including import duties, if any, and nonrefundable taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Cost includes the cost of replacing part of such property and equipment when that cost is incurred if the recognition criteria are met. Repairs and maintenance costs are recognized in the parent company statement of income as incurred.

Depreciation and amortization are calculated on a straight-line basis over the useful lives of the assets as follows:

Category	Number of Years
Transportation equipment	5
Office equipment, furniture and fixtures	3-5
Leasehold improvements	5
Computer equipment	3

Leasehold improvements are amortized over the shorter of the lease terms and the lives of the improvements.

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying values may not be recoverable.

Fully depreciated assets are retained in the accounts until these are no longer in use. When assets are retired or otherwise disposed of, both the cost and related accumulated depreciation and amortization and any allowance for impairment losses are removed from the accounts and any resulting gain or loss is credited or charged to current operations. An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the parent company statement of income in the year the asset is derecognized.

The assets' residual values, useful lives and depreciation and amortization method are reviewed, and adjusted if appropriate, at each financial year-end.

When each major inspection is performed, its cost is recognized in the carrying amount of the property and equipment as a replacement if the recognition criteria are satisfied.

Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term of 5 to 10 years and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

The Company's right-of-use asset are presented as part of property and equipment.

Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease

payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Company as a lessor
Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the parent company statement income due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Investment Properties
Investment properties, which pertain to buildings and building improvements, are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time the cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing of an investment property. Subsequent to initial recognition, investment properties are carried at fair value, which reflects market conditions at the balance sheet date. Gains or losses arising from changes in fair values of investment properties are included in the parent company statement of income in the year in which they arise.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in the parent company statement of income in the year of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development with a view to sale. For a transfer from investment property to owner-occupied property or inventories, the deemed cost of property for subsequent accounting is its fair value at the date of change in use. If the property occupied by the Company as an owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use. For a transfer from inventories to investment property, any difference between the fair value of the property at that date and its previous carrying amount is recognized in the parent company statement of

income. When the Company completes the construction or development of a self-constructed investment property, any difference between the fair value of the property at that date and its previous carrying amount is recognized in the parent statement of income.

Computer Software Development Cost

Costs incurred in the development of computer software are capitalized and included under "Other noncurrent assets". The costs are amortized using the straight-line method over a period of two to three years.

The carrying value of computer development costs is reviewed for impairment annually when the asset is not yet in use or otherwise when events or changes in circumstances indicate that carrying value may not be recoverable.

Impairment of Nonfinancial Assets

Investments, property and equipment, computer software development costs, other current assets and noncurrent assets

The Company assesses at each balance sheet date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in the parent company statement of income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of accumulated depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the parent company statement of income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal, the depreciation and amortization charge are adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Capital Stock and Additional Paid-in Capital

Capital stock is measured at par value for all shares issued. When the Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued. Capital stock includes common stock and preferred stock.

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

Direct costs incurred related to equity issuance, such as underwriting, accounting and legal fees, printing costs and taxes are debited to the "Additional paid-in capital" account. If additional paid-in capital is not sufficient, the excess is charged against equity.

Retained Earnings

Retained earnings include accumulated earnings of the Company and reduced by dividends on capital stock. Dividends on capital stock are recognized as a liability and deducted from equity when they are approved by the BOD. Dividends for the year that are approved after the financial reporting date are dealt with as an event after the financial reporting date. Retained earnings may also include effect of changes in accounting policy as may be required by the transition provisions of new and amended standards.

Treasury Shares

The Company's own equity instruments which are reacquired (treasury shares) are deducted from equity. No gain or loss is recognized in the parent company statement of income on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Foreign Currency Transactions

The parent company financial statements are presented in Philippine peso, which is the Company's functional and presentation currency. Transactions in foreign currencies are initially recorded in the functional currency based on the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date. All differences arising from settlement or restatement are taken to the parent company statement of income.

Revenue Recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or an agent.

The following specific recognition criteria must also be met before revenue is recognized:

Dividend income

Dividend income is recognized when the Company's right to receive payment is established.

Rendering of services

Management, professional and technical fees are recognized over time when the related services are rendered based on agreed hourly billing rates. Customer payments for which services have not yet been rendered are classified as unearned revenue under "Trade and other payables" account in the parent company balance sheet.

Rent income
Rent income arising from operating leases is accounted for on a straight-line basis over the related lease terms.

Interest income
Interest income is recognized as it accrues taking into account the effective yield on the asset.

Costs and Expenses
Costs and expenses are decreases in economic benefits during the accounting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are recognized when incurred.

Pension Benefits
The net defined benefit liability is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets, adjusted for

any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the parent company statement of income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net defined benefit liability is the change during the period in the net defined benefit liability that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability is recognized as expense in the parent company statement of income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to the parent company statement of income in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Company, nor can they be paid directly to the Company. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that

reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Company's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Taxes

Current income tax

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

Current income tax relating to items recognized directly in equity is recognized in the parent company statement of comprehensive income and not in the parent company statement of income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the balance sheet liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred income tax liabilities are recognized for all taxable temporary differences. Deferred income tax assets are recognized for all deductible temporary differences and carryforward benefits of net operating loss carryover (NOLCO) and minimum corporate income tax (MCIT) over regular corporate income tax (RCIT), to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and the carryforward benefits of NOLCO and excess of MCIT over RCIT can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred income tax asset to be recovered.

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

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

Value-added Tax (VAT)
Revenues, expenses and assets are recognized net of the amount of VAT, if applicable.

VAT from sales of goods and/or services (output VAT) is recognized as payable, while VAT passed on from purchases of goods or services (input VAT) is recognized as an asset in the parent company balance sheet. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the parent company balance sheet up to the extent of the recoverable amount.

Provisions
Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Company expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the parent company statement of income net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a borrowing cost.

Contingencies
Contingent liabilities are not recognized in the parent company financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the parent company financial statements but disclosed when an inflow of economic benefits is probable.

Events after the Reporting Period
Post year-end events that provide additional information about the Company's financial position at the balance sheet date (adjusting events) are reflected in the parent company financial statements. Post year-end events that are not adjusting events are disclosed when material.

Dividends on Common Shares
Dividends on common shares are recognized as a liability and deducted from retained earnings when approved by the respective shareholders of the Company. Dividends for the year that are approved after the reporting date are dealt with as an event after the reporting date.

Earnings Per Common Share
Basic earnings per common share are computed by dividing net income for the year by the weighted average number of common shares issued and outstanding during the year, after retroactive adjustments for any stock dividends declared and stock rights exercised during the year.

Diluted earnings per share amounts are calculated by dividing the net income for the year by the weighted average number of common shares outstanding during the year plus the weighted average number of common shares that would be issued for outstanding common stock equivalents.

Dividends on Common Shares
Dividends on common shares are recognized as a liability and deducted from retained earnings when approved by the respective shareholders of the Company. Dividends for the year that are approved after the reporting date are dealt with as an event after the reporting date.

Operating Segments
For management purposes, the Company is the parent of the Aboitiz Equity Ventures, Inc. Group that is organized five major operating segments (power, food manufacturing, financial services, real estate and infrastructure) according to the nature of the products and the services provided. The Group's identified operating segments are consistent with the segments reported to the BOD which is the Group's Chief Operating Decision Maker (CODM).

3. Significant Account Judgement, Estimates and Assumptions

The preparation of the parent company financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosures of contingent liabilities. However, uncertainty about these assumptions could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

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.

The Company based its assumptions and estimates on parameters available when the parent company financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Judgments

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

Classification of financial instruments

The Company exercises judgment in classifying a financial instrument, or its component parts, on initial recognition as either a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definition of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the parent company balance sheet.

Contractual cash flows assessment

For each financial asset, the Company assesses the contractual terms to identify whether the instrument is consistent with the concept of Solely Payments of Principal and Interest (SPPI).

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Company applies judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

Evaluation of business model in managing financial instruments

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

a. How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
b. The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed; and
c. The expected frequency, value and timing of sales are also important aspects of the Company's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from the Company's original expectations, the Company does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed as follows:

Estimating allowance for impairment losses on investments and advances

Investments and advances are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. There were no impairment indicators in 2022 and 2021 based on management's assessment. The carrying amounts of the investments and advances amounted to ₱137.4 billion and ₱81.6 billion as of December 31, 2022 and 2021, respectively (see Notes 7 and 8).

Measurement of expected credit losses under PFRS 9

ECLs are derived from unbiased and probability-weighted estimates of expected loss, and are measured as follows:

- *Financial assets that are not credit-impaired at the reporting date:* as the present value of all cash shortfalls over the expected life of the financial asset discounted by the effective interest rate. The cash shortfall is the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive.
- *Financial assets that are credit-impaired at the reporting date:* as the difference between the gross carrying amount and the present value of estimated future cash flows discounted by the EIR.
- *Undrawn loan commitments:* as the present value of the difference between the contractual cash flows that are due to the Company if the commitment is drawn down and the cash flows that the Company expects to receive.
- *Financial guarantee contracts:* as the expected payments to reimburse the holder less any amounts that the Company expects to recover.

The Company leverages existing risk management indicators (e.g. internal credit risk classification and restructuring triggers), credit risk rating changes and reasonable and supportable information which allows the Company to identify whether the credit risk of financial assets has significantly increased.

Inputs, assumptions and estimation techniques

The ECL is measured on either a 12-month or lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit losses are the discounted product of the Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD), defined as follows:

- *PD*

  The PD represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months, or over the remaining life of the obligation. PD estimates are estimates at a certain date, which are calculated based on statistical rating models, and assessed using rating tools tailored to the various categories of counterparties and exposures. These statistical models are based on internally compiled data comprising both quantitative and qualitative factors. Where it is available, market data may also be used to derive the PD for large corporate counterparties. If a counterparty or exposure migrates between rating classes, then this will lead

to a change in the estimate of the associated PD. PDs are estimated considering the contractual maturities of exposures. The 12-months and lifetime PD represent the expected point-in-time probability of a default over the next 12 months and remaining lifetime of the financial instrument, respectively, based on conditions existing at the reporting date and future economic conditions that affect credit risk.

- *LGD*
  LGD represents the Company's expectation of the extent of loss on a defaulted exposure, taking into account the mitigating effect of collateral, its expected value when realized and the time value of money. LGD varies by type of counterparty, type of seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of EAD.

- *EAD*
  EAD is based on the amounts the Company expects to be owed at the time of default, over the next 12 months or over the remaining lifetime.

The ECL is determined by projecting the PD, LGD, and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in an earlier month). This effectively calculates an ECL for each future month, which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original EIR or an approximation thereof.

The lifetime PD is developed by applying a maturity profile to the current 12-month PD. The maturity profile looks at how defaults develop on a portfolio from the point of initial recognition throughout the lifetime of the loans. The maturity profile is based on historical observed data and is assumed to be the same across all assets within a portfolio and credit grade band. This is supported by historical analysis. The 12-month and lifetime EADs are determined based on the expected payment profile, which varies by customer segment.

The 12-month and lifetime LGDs are determined based on the factors which impact the recoveries made post default. LGDs are typically set at product level due to the limited differentiation in recoveries achieved across different borrowers. These LGD's are influenced by collection strategies including contracted debt sales and price.

The assumptions underlying the ECL calculation such as how the maturity profile of the PDs and how collateral values change are monitored and reviewed on a quarterly basis.

Simplified approach for trade receivables
The Company uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for various customer segments that have similar loss patterns (i.e., by customer type and rating, and coverage by letters of credit).

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are

expected to deteriorate over the next year which can lead to an increased number of defaults in the industrial segment, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Incorporation of forward-looking information
The Company incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

The base case represents a most-likely outcome and is aligned with information used by the Company for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Company carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

The Company has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

The macro-economic variables include the following key indicators for the Philippines: inflation rates, gross domestic product growth and net personal income growth.

Predicted relationship between the key indicators and default and loss rates on various portfolios of financial assets have been developed based on analyzing historical data over the past 5 years. The methodologies and assumptions including any forecasts of future economic conditions are reviewed regularly.

The Company has not identified any uncertain event that it has assessed to be relevant to the risk of default occurring but where it is not able to estimate the impact on ECL due to lack of reasonable and supportable information.

An increase in the Company's allowance for ECL of trade and other receivables will increase the Group's recorded expenses and decrease current assets. As of December 31, 2022 and 2021, the Company has no allowance for ECL. Trade and other receivables amounted to ₱364.0 million and ₱1.3 billion as of December 31, 2022 and 2021, respectively (see Note 5).

Assessing impairment of nonfinancial assets
The Company assesses whether there are any indicators of impairment for nonfinancial assets at each reporting date. These nonfinancial assets (property and equipment, other current assets, computer software development costs and other noncurrent assets) are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

Determining the recoverable amount of these assets, which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the Company to make estimates and assumptions that can materially affect its parent company financial statements. Future events could cause the Company to conclude that the property and equipment, other current assets, computer software development costs and other noncurrent assets are impaired. Any resulting impairment loss could have a material adverse impact on the parent company balance sheets and parent company statements of income. The aggregate carrying values of these assets as of December 31 are as follows:

	2022	2021
Property and equipment (see Note 11)	**₱201,716,021**	₱197,666,079
Other current assets (see Note 6)	**15,045,948**	13,749,745
Other noncurrent assets (see Note 6)	**1,275,997,865**	1,370,462,761
	₱1,492,759,834	₱1,581,878,585

Recognition of deferred income tax assets
The Company reviews the carrying amounts of deferred income tax assets at each reporting date and reduces to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilized. The Company has deferred income tax assets amounting to ₱1,208.9 million and ₱545.4 million as of December 31, 2022 and 2021, respectively (see Note 19).

Details of the Company's recognized and unrecognized deferred income tax assets are discussed in Note 19.

Fair value of financial instruments
When the fair values of financial assets and financial liabilities recorded in the parent company balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 21 for further disclosures.

Revaluation of investment properties
The Company carries its investment properties at fair value, with changes in fair value being recognized in the parent company statements of income. The Group engaged an independent valuation specialist to assess the fair values of these properties. For these assets, the valuation methodology used was Sales Comparison Approach. This method considers the sales of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison (see Note 25).

Legal contingencies
The estimate of probable costs for the resolution of possible claims has been developed in consultation with outside counsel handling the Company's defense in these matters and is based upon an analysis of potential results. No provision for probable losses arising from legal contingencies was recognized in the parent company financial statements as of December 31, 2022 and 2021.

4. Cash and Cash Equivalents

	2022	2021
Cash on hand and in banks (see Note 10)	**₱406,135,728**	₱38,224,054,647
Short-term investments (see Note 10)	**21,064,189,522**	34,109,254,324
	₱21,470,325,250	₱72,333,308,971

Cash in banks earn interest at floating rates based on daily bank deposit rates. Short-term investments are made for varying periods of up to three months depending on the immediate cash requirements of the Company. The Company's fixed term deposits with maturities of more than three months to less than one year from dates of acquisition are presented as part of "short-term cash deposits" in the parent company balance sheets. The Company's short-term investments and cash deposits earn interest at the respective investment rates.

Interest income earned from cash in banks and short-term investments amounted to ₱106.1 million in 2022, ₱13.2 million in 2021 and ₱74.9 million in 2020. Interest income earned from short-term cash deposits amounted to ₱737.3 million in 2022, ₱5.1 million in 2021 and ₱0.3 million in 2020.

5. Trade and Other Receivables

	2022	2021
Trade receivables (see Note 10)	**₱32,180,708**	₱330,942,747
Due from affiliates (see Note 10)	**300,000,000**	573,875,000
Dividend receivable	**1,414,883**	700,000,000
Interest receivable (see Notes 4 and 10)	**319,168,652**	8,575,925
Recoverable deposits	**1,530,000**	760,000
Others	**9,730,164**	8,363,028
	664,024,407	1,622,516,700
Less noncurrent portion of due from a subsidiary (see Note 10)	**300,000,000**	300,000,000
	₱364,024,407	₱1,322,516,700

Trade receivables are non-interest bearing and are normally on a 30-60 days' term. Other receivables mainly represent unsettled claims due from various third parties.

As of December 31, 2022, dividend receivable pertains to dividends declared by AEV Aviation, Inc. (AVI) payable on the first quarter of 2023. As of December 31, 2021, dividend receivable pertains to dividends declared by Pilmico Foods Corporation (PFC) paid on the first quarter of 2022.

As of December 31, 2022, interest receivable is mainly coming composed of accrued interest on short-term cash deposits amounting to ₱248.1 million. Interest receivable also includes accrued interest on due from affiliates amounting to ₱7.0 million as of December 31, 2021.

For terms and conditions relating to due from affiliates, refer to Note 10.

6. Other Noncurrent assets

	2022	2021
Prepaid income taxes - net of current portion	**₱1,173,702,680**	₱1,064,096,934
Computer software development cost	**74,370,446**	47,287,684
Recoverable deposits	**18,220,630**	18,220,630
Project costs	**9,371,840**	129,765
Deferred input VAT	**332,269**	4,346,876
Tax credit receivable	**–**	236,380,872
	₱1,275,997,865	₱1,370,462,761

The following table shows the movements of computer software development cost:

	2022	2021
Costs:		
At the beginning of year	**₱76,441,765**	₱57,729,749
Additions	**38,981,590**	37,064,965
Disposals	**–**	(18,395,092)
Reclassification	**–**	42,143
At end of year	**115,423,355**	76,441,765
Accumulated amortization:		
At the beginning of year	**29,154,081**	42,587,066
Additions	**11,898,828**	4,957,967
Disposals	**–**	(18,395,044)
Reclassification	**–**	4,092
At the end of year	**41,052,909**	29,154,081
Net book value	**₱74,370,446**	₱47,287,684

Current portion of prepaid income taxes representing amounts that are expected to be applied against income tax payable in less than twelve months after the reporting date is presented as part of "Other current assets" in the parent company balance sheets.

Tax credit receivable pertain to the CWTs applied for refund by the Company which was approved by the Bureau of Internal Revenue (BIR) in 2021. The refund was received by the Company in 2022.

Recoverable deposits represent security deposits under the Company's lease agreement.

7. Investments in Subsidiaries

Subsidiaries	Nature of Business	Percentage of Ownership			
		2022		2021	
		Direct	**Indirect**	Direct	Indirect
AEV Properties, Inc. (API)*	Real Estate	**100.00**	**–**	100.00	–
AEV International Pte. Ltd (AEV International)**	Holding	**100.00**	**–**	100.00	–
Archipelago Insurance Pte. Ltd (AIPL)**	Insurance	**100.00**	**–**	100.00	–
AboitizLand, Inc. (AboitizLand)	Real Estate	**100.00**	**–**	100.00	–
Propriedad del Norte, Inc. (PDNI)	Real Estate	**–**	**100.00**	–	100.00
PFC	Food Manufacturing	**–**	**–**	100.00	–
Aboitiz FeedAll Holdings Inc. (FeedAll)	Food Manufacturing	**100.00**	**–**	–	–
Cebu Praedia Development Corporation (CPDC)	Real Estate	**100.00**	**–**	100.00	–
Aboitiz Power Corporation (AP)	Power	**51.99**	**–**	51.99	–
AVI	Service	**73.31**	**26.69**	73.31	26.69
Aboitiz Infracapital, Inc. (AIC)	Infrastructure	**100.00**	**–**	100.00	–
Weather Solutions, Inc. (WSI)	Services	**100.00**	**–**	100.00	–
Aboitiz Impact Ventures, Inc. (AIV)*	Holding	**100.00**	**–**	100.00	–

** No commercial operations.*
*** Incorporated in Singapore. All other companies are incorporated in the Philippines.*

The details of the Company's investments in subsidiaries accounted for under the cost method are as follows:

	2022	2021
AIC	**₱42,592,568,125**	₱11,984,568,125
AEV International	**10,222,143,163**	6,789,733,162
AboitizLand	**9,659,800,000**	9,659,800,000
AP	**7,716,829,647**	7,716,829,647
FeedAll	**3,128,022,728**	–
CPDC	**1,276,546,023**	1,276,546,023
PDNI	**650,000,000**	650,000,000
AVI	**379,311,264**	391,554,134
AIV	**25,020,000**	25,020,000
API	**25,000,000**	25,000,000
AIPL	**21,739,130**	21,739,130
WSI	**10,000,000**	10,000,000
PFC	**–**	1,658,885,002
	75,706,980,080	40,209,675,223
Advances from subsidiaries	**–**	(25,648,467)
	₱75,706,980,080	₱40,184,026,756

Capital infusions to AIC
On various dates in 2022 and 2021, the Company infused additional capital to AIC amounting to ₱30.6 billion and ₱6.7 billion, respectively.

Transfer of shares from PFC to FeedAll
In November 2022, the Company assigned its ownership over the 4,379,790 outstanding common shares in PFC equivalent to ₱1.6 billion to FeedAll in exchange for FeedAll's 2,105,953,196 common shares with par value of ₱1.00 per share with a total value of ₱2.1 billion. The Company recognized a gain on assignment of shares amounting to ₱0.4 billion in the 2022 parent company statement of income.

Capital infusion to FeedAll
Also in 2022, the Company infused additional capital to FeedAll amounting to ₱1.0 billion as consideration for 100,000,000 redeemable preferred shares.

Advances to Subsidiaries
In 2022, the Company fully paid the advances from subsidiaries amounting to ₱25.6 million.

Capital infusion to AboitizLand
On various dates in 2021, the Company infused additional capital to AboitizLand amounting ₱0.3 billion.

Sale of shares of AP
On December 16, 2021, the Company completed the sale of its 25% ownership in AP to JERA Asia Private Limited. Total consideration for the sale is $1.46 billion or ₱73.1 billion. The Company recognized ₱68.3 billion gain on sale of shares of stock of AP in the parent company statement of income, after transaction costs amounting to ₱1.1 billion.

Capital infusion and assignment of shares of Apo Agua
In December 2021, the Company assigned all of its ownership in Apo Agua amounting to ₱1.4 billion in exchange for Aboitiz Infracapital's shares with par value of ₱2.3 billion. As a result, in 2021, the Company recognized a gain on assignment of shares amounting to ₱0.9 billion in the parent company statement of income.

Subscription to Unity Digital Infrastructure Inc (formerly Aboitiz Airports Advisory Services Corporation, UDII)
In 2021, the Company paid ₱0.9 billion for the right to subscribe to 900 million of UDII's redeemable preferred shares with ₱1 par value. In December 2021, the Company assigned this right to Aboitiz Infracapital in exchange for the latter's shares with par value of ₱0.9 billion.

Redemption of preferred shares to AVI
On October 28, 2022, AVI redeemed a portion of its preferred shares totaling to ₱12.2 million.
On various dates in 2021, AVI redeemed portions of its preferred shares totaling to ₱39.6 million.

Capital infusion to AEV International
On January 28, 2022, the Company infused additional capital to AEV International amounting to ₱3.4 billion.

Dividend from AIPL
On September 16, 2021, the Company received the dividend declared by AIPL last September 15, 2021 amounting to $10.0 million (equivalent to ₱498.52 million).

8. **Investments and Advances**

	Nature of Business**	Percentage of Ownership **2022**	2021
AEV CRH Holdings, Inc. (AEV CRH)	Holding	**60.00**	60.00
Cebu District Property Enterprise, Inc. (CDPEI)*	Real Estate	**50.00**	50.00
Union Bank of the Philippines (UBP)	Banking	**49.92**	49.66
CRH Aboitiz Holdings, Inc. (CRH Aboitiz)	Holding	**45.00**	45.00
Singapore Life (Philippines), Inc. (SLPI)***	Life Insurance	**15.00**	15.00

** The Company owns 50% of the non-voting, participating and non-cumulative preferred shares of CDPEI.*

*** All companies are incorporated in the Philippines.*

**** The Company has significant influence by virtue of board seats of SLPI.*

The details of the Company's investments in and advances to associates accounted for under the cost method follow:

	2022	2021
UBP	**₱36,049,909,883**	₱15,813,240,402
AEV CRH	**23,573,714,090**	23,573,714,090
CDPEI	**1,629,000,000**	1,629,000,000
CRH ABOITIZ	**169,056,131**	169,056,131
SLPI	**240,000,000**	240,000,000
	₱61,661,680,104	₱41,425,010,623

Investment in AEV CRH and CRH ABOITIZ
The Company holds 60% of the equity shares of AEV CRH. Management assessed that since the Company does not have the ability to direct the relevant activities which most significantly affect the returns of the subsidiaries of AEV CRH, it cannot consolidate AEV CRH group. This is a result of the contractual arrangements that give the other partner the power to direct the relevant non-nationalized activities of these companies. Consequently, the Company recognizes AEV CRH as an associate.

Acquisition of UBP shares
In 2022, the Company exercised its option to avail from UBP's stock rights offering amounting to ₱20.2 billion. In October 2021, 4.8 million shares were acquired by the Company for a total consideration of ₱0.4 billion.

The fair value of the investment in UBP for which there is a published price quotation amounted to ₱92.1 billion and ₱60.3 billion as of December 31, 2022 and 2021, respectively.

Investment in CDPEI
In 2021, the Company infused additional capital to CPDEI amounting to ₱279.0 million.

Investment in SLPI
In 2021, the Company subscribed to additional shares of SLPI amounting to ₱45.0 million.

9. Accounts Payable and Accrued Expenses

	2022	2021
Accrued expenses	**₱388,834,659**	₱286,084,587
Accrued interest (see Note 12)	**262,477,555**	186,434,897
Withholding taxes payable	**56,084,990**	37,557,090
VAT output payable	**12,096,245**	36,494,797
Others	**1,847,750**	7,125,553
	₱721,341,199	₱553,696,924

Accrued expenses include payroll, travel and transportation expenses.

10. Related Party Disclosures

Parties are considered to be related if one party has the ability to control, directly or indirectly, the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

In the normal course of business, the Company enters into transactions with related parties, principally consisting of the following:

a. Interest-bearing short-term and long-term advances granted to certain affiliates. Annual interest rates, which are determined on arm's length basis, range from 2.4% - 6.43% in 2022, 2.25% - 6.43% in 2021, and 2.00% - 6.43% in 2020.

b. Management and other professional and technical fees charged to related parties at arm's length basis.

c. Rentals paid at current market rates to CPDC for the use of CPDC's properties by the Company's officers and employees.

d. Aviation service fees paid at an arm's length basis to AVI for the use of aircraft during travel of the Company's officers and employees.

e. Cash deposits and money market placements with UBP and City Savings Bank (CSB). At prevailing rates, the fixed-rate investments with UBP and CSB earned interest income amounting to ₱34.7 million, ₱10.7 million and ₱42.0 million in 2022, 2021 and 2020, respectively. Outstanding balances amounted to ₱5.2 billion and ₱20.5 billion as of December 31, 2022 and 2021, respectively.

f. In January 2020, AEV International issued a US Dollar-denominated Regulation S-only senior unsecured notes, at an aggregate principal amount of US$ 400 million and a tenor of 10 years (the "Notes"). The Notes are unrated, have a fixed coupon rate of 4.2% payable semiannually, and are unconditionally and irrevocably guaranteed by the Company as the guarantor. The Notes are listed on the Singapore Exchange.

The parent company balance sheets and parent company statements of income include the following accounts resulting from these related party transactions (amounts in thousands):

Due from Affiliates

	Interest Income			Outstanding Balance (in millions)			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Subsidiaries							
PFC	**₱13,106**	₱17,905	₱34,488	**₱—**	₱279,364	Payable in March 20, 2022; interest-bearing	Unsecured; no impairment
Adventenergy Inc. (AEI)	**10,061**	7,965	13,375	**300,000**	301,547	Payable in April 2027; interest-bearing	Unsecured; no impairment
Therma Power, Inc. (TPI)	**—**	—	10,871	**—**	—	On demand; interest-bearing	Unsecured; no impairment
Davao Light & Power Corporation (DLPC)	**—**	—	8,847	**—**	—	On demand; interest-bearing	Unsecured; no impairment
Associate							
CSB	**5,094**	3,688	28,425	**—**	—	On demand; interest-bearing	Unsecured; no impairment
	₱28,261	₱29,558	₱96,006	**₱300,000**	₱580,911		

Revenues - Management, Professional and Technical Fees

	Revenue			Accounts Receivable (Payable)			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Parent Company							
Aboitiz & Company, Inc.	**₱16,757**	₱14,232	₱11,957	**₱—**	₱299,500	30-day; interest-free	Unsecured; no impairment
Under Common Ownership							
Aboitiz Construction, Inc.	**15,296**	23,260	22,252	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Construction International Inc.	**189**	2	3	**—**	—	30-day; interest-free	Unsecured; no impairment
Subsidiaries							
AP	**113,841**	105,092	81,747	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Energy Solutions, Inc.	**1,327**	3,196	1,062	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Renewables, Inc.	**3,060**	1,628	2,032	**—**	—	30-day; interest-free	Unsecured; no impairment
AP Renewables, Inc.	**18,391**	24,841	23,173	**—**	—	30-day; interest-free	Unsecured; no impairment
Balamban Enerzone Corporation	**1,140**	924	1,106	**—**	—	30-day; interest-free	Unsecured; no impairment
Cebu Private Power Corporation	**4,034**	18,000	19,508	**—**	—	30-day; interest-free	Unsecured; no impairment
Cotabato Light & Power Company	**5,140**	5,745	5,903	**—**	—	30-day; interest-free	Unsecured; no impairment
DLPC	**21,110**	21,364	28,528	**—**	—	30-day; interest-free	Unsecured; no impairment
Hedcor Sibulan, Inc.	**5,398**	4,799	5,055	**—**	—	30-day; interest-free	Unsecured; no impairment
Hedcor, Inc.	**19,598**	16,864	19,672	**—**	—	30-day; interest-free	Unsecured; no impairment

(Forward)

	Revenue			Accounts Receivable (Payable)			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Luzon Hydro Corporation	**₱3,503**	₱1,706	₱2,188	**₱—**	₱—	30-day; interest-free	Unsecured; no impairment
Mactan Enerzone Corporation	**1,370**	1,129	1,409	**—**	—	30-day; interest-free	Unsecured; no impairment
Subic Enerzone Corporation	**3,023**	2,746	3,121	**—**	—	30-day; interest-free	Unsecured; no impairment
Therma Luzon, Inc.	**19,620**	22,746	27,015	**—**	—	30-day; interest-free	Unsecured; no impairment
Therma Marine, Inc.	**14,779**	12,232	16,753	**—**	(5)	30-day; interest-free	Unsecured; no impairment
Therma Mobile Inc.	**4,394**	3,932	3,418	**—**	—	30-day; interest-free	Unsecured; no impairment
TPI	**3,290**	1,743	1,568	**—**	—	30-day; interest-free	Unsecured; no impairment
Therma South, Inc.	**13,836**	15,325	15,269	**—**	—	30-day; interest-free	Unsecured; no impairment
Therma Visayas, Inc.	**13,952**	16,918	14,936	**—**	—	30-day; interest-free	Unsecured; no impairment
Visayan Electric Co., Inc.	**373,429**	320,394	256,887	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Infracapital Inc	**37,573**	21,375	26,976	**—**	—	30-day; interest-free	Unsecured; no impairment
Apo Agua Infrastructura, Inc.	**9,617**	9,080	10,551	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitizland, Inc.	**28,752**	30,891	40,963	**—**	—	30-day; interest-free	Unsecured; no impairment
AVI	**4,301**	4,672	3,505	**—**	—	30-day; interest-free	Unsecured; no impairment
UDII	**—**	667	155	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Power Distributed Energy, Inc.	**305**	519	886	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Power Distributed Renewables Inc.	**—**	279	109	**—**	—	30-day; interest-free	Unsecured; no impairment
Abovant Holdings Inc.	**207**	46	46	**—**	—	30-day; interest-free	Unsecured; no impairment
AEI	**1,089**	2,552	999	**—**	—	30-day; interest-free	Unsecured; no impairment
Cebu Industrial Park Developers, Inc.	**4,043**	4,284	1,619	**—**	—	30-day; interest-free	Unsecured; no impairment
Cebu Industrial Park Service, Inc.	**—**	—	12	**—**	—	30-day; interest-free	Unsecured; no impairment
East Asia Utilities Corporation	**1,681**	2,541	1,780	**—**	(1,212)	30-day; interest-free	Unsecured; no impairment
Hedcor Bukidnon, Inc	**4,178**	3,696	4,536	**—**	—	30-day; interest-free	Unsecured; no impairment
Hedcor Sabangan, Inc.	**2,130**	1,095	835	**—**	—	30-day; interest-free	Unsecured; no impairment
Hedcor Tudaya, Inc.	**1,846**	728	538	**—**	—	30-day; interest-free	Unsecured; no impairment
Lima Enerzone Corporation	**1,433**	1,173	1,275	**—**	—	30-day; interest-free	Unsecured; no impairment
Lima Land Inc.	**9,481**	7,303	4,885	**—**	—	30-day; interest-free	Unsecured; no impairment
Lima Water Corporation	**3,438**	3,367	2,809	**—**	—	30-day; interest-free	Unsecured; no impairment

(Forward)

	Revenue			Accounts Receivable (Payable)			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Malvar Enerzone Corporation	**₱477**	₱703	₱599	**₱—**	₱—	30-day; interest-free	Unsecured; no impairment
Misamis Oriental Land Development Corp.	**—**	17	230	**—**	—	30-day; interest-free	Unsecured; no impairment
Prism Energy, Inc.	**707**	644	513	**—**	—	30-day; interest-free	Unsecured; no impairment
San Carlos Sun Power Inc	**1,731**	1,160	1,510	**—**	—	30-day; interest-free	Unsecured; no impairment
Therma Power - Visayas, Inc.	**1,870**	1,673	776	**—**	—	30-day; interest-free	Unsecured; no impairment
CPDC	**4,314**	4,166	921	**—**	—	30-day; interest-free	Unsecured; no impairment
PFC	**81,590**	315,892	262,632	**—**	—	30-day; interest-free	Unsecured; no impairment
Pilmico Animal Nutrition Corporation	**22,935**	17,638	68,136	**—**	—	30-day; interest-free	Unsecured; no impairment
WSI	**—**	—	9	**—**	—	30-day; interest-free	Unsecured; no impairment
Associate or Joint Venture							
Republic Cement & Building Materials, Inc.	**236,379**	168,145	82,065	**—**	—	30-day; interest-free	Unsecured; no impairment
San Fernando Electric Light & Power Co., Inc.	**110,181**	104,025	—	**—**	—	30-day; interest-free	Unsecured; no impairment
Cebu Energy Development Corp.	**82,700**	84,260	—	**—**	—	30-day; interest-free	Unsecured; no impairment
UBP	**21,685**	63,277	8,675	**—**	—	30-day; interest-free	Unsecured; no impairment
Republic Cement Mindanao, Inc.	**86,849**	60,252	19,527	**—**	—	30-day; interest-free	Unsecured; no impairment
SN Aboitiz Power - Magat, Inc.	**7,123**	3,342	7,119	**—**	—	30-day; interest-free	Unsecured; no impairment
SN Aboitiz Power - Benguet, Inc.	**6,782**	2,924	6,895	**—**	—	30-day; interest-free	Unsecured; no impairment
Manila-Oslo Renewable Enterprise Inc	**843**	2,139	1,359	**—**	—	30-day; interest-free	Unsecured; no impairment
Republic Cement Services, Inc.	**1,268**	894	2,413	**—**	—	30-day; interest-free	Unsecured; no impairment
CSB	**885**	600	881	**—**	—	30-day; interest-free	Unsecured; no impairment
Petnet, Inc.	**635**	322	32	**—**	—	30-day; interest-free	Unsecured; no impairment
Sn Aboitiz Power - Generation, Inc.	**—**	235	371	**—**	—	30-day; interest-free	Unsecured; no impairment
Hijos De F. Escano, Inc.	**242**	111	2	**—**	—	30-day; interest-free	Unsecured; no impairment
Pagbilao Energy Corporation	**—**	6	10	**—**	—	30-day; interest-free	Unsecured; no impairment
SN Aboitiz Power - RES, Inc	**—**	5	5	**—**	—	30-day; interest-free	Unsecured; no impairment
Republic Cement Iligan, Inc.	**—**	—	8,122	**—**	—	30-day; interest-free	Unsecured; no impairment
Other Related Parties	**21,775**	18,854	16,898	**430**	1,188	30-day; interest-free	Unsecured; no impairment
	₱1,477,518	₱1,584,370	₱1,156,741	**₱430**	₱299,471		

Rental and Aviation Services (see Notes 15 and 16)

	Expense			Accounts Payable			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Subsidiaries							
AVI	**₱27,768**	₱41,482	₱40,568	**₱3,233**	₱—	30-day; interest-free	Clean; no collateral
CPDC	**24,505**	19,731	15,291	**—**	—	30-day; interest-free	Clean; no collateral
	₱52,273	₱61,213	₱55,859	**₱3,233**	₱—		

Cash Deposits and Placements

	Interest Income			Outstanding Balance (in millions)			
	2022	2021	2020	**2022**	2021	Terms	Conditions
UBP	**₱24,181**	₱10,286	₱38,502	**₱5,161**	₱20,501	90 days or less; interest-bearing	No impairment
CSB	**10,504**	425	3,479	**1,705**	—	90days or less; Interest-bearing	No impairment
	₱34,685	₱10,711	₱41,981	**₱6,866**	₱20,501		

The above transactions are settled in cash.

Other Transactions

The Company billed its affiliates for reimbursement of expenses amounting to ₱52.2 million, ₱42.9 million, and ₱11.4 million in 2022, 2021, and 2020, respectively, and incur expenses amounting to ₱10.9 million, ₱13.7 million, and ₱4.8 million in 2022, 2021, and 2020, respectively, from various transactions billed by affiliates to the Company. In addition, the Company sold some of its fixed assets to various affiliates amounting ₱2.5 million in 2020.

The Company has foreign exchange trading transaction for the purchase of dollar with PETNET, a subsidiary of UBP, amounting to ₱104.8 million in 2022.

The Company's retirement benefit fund ("Fund") is in the form of a trust being maintained and managed by ACO under the supervision of the Board of Trustees (BOT) of the plan.

The Fund has a carrying amount and a fair value of ₱1.0 billion and ₱1.3 billion as of December 31, 2022 and 2021, respectively (see Note 18). The assets and investments of the Fund are as follows (amounts in thousands):

	2022	2021
Equity investments at FVTPL	**₱916,185**	₱1,160,920
Financial assets at amortized cost	**67,642**	84,954
Debt investments at FVOCI	**17,407**	18,342
	₱1,001,234	₱1,264,216

Fixed-income investments represent money market placements and investment in bonds and preferred shares with maturities ranging from less than a year up to five years. Investment in debt and equity securities mainly comprise quoted equity securities which are carried at their fair values.

The Company's retirement benefit fund for its employees has investments in the equities of the Company and one of its subsidiaries. The carrying values of these investments as of December 31, 2022 and 2021 and the gains of the Fund arising from such investments for the years then ended are as follows (amounts in thousands):

	2022		2021	
	Carrying Value	**Gain (Loss)**	Carrying Value	Gains
AEV common shares	**₱309,741**	**₱33,769**	₱461,752	₱165,241
AP common shares	**316,699**	**(33,847)**	343,342	65,893

The above investments of the Fund were approved by the BOT. The voting rights over these equity securities are exercised by the chairman of the BOT.

Compensation of Key Management Personnel

	2022	2021	2020
Short-term benefits	**₱208,358,715**	₱167,714,181	₱219,527,645
Post-employment benefits	**10,350,189**	9,445,817	10,556,271
	₱218,708,904	₱177,159,998	₱230,083,916

11. Property and Equipment

December 31, 2022

	Transportation Equipment	Office Equipment, Furniture and Fixtures	Leasehold Improvements	Computer Equipment	Right-of-Use Asset (see Note 22)	Total
Cost:						
At January 1	**₱48,957,802**	**₱110,769,684**	**₱167,538,394**	**₱208,337,898**	**₱144,885,728**	**₱680,489,506**
Additions	**59,633,796**	**5,976,499**	**—**	**21,422,154**	**—**	**87,032,449**
Disposals	**(8,971,079)**	**(4,702,576)**	**—**	**(3,961,854)**	**—**	**(17,635,509)**
Reclassifications/others	**104,057**	**(313,111)**	**—**	**249,524**	**—**	**40,470**
At December 31	**99,724,576**	**111,730,496**	**167,538,394**	**226,047,722**	**144,885,728**	**749,926,916**
Accumulated Depreciation and Amortization						
At January 1	**34,099,726**	**101,971,504**	**57,947,483**	**186,716,786**	**102,087,928**	**482,823,427**
Depreciation and amortization (see Notes 15 and 16)	**10,352,987**	**5,413,911**	**18,050,728**	**18,709,946**	**29,129,574**	**81,657,146**
Disposals	**(7,659,277)**	**(4,696,138)**	**—**	**(3,863,485)**	**—**	**(16,218,900)**
Reclassifications/others	**(51,023)**	**(23,430)**	**—**	**23,675**	**—**	**(50,778)**
At December 31	**36,742,413**	**102,665,847**	**75,998,211**	**201,586,922**	**131,217,502**	**548,210,895**
Net Book Values	**₱62,982,163**	**₱9,064,649**	**₱91,540,183**	**₱24,460,800**	**₱13,668,226**	**₱201,716,021**

December 31, 2021

	Transportation Equipment	Office Equipment, Furniture and Fixtures	Leasehold Improvements	Computer Equipment	Right-of-Use Asset (see Note 22)	Total
Cost:						
At January 1	₱48,958,640	₱125,731,585	₱213,060,076	₱210,124,897	₱164,737,323	₱762,612,521
Additions	6,323,860	251,051	8,417,932	9,575,728	—	24,568,571
Disposals	(6,324,698)	(15,212,952)	(53,939,614)	(11,320,584)	—	(86,797,848)
Reclassifications/others	—	—	—	(42,143)	(19,851,595)	(19,893,738)
At December 31	48,957,802	110,769,684	167,538,394	208,337,898	144,885,728	680,489,506
Accumulated Depreciation and Amortization:						
At January 1	30,914,406	106,310,705	95,185,350	182,696,076	78,296,376	493,402,913
Depreciation and amortization (see Notes 15 and 16)	9,138,825	10,873,403	16,544,818	15,341,090	23,791,552	75,689,688
Disposals	(5,953,505)	(15,212,604)	(53,782,685)	(11,316,288)	—	(86,265,082)
Reclassifications/others	—	—	—	(4,092)	—	(4,092)
At December 31	34,099,726	101,971,504	57,947,483	186,716,786	102,087,928	482,823,427
Net Book Values	₱14,858,076	₱8,798,180	₱109,590,911	₱21,621,112	₱42,797,800	₱197,666,079

As of December 31, 2022 and 2021, no property and equipment are used to secure the Company's long-term debts (see Note 12).

Fully depreciated property and equipment with cost amounting to ₱436.2 million and ₱285.8 million as of December 31, 2022 and 2021, respectively, are still carried in the books of the Company and still in use.

12. **Bank Loan and Long-term Debts**

Bank Loan

In 2021, the Company obtained an unsecured short-term bank loan from a financial institution with a total principal amount of ₱8.7 billion at an annual interest of 1.95% for working capital purposes. This loan is covered by the Company's existing credit lines with the financial institution and are not subject to any significant covenants and warranties. The loan has been fully paid in 2021.

The interest expense on this bank loan amounted to ₱2.3 million in 2021.

Long-term Debt

	2022	2021
Term loan	**₱9,950,000,000**	₱10,000,000,000
2022 Retail bonds	**20,000,000,000**	**—**
2021 Retail bonds	**10,000,000,000**	10,000,000,000
2020 Retail bonds	**7,550,000,000**	7,550,000,000
2019 Retail bonds	**5,000,000,000**	5,000,000,000
2015 Retail bonds	**5,071,350,000**	5,071,350,000
	57,571,350,000	37,621,350,000
Less deferred transaction costs	**469,932,148**	318,483,038
	57,101,417,852	37,302,866,962
Less current portion	**6,914,535,734**	39,948,502
Noncurrent portion	**₱50,186,882,118**	₱37,262,918,460

2020 Term Loan - ₱10.0 billion
In April 2020, the Company executed an agreement with Metropolitan Bank and Trust Company (MBTC) for a 7-year loan in the amount of 10.0 billion at an annual fixed rate of 4.45%. In November 2020, ₱10.0 billion was drawn from this facility.

2022 Retail Bonds - ₱20.0 billion
In December 2022, the Company issued a total of ₱20 billion bonds, broken down into ₱9.1 billion 3.5-year bonds due 2026 at a fixed rate equivalent to 6.87% and a ₱10.1 billion 7-year bond due 2029 at a fixed rate equivalent to 7.53%.

2021 Retail Bonds - ₱10.0 billion
In August 2021, the Company issued a total of ₱10 billion bonds, broken down into ₱5 billion 4-year due 2025 at a fixed rate equivalent to 3.3% and a ₱5.0 billion 7-year bond due 2028 at a fixed rate equivalent to 4.1%.

2020 Retail Bonds - ₱7.6 billion
In November 2020, the Company issued a total of ₱7.6 billion bonds, broken down into ₱6.9 billion 3-year and ₱697 million 5-year bonds at fixed interest rates ranging from 2.84% to 3.31%.

2019 Retail Bonds - ₱5.0 billion
In June 2019, the Company issued a total of ₱5.0 billion bonds, broken down into ₱3.35 billion 5-year and ₱1.65 billion 10-year bonds at fixed interest rates ranging from 6.02% to 6.32%.

2015 Retail Bonds - ₱24.0 billion
In August 2015, the Company issued a total of ₱24.0 billion bonds, broken down into ₱10.5 billion 5-year, ₱8.5 billion 7-year and ₱5.0 billion 12-year bonds at fixed interest rates ranging from 4.47% to 6.02%. In November 2020, the Company paid at maturity the 5-year bonds amounting to ₱10.5 billion. In August 2021, the Company prepaid the ₱8.5 billion 7-year bonds due in 2022 at 101% of its face amount.

2013 Retail Bonds - ₱8.0 billion
In November 2013, the Company issued a total of ₱8.0 billion bonds, broken down into ₱6.2 billion 7-year and ₱1.8 billion 10-year bonds at fixed interest rates ranging from 4.4% to 4.6%. In November 2020, the Company paid at maturity the 7-year bonds amounting to ₱6.2 billion. In November 2021, the Company prepaid the ₱1.8 billion 10-year bonds due in 2023 at 100.5% of its face amount.

The principal amount of the above bonds shall be payable on a lump sum basis on the respective maturity date at its face value. These bonds may be redeemed in advance by the Company based on stipulated early redemption option dates and on agreed early redemption price.

Unamortized deferred financing cost reduced the carrying amount of long-term debt by ₱469.9 million and ₱308.4 million as of December 31, 2022 and 2021, respectively.

Total interest expense recognized amounted to ₱1.73 billion, ₱1.75 billion, ₱1.42 billion in 2022, 2021 and 2020, respectively.

Loan covenants
The loan agreements on long-term debt of the Company provide for certain restrictions with respect to, among others, incurrence of additional debts, payment of dividends, investment and guaranties, mergers or consolidations or other material changes in ownership, corporate set-up or management, disposition of mortgage of assets and maintenance of financial ratios.

Under the bond trust agreements, the Company shall not permit its debt-to-equity ratio to exceed 3:1 calculated based on the year-end debt and consolidated equity. These restrictions and requirements were complied with by the Company as of December 31, 2022 and 2021.

13. Capital Stock and Redeemable Preferred Shares

Information on the Company's authorized capital stock as of December 31, 2022 and 2021 are as follows:

	Number of Shares
Authorized capital stock:	
Common shares, ₱1 par value	9,600,000,000
Preferred shares, ₱1 par value	400,000,000

Outstanding capital stock as of December 31, 2022 and 2021 are as follows:

	Number of Shares
Common shares issued	5,694,599,621
Less treasury shares	64,374,164
Common shares outstanding	5,630,225,457

On November 16, 1994, the Company listed with the Philippine Securities Exchange (PSE) its 3,650,385,204 common shares with a par value of 1.00 per share to cover the initial public offering (IPO) of 821,486,204 common shares at an offer price of ₱5.70 per share. Gross proceeds from this issuance of new shares amounted to ₱4.6 billion. Transaction costs incidental to the IPO totaling ₱528.0 million were charged against "Additional paid-in capital" in the parent company's balance sheet.

On May 23, 1995 and August 30, 1996, the Company distributed 20% stock dividend equivalent to 730.08 million shares and 30% stock dividend equivalent to 1.31 billion shares, respectively. Both stock dividends were issued at ₱1.00 per share. At the end of 1996, common shares issued totaled ₱5.69 billion.

The preferred shares are non-voting, non-participating, non-convertible, cumulative re-issuable and redeemable and may be issued from time to time by the BOD in one or more series and fixed before issuance thereof, the number of shares in each series, and all designations, relative rights, preferences and limitations of the shares in each series. Preferred shares that are redeemed by the Company may be re-issued.

There were no preferred shares issued as of December 31, 2022 and 2021.

As of December 31, 2022 and 2021, the Company has 8,288 and 8,347 shareholders, respectively.

Treasury Shares
The Company purchased 2.6 million treasury shares amounting to ₱82.4 million in March 2020. This brings total treasury shares held by the Company to 64.4 million with corresponding acquisition cost of ₱647.7 million.

14. Retained Earnings

On March 4, 2022, the BOD approved the following:

a. Declaration of a regular cash dividend of ₱1.62 per share (₱9.1 billion) to all stockholders of record as of March 18, 2022. These dividends were taken out of the unrestricted retained earnings as of December 31, 2021 and were paid on March 30, 2022.

b. Appropriation of ₱70.6 billion of the retained earnings as of December 31, 2021 for the additional capital infusion into UBP and AIC to finance its on-going projects and for debt payment of AEV.

On March 5, 2021, the BOD approved the declaration of a regular cash dividend of ₱0.91 per share (₱5.1 billion) to all stockholders of record as of March 19, 2021. These dividends were taken out of the unrestricted retained earnings as of December 31, 2020 and were paid on March 31, 2021.
On March 6, 2020, the BOD approved the following:

a. Declaration of a regular cash dividend of ₱1.30 per share (₱7.3 billion) to all stockholders of record as of March 20, 2020. These dividends were taken out of the unrestricted retained earnings as of December 31, 2019, and were paid on April 3, 2020.

b. Appropriation of ₱5.0 billion of the retained earnings as of December 31, 2019 for the additional capital infusion into AboitizLand to finance its on-going projects.

As mentioned in Note 12, the Company shall not permit its Debt-to-Equity (DE) ratio to exceed 3:1 calculated based on the Company's year-end debt and consolidated equity.

Earnings per Common Share
Earnings per common share amounts were computed as follows:

	2022	2021	2020
a. Net income	**₱15,375,686,343**	₱77,728,164,753	₱6,864,761,296
b. Weighted average number of common shares issued and outstanding	**5,630,225,457**	5,630,225,457	5,630,225,457
c. Earnings per common share (a/b)	**₱2.731**	₱13.806	₱1.219

There are no dilutive potential common shares as of December 31, 2022, 2021 and 2020.

15. **Cost of Services**

	2022	2021	2020
Salaries and wages (see Note 17)	**₱347,510,924**	₱526,210,637	₱673,345,475
Outside services	**45,562,406**	56,584,504	—
Repairs and maintenance	**44,475,475**	48,904,571	54,101,499
Depreciation and amortization (see Note 11)	**30,249,369**	56,736,990	80,845,439
Employees' benefits (see Notes 17 and 18)	**26,668,354**	49,280,175	24,012,024
Communication, light and water	**11,823,183**	24,786,775	27,092,941
Rent (see Notes 10 and 22)	**8,217,784**	13,042,229	8,964,343
Amortization of computer software	**4,235,105**	3,716,492	4,103,343
Office and medical supplies	**3,093,677**	50,526,257	7,722,464
Professional fees	**1,227,857**	108,264,558	86,640,181
Others	**34,179,107**	22,748,881	—
	₱557,243,241	₱960,802,069	₱966,827,709

16. **General and Administrative Expenses**

	2022	2021	2020
Salaries and wages (see Note 17)	**₱628,845,626**	₱175,777,940	₱147,490,272
Professional fees	**322,280,868**	36,165,215	18,977,753
Transportation and travel (see Note 10)	**90,676,352**	61,260,118	55,581,196
Repairs and maintenance	**80,481,523**	16,336,319	11,850,447
Employees' benefits (see Notes 17 and 18)	**73,843,646**	31,030,798	13,303,003
Outside services	**65,752,590**	68,788,796	41,112,898
Training and development	**55,940,182**	6,943,265	17,325,956
Depreciation and amortization (see Note 11)	**51,407,777**	18,952,698	17,708,466
Entertainment, amusement and recreation	**45,880,498**	30,663,933	16,471,423
Taxes and licenses	**39,706,046**	20,310,756	32,979,021
Communication, light and water	**21,394,887**	8,279,854	15,896,023
Insurance	**18,653,787**	23,657,209	35,140,216
Rent (see Note 10 and 22)	**14,870,661**	4,356,689	1,963,559
Advertising	**11,566,038**	4,369,926	3,089,065
Amortization of computer software	**7,663,723**	1,241,475	898,800
Office and medical supplies	**5,598,228**	14,883,999	1,691,536
Bank charges	**2,723,615**	161,545,739	69,003,046
Donations and contributions	**1,981,044**	3,500,000	1,025,000
Others	**22,201,696**	39,925,693	34,137,958
	₱1,561,468,787	₱727,990,422	₱535,645,638

"Others" include books and periodicals, freight and handling, and miscellaneous expenses that do not have specific account classification.

17. Personnel Expenses

	2022	2021	2020
Salaries and wages (see Notes 15 and 16)	**₱976,356,550**	₱701,988,577	₱820,835,747
Employees' benefits (see Notes 15, 16 and 18)	**100,512,000**	80,310,973	37,315,027
	₱1,076,868,550	₱782,299,550	₱858,150,774

18. Pension Benefit Plan

Under the existing regulatory framework, Republic Act (RA) 7641, otherwise known as *The Retirement Pay Law*, requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity. It further states that the employees' retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The Company has a funded, noncontributory, defined benefit pension plan ("Plan") covering all regular and full-time employees and requiring contributions to be made to separately administered fund. This Fund is in the form of a trust being maintained and managed by ACO, under the supervision of the BOT of the Plan. The BOT, whose members are also officers of the Company, is responsible for the investment of the Fund assets. Taking into account the Plans' objectives, benefit obligations and risk capacity, the BOT periodically defines the investment strategy in the form of a long-term target structure.

The following tables summarize the components of net benefit expense recognized in the parent company statements of income and the funded status and amounts recognized in the parent company balance sheets for the Plan.

Net benefit expense

	2022	2021	2020
Retirement expense recognized in the parent company statements of income:			
Current service cost	**₱84,861,478**	₱54,782,900	₱47,275,199
Past service income	**—**	—	(27,403,093)
Net interest cost (income)	**(7,554,846)**	2,758,370	1,536,442
	₱77,306,632	₱57,541,270	₱21,408,548
Remeasurement effects recognized in the parent company statements of comprehensive income:			
Actuarial gain (loss) on defined benefit plan	**₱44,040,647**	₱28,440,004	(₱172,218,686)
Return on assets excluding amount included in net interest cost	**176,073,097**	204,859,913	(228,932,252)
	₱220,113,744	₱233,299,917	(₱401,150,938)

Pension asset

	2022	2021
Present value of obligation	**₱683,224,937**	₱620,481,434
Fair value of plan assets	**(1,001,234,581)**	(766,893,174)
Pension asset	**(₱318,009,644)**	(₱146,411,740)

Changes in the present value of the defined benefit obligation are as follows:

	2022	2021
At January 1	**₱620,481,434**	₱591,217,266
Net benefit costs in parent company statements of income:		
Current service costs	**84,861,478**	54,782,900
Interest cost	**32,016,842**	22,052,404
	116,878,320	76,835,304
Benefits paid	**(10,250,232)**	(17,591,257)
Transfers	**156,062**	(1,539,875)
Remeasurements in other comprehensive income:		
Actuarial loss due to experience adjustments	**8,361,747**	26,373,594
Actuarial gains due to changes in demographic and financial assumptions	**(52,402,394)**	(54,813,598)
	(44,040,647)	(28,440,004)
At December 31	**₱683,224,937**	₱620,481,434

Changes in the fair value of plan assets are as follows:

	2022	2021
At January 1	**₱766,893,174**	₱517,266,330
Interest income included in net interest cost	**39,571,688**	19,294,034
Actual return excluding amount included in net interest cost	**176,073,097**	204,859,913
Actual contributions	**28,790,792**	44,604,029
Benefits paid	**(10,250,232)**	(17,591,257)
Transfers	**156,062**	(1,539,875)
At December 31	**₱1,001,234,581**	₱766,893,174

Changes in pension asset recognized in the parent company balance sheets are as follows:

	2022	2021
At January 1	**(₱146,411,740)**	₱73,950,936
Retirement expense for the year	**77,306,632**	57,541,270
Actuarial gains recognized for the year	**(220,113,744)**	(233,299,917)
Contribution to retirement fund	**(28,790,792)**	(44,604,029)
At December 31	**(₱318,009,644)**	(₱146,411,740)

The fair value of plan assets by each class at the end of the reporting period are as follows:

	2022	2021
Cash and fixed-income investments	**₱70,233,946**	₱84,953,886
Financial assets at FVOCI	**17,406,832**	18,342,100
Financial assets at FVTPL:		
Power	**316,698,744**	343,342,276
Holding	**309,740,651**	461,751,518
Financial institution	**104,402,673**	166,564,692
Others	**185,343,215**	188,260,738
Liabilities of the fund	**(2,591,480)**	(496,322,036)
Fair value of plan assets	**₱1,001,234,581**	₱766,893,174

All equity instruments held have quoted prices in the active market. The remaining plan assets do not have quoted market prices in active market.

The principal assumptions used in determining the net pension asset for the Company's plan are shown below:

	2022	2021
Discount rate	**7.75%**	5.16%
Salary increase rate	**7.00%**	6.00%

The sensitivity analysis below has been determined based on reasonable possible changes of each significant assumption on the defined benefit obligation assuming all other assumptions were held constant:

		2022	2021
	Increase (decrease) in basis points	**Effect on defined benefit obligation**	Effect on defined benefit obligation
Discount rates	100	**₱29,511,799**	₱32,462,950
	(100)	**(33,321,728)**	(37,166,174)
Future salary increases	100	**(₱36,079,306)**	(₱39,066,412)
	(100)	**32,537,132**	34,792,705

The Company does not expect to contribute to the retirement fund in 2023.

The average duration of the defined benefit obligation as of December 31, 2022 and 2021 is 7.99 years and 12.97 years, respectively.

The BOT reviews the performance of the plans on a regular basis. It assesses whether the retirement plans will achieve investment returns which, together with contributions, will be sufficient to pay retirement benefits as they fall due. The Group (to which the Company belongs) also reviews the solvency position of the different member companies on an annual basis and estimates, through the actuary, the expected contribution to the Plan in the subsequent year.

19. **Income Tax**

The "Provision for income tax" account consists of:

	2022	2021	2020
Current:			
Corporate income tax	**₱40,683,530**	₱10,010,271	₱3,788,412
Final tax	**13,986,859**	2,658,666	7,601,851
	54,670,389	12,668,937	11,390,263
Deferred	**308,139,908**	(6,111,162)	16,397,694
	₱362,810,297	₱6,557,775	₱27,787,957

The current provisions for income tax in 2022, 2021 and 2020 represents MCIT.

The net deferred income tax asset (liability) represents the tax effects of the following:

	2022	2021
Deferred income tax asset recognized in the parent company statements of income:		
Deferred income tax assets:		
NOLCO	**₱1,078,103,182**	₱186,426,726
Unamortized past service cost	**52,255,346**	61,028,658
MCIT	**53,055,558**	—
Unrealized valuation loss on derivatives	**—**	217,426,957
	1,183,414,086	464,882,341
Deferred income tax liabilities:		
Unrealized foreign exchange gains	**(1,096,827,061)**	(378,269,851)
Pension asset	**(105,039,340)**	(117,168,300)
Unrealized valuation gain on derivatives	**(37,460,767)**	—
Fair value gain on investment property	**(282,782,636)**	—
	(1,522,109,804)	(495,438,151)
Deferred income tax asset recognized in other comprehensive income:		
Remeasurement effects on defined benefit plan	**25,536,929**	80,565,365
	(₱313,158,789)	₱50,009,555

In computing for deferred income tax asset and liability as of December 31, 2022 and 2021, the rate used was 25%, which is the rate expected to apply to taxable income in the years in which the deferred income tax assets and liabilities are expected to be recovered or settled.

As of December 31, 2022, the Company has the following MCIT that can be claimed as deduction from future income tax liabilities:

MCIT

Period of Recognition	Availment Period	Amount	Expired	Balance
2019	2020-2022	₱13,169,975	₱13,169,975	₱—
2020	2021-2023	2,841,309	—	2,841,309
2021	2022-2024	10,957,375	—	10,957,375
2022	2023-2025	40,683,530	—	40,683,530
		₱67,652,189	₱13,169,975	₱54,482,214

NOLCO

Bayanihan to Recover as One Act (Bayanihan 2)

On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4 of Bayanihan 2 which states that the NOLCO incurred for taxable years 2022 and 2021 can be carried over as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

As of December 31, 2022, the Company has the following NOLCO before taxable year 2020 which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years:

Period of Recognition	Availment Period	Amount	Expired	Balance
2019	2020-2022	₱1,861,955,438	₱1,861,955,438	₱—

As of December 31, 2022, the Company has NOLCO in the following taxable years which can be claimed as deduction against the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan 2, as follows:

Period of Recognition	Availment Period	Amount
2020	2021-2025	₱2,951,472,045
2021	2022-2026	1,360,940,683
		₱4,312,412,728

The Company did not recognize deferred income tax assets on its MCIT amounting to ₱1.4 million since management believes that the carryforward benefits of MCIT will not be utilized prior to their expiration.

The reconciliation of the provision for income tax on income before income tax computed at the statutory tax rate to the provision for income tax reported in the parent company statements of income follows:

	2022	2021	2020
Provision for income tax at the statutory tax rate of 25% in 2022 and 2021 and 27.5% in 2020	**₱3,934,624,160**	₱19,433,680,632	₱2,067,764,776
Add (deduct) income tax effects of the following:			
Unrecognized deferred tax assets	**(393,859,713)**	197,692,729	902,606,813
Nondeductible expenses	**32,167,930**	12,508,925	26,051,220
Nontaxable income	**(3,190,581,828)**	(19,628,792,367)	(2,962,202,765)
Income subjected to final tax	**(19,540,252)**	(1,473,879)	(6,432,087)
Adjustment on prior year current tax	**—**	(947,103)	—
Adjustment on prior year deferred tax at lower rate	**—**	(6,111,162)	—
	₱362,810,297	₱6,557,775	₱27,787,957

20. Financial Risk Management Objectives and Policies

The Company's principal financial instruments comprise of cash in banks and cash equivalents, short-term cash deposits, investment in debt and equity securities, long-term debts, and lease liabilities. The main purpose of these financial instruments is to raise finance for the Company's operations and its investments in existing subsidiaries and associates and in new projects. The Company has other financial assets and liabilities such as trade and other receivables and accounts payable and accrued expenses which arise directly from operations.

The main risks arising from the Company's financial instruments are interest rate risk resulting from movements in interest rates that may have an impact on outstanding long-term loans; credit risk involving possible exposure to counterparty default on its cash and cash equivalents and investment in debt and equity securities; liquidity risk in terms of the proper matching of the type of financing required for specific investments; and foreign exchange risk in terms of foreign exchange fluctuations that may significantly affect its foreign-currency-denominated placements.

Credit risk
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

The Company's credit risk on its cash in banks and cash equivalents, short-term cash deposits, trade and other receivables and due from to subsidiaries pertains to possible default by the counterparty, with a maximum exposure equal to the carrying amount of these assets. With respect to cash equivalents, the risk is mitigated by the short-term and/or liquid nature of its short-term investments mainly in bank deposits and placements, which are placed with financial institutions of high credit standing. With respect to accounts receivables and advances to subsidiaries and associates, credit risk is controlled by the application of credit approval, limit and monitoring procedures. It is the

Company's policy that all debtors who wish to trade on credit terms are subject to credit procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant.

The Company has no significant concentration risk to a counterparty or company of counterparties.

As of December 31, 2022 and 2021, the credit quality of the Company's financial assets is considered to be of high grade as these are expected to be collectible without incurring any credit losses.

The Company trades with related parties and recognized, creditworthy third parties.

Counterparty risk
The Company's counterparty risk encompasses issuer risk on investment securities and credit risk on cash in bank, cash equivalents and short-term cash deposits. The Company manages its counterparty risk by transacting with counterparties of good financial condition and selecting investment grade securities.

The Company's maximum counterparty exposure is related to its cash and cash equivalents accounts and short-term cash deposits which have a balance of ₱41.3 billion and ₱72.8 billion as of December 31, 2022 and 2021, respectively.

Liquidity risk
Liquidity risk is the potential of not meeting obligations as they come due because of an inability to liquidate assets or obtain adequate funding. The Company maintains sufficient cash and cash equivalents to finance its operations. Any excess cash is invested in short-term cash deposits. These placements are maintained to meet maturing obligations and pay dividend declarations. The Company, in general, matches the appropriate long-term funding instruments with the general nature of its equity investments.

In managing its short-term fund requirements, the Company's policy is to ensure that there are sufficient working capital inflows to match repayments of short-term borrowings. With regards to its long-term financing requirements, the Company's policy is that not more than 25.0% of long-term borrowings should mature in any 12-month period.

Cash and cash equivalents, short-term cash deposits and trade and other receivables, which are all short-term in nature, have balances of ₱41.6 billion and ₱74.2 billion as of December 31, 2022 and 2021, respectively. These financial assets will be used to fund short-term and operational liquidity needs of the Company.

The following table summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments (amounts in thousands):

December 31, 2022

	Total Carrying Value	Contractual undiscounted payments				
		Total	On demand	Less than 1 year	1 to 5 years	More than 5 years
Accounts payable and accrued expenses*	₱651,312	₱651,312	₱—	₱651,312	₱—	₱—
Lease liabilities	6,452	6,580	—	6,580	—	—
Long-term debts	57,101,418	57,571,350	—	6,953,300	38,068,050	12,550,000
Total	₱57,759,182	₱58,229,242	₱—	₱7,611,192	₱38,068,050	₱12,550,000

**Excludes statutory liabilities*

December 31, 2021

	Total Carrying Value	Contractual undiscounted payments				
		Total	On demand	Less than 1 year	1 to 5 years	More than 5 years
Accounts payable and accrued expenses*	₱472,519	₱472,519	₱—	₱472,519	₱—	₱—
Lease liabilities	57,931	60,518	—	53,938	6,580	—
Long-term debts	37,302,867	56,145,257		2,011,491	45,523,504	8,610,262
Total	₱37,833,317	₱56,678,294	₱—	₱2,537,948	₱45,530,084	₱8,610,262

**Excludes statutory liabilities*

Market risk

The Company's activities expose it primarily to the financial risks of changes in interest rates. There has been no change to the Company's exposure to market risks or the manner in which it manages and measures the risk.

Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates.

The Company's exposure to market risk for changes in interest rates relates primarily to its long-term debts obligations. To manage this risk, the Company determines the mix of its debt portfolio as a function of the level of current interest rates, the required tenor of the loan, and the general use of the proceeds of its various fund raising activities.

As of December 31, 2022 and 2021, all of the Company's long-term debts are with fixed rates, ranging from 2.84% to 7.53% and 2.84% and 6.32%, respectively.

Interest on financial instruments classified as fixed rate is fixed until the maturity of the instrument. The other financial instruments of the Company that are non-interest bearing, are not subject to interest rate risk.

Foreign exchange risk

The foreign exchange risk of the Company is mainly with respect to its foreign-currency-denominated cash and cash equivalents. To mitigate the risk of incurring foreign exchange losses, foreign currency holdings are matched against the potential need for foreign currency in financing equity investments and new projects.

The Company enters into a foreign currency forward contracts to economically hedge its US dollar-denominated cash and cash equivalents and short-term cash deposits. The foreign currency forward contracts are not designated as cash flow hedges (see Note 21).

	2022		2021	
	US Dollar	**Peso Equivalent**	US Dollar	Peso Equivalent
Financial assets				
Cash and cash equivalents	**$262,322,303**	**₱14,625,780,009**	$1,413,070,976	₱72,065,206,706
Short-term deposits	**355,135,311**	**19,800,569,271**	10,086,181	514,385,122
Investments in financial assets at FVTPL, FVOCI and debt investments	**63,067,687**	**3,516,338,891**	45,983,506	2,345,112,820
	$680,525,301	**₱37,942,688,171**	$1,469,140,663	₱74,924,704,648

The exchange rate for December 31, 2022 and 2021 is ₱55.76 and ₱51.00 per US$1, respectively. As a result of the translation of these foreign currency denominated assets, the Company reported net foreign exchange gain of ₱5.1 billion and ₱1.9 billion in 2022 and 2021, respectively.

The following table demonstrates the sensitivity to a reasonable possible change in the US dollar exchange rates, with all other variables held constant, of the Company's income before income tax as of December 31, 2022 and 2021:

	Increase (decrease) in US dollar rate against the Peso	Effect on income before income tax
2022		
US dollar denominated accounts	**US Dollar strengthens by 5%**	**₱1,897,134,408**
	US Dollar weakens by 5%	**(1,897,134,408)**
2021		
US dollar denominated accounts	US Dollar strengthens by 5%	₱3,789,249,565
	US Dollar weakens by 5%	(3,789,249,565)

Capital Management

Capital includes equity attributable to the equity holders of the parent company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes during the years ended December 31, 2022 and 2021.

The Company is required to maintain a certain level of equity under its bond trust agreement (see Note 12).

The Company monitors capital using a gearing ratio, which is net debt divided by equity plus net debt. The Company's policy is to keep the gearing ratio at 70% or below. The Company determines net debt as the sum of bank loans and long-term debts less cash and short-term deposits.

Gearing ratios of the Company are as follows (amounts in thousands):

	2022	2021
Long-term debts and lease liabilities	**₱57,107,870**	₱37,360,798
Cash and cash equivalents (including short-term cash deposits)	**(41,270,895)**	(72,847,694)
Advances to related parties	**(300,000)**	(573,875)
Net debt (a)	**15,536,975**	(36,060,771)
Equity	**127,857,008**	121,473,875
Equity and net debt (b)	**₱143,393,983**	₱85,413,103
Gearing ratio (a/b)	**10.84%**	(42.22%)

21. Financial Instruments

Fair Value of Financial Instruments

Fair value is defined as the amount at which the financial instrument could be sold in a current transaction between knowledgeable willing parties in an arm's length transaction, other than in a forced liquidation or sale. Fair values are obtained from quoted market prices, discounted cash flow models and option pricing models, as appropriate.

A financial instrument is regarded as quoted in an active market if quoted prices are readily available from an exchange, dealer, broker, pricing services or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis. For a financial instrument with an active market, the quoted market price is used as its fair value. On the other hand, if transactions are no longer regularly occurring even if prices might be available and the only observed transactions are forced transactions or distressed sales, then the market is considered inactive. For a financial instrument with no active market, its fair value is determined using a valuation technique (e.g. discounted cash flow approach) that incorporates all factors that market participants would consider in setting a price.

Set out below is a comparison by category of carrying amounts and fair value of all of the Company's long-term debts whose fair value is different from its carrying amount (amount in thousand pesos):

	2022		2021	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Financial Liability:				
Long-term debts	**₱57,101,418**	**₱54,257,840**	₱37,302,867	₱36,654,174
Lease liabilities	**6,452**	**6,473**	57,931	61,973
	₱57,107,870	**₱54,264,313**	₱37,360,798	₱36,716,147

The following methods and assumptions are used to estimate the fair value of each class of financial instruments:

Cash and cash equivalents, short-term deposits, trade and other receivables and accounts payable and accrued expenses

The carrying amounts of cash and cash equivalents, trade and other receivables and accounts payable and accrued expenses approximate their fair value due to the relatively short-term maturity of these financial instruments.

Investments in financial asset at FVTPL and FVOCI
These securities are carried at fair values based on quoted market prices.

Debt investments at amortized cost
Debt investments are presented at cost since management has no reliable basis to estimate the timing of cash flows.

Derivative financial instruments
The fair value of the foreign currency forward is calculated by reference to prevailing exchange rate differential and spot exchange rate as of valuation date, taking into account its remaining term to maturity.

Starting 2021, the Company started to enter foreign currency forward contracts to economically hedge the Company's exposure on foreign currency fluctuation.

As of December 31, 2022 and 2021, the outstanding notional amount of the forward contracts amounted to $208.0 million and $1.1 billion, respectively. Derivative asset amounted to ₱149.8 million and derivative liability amounted to ₱869.7 million as of December 31, 2022 and 2021, respectively.

The net losses from the net fair value changes of derivatives not designated as accounting hedges are included under "Other income (expense) - net" in the parent company statements of income. Realized gain (loss) on derivatives financial instruments amounted to ₱728.3 million loss and ₱66.2 million gain in 2022 and 2021, respectively. In addition, the Company recognized unrealized fair value gain (loss) on derivatives amounting to ₱149.8 million gain in 2022 and ₱869.7 million loss in 2021.

Fixed-rate borrowings
The fair values of fixed rate interest bearing loans are based on the discounted value of future cash flows using the applicable rates for similar types of loans ranging from 5.66% to 8.07% and 3.08% to 5.97% in 2022 and 2021, respectively.

Lease liabilities
The fair values are using Level 3 of the fair value hierarchy and are based on discounted value of expected cash flows using the applicable credit-adjusted risk-free rates of 2.68% and 4.66% in 2022 and 2021, respectively.

As of December 31, 2022 and 2021, the Company held the following financial instruments that are measured and carried or disclosed at fair value (amounts in thousand pesos):

December 31, 2022

	Total	Level 1	Level 2	Level 3
Carried at fair value:				
Investments in equity				
at FVTPL	**₱64,460**	**₱64,460**	**₱—**	**₱—**
at FVOCI	**3,506,212**	**3,506,212**	**—**	**—**
Derivative asset	**149,843**	**—**	**149,843**	**—**
Disclosed at fair value:				
Long-term debts - fixed rate	**54,257,840**	**—**	**—**	**54,257,840**
Lease liabilities	**6,473**	**—**	**—**	**6,473**

December 31, 2021

	Total	Level 1	Level 2	Level 3
Carried at fair value:				
Investments in equity				
at FVTPL	₱55,416	₱55,416	₱—	₱—
at FVOCI	2,313,423	2,313,423	—	—
Derivative liability	869,708	—	869,708	—
Disclosed at fair value:				
Long-term debts - fixed rate	36,654,174	—	—	36,654,174
Lease liabilities	61,973	—	—	61,973

During the years ended December 31, 2022 and 2021, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurement.

22. Lease Agreements

Set out below, are the carrying amounts of the Company's right-of-use assets and lease liabilities and the movements during the year:

2022

	Right-of-use assets	Lease Liability
As at January 1	**₱42,797,800**	**₱57,930,658**
Amortization expense	**(29,129,574)**	**—**
Interest expense	**—**	**2,460,187**
Payments	**—**	**(53,938,407)**
As at December 31	**₱13,668,226**	**₱6,452,437**

2021

	Right-of-use assets	Lease Liability
As at January 1	₱86,440,947	₱123,711,681
Amortization expense	(23,791,552)	—
Interest expense	—	5,571,961
Payments	—	(53,097,091)
Others	(19,851,595)	(18,255,893)
As at December 31	₱42,797,800	₱57,930,658

The carrying amount of the Company's right-of-use assets is presented as part of "Property, and equipment".

Set out below, are the amounts recognized in the Parent Company statements of income:

	2022	2021	2020
Amortization expense of right-of-use assets	**₱29,129,574**	₱23,791,552	₱37,248,219
Interest expense on lease	**2,460,187**	5,571,961	8,490,539
Rent expense – low value assets	**399,091**	14,286	168,475
Rent expense – short-term leases	**22,689,354**	17,384,632	10,759,427
	₱54,678,206	₱46,762,431	₱56,666,660

23. **Notes to Statements of Cash Flows**

The following are the cash flow movements of the Company's financing liabilities:

December 31, 2022

			Non-cash Change				
	January 1, 2022	**Net cash flows**	**Amortized deferred financing costs**	**Accreted interest**	**Interest expense**	**Reclassification and Others**	**December 31, 2022**
Current interest - bearing loans	**₱39,948,502**	**(₱50,000,000)**	**₱10,051,498**	**₱—**	**₱—**	**₱6,914,535,734**	**₱6,914,535,734**
Current lease liabilities	**51,478,221**	**(53,938,407)**	**—**	**—**	**—**	**8,912,623**	**6,452,437**
Accrued interest	**186,434,897**	**(1,662,802,712)**	**—**	**—**	**1,738,844,870**	**—**	**262,477,055**
Non-current interest - bearing loans	**37,262,918,460**	**19,759,320,594**	**79,178,797**	**—**	**—**	**(6,914,535,733)**	**50,186,882,118**
Non-current Lease liabilities	**6,452,437**	**—**	**—**	**2,460,187**	**—**	**(8,912,624)**	**—**
	₱37,547,232,517	**₱17,992,579,475**	**₱89,230,295**	**₱2,460,187**	**₱1,738,844,870**	**₱—**	**₱57,370,347,344**

December 31, 2021

			Non-cash Change				
	January 1, 2021	Net cash flows	Amortized deferred financing costs	Accreted interest	Interest expense	Reclassification and Others	December 31, 2021
Current interest-bearing loans	₱—	₱—	₱—	₱—	₱—	₱39,948,502	₱39,948,502
Current lease liabilities	54,171,501	(53,097,091)	—	—	—	50,403,811	51,478,221
Accrued interest	206,512,408	(1,769,026,122)	—	—	1,748,948,611	—	186,434,897
Non-current interest-bearing loans	37,616,201,684	(402,003,427)	88,668,705	—	—	(39,948,502)	37,262,918,460
Non-current Lease liabilities	69,540,180	—	—	5,571,961	—	(68,659,704)	6,452,437
	₱37,946,425,773	(₱2,224,126,640)	₱88,668,705	₱5,571,961	₱1,748,948,611	(₱18,255,893)	₱37,547,232,517

24. Financial Assets at Fair Value Through Other Comprehensive Income

The Company's financial assets at FVOCI consist of the following:

	2022	2021
Debt Securities		
Private bonds and commercial papers	**₱2,801,254,540**	₱1,210,312,645
Government bonds	**704,957,416**	1,103,110,336
	₱3,506,211,956	₱2,313,422,981

The debt securities from government bonds have interest rate of 2.75% to 4.20% per annum in 2022 and 2.75% per annum in2021, while debt securities from private bonds have interest rates ranging from 2.95% to 4.88% and 3.37% to 7.38% per annum in 2022 and 2021, respectively.

The Company recognized net unrealized mark-to-market losses on financial assets at FVOCI investments amounting to ₱36.7 million in 2022 and ₱3.1 million in 2021. These amounts were included under "Other comprehensive income (loss)" in the parent company statements of comprehensive income.

25. Investment Properties

In 2022, the Company received property dividend from CPDC in the form of investment property amounting to ₱23.2 million.

Rent income earned from the investment properties amounted to ₱13.5 million in 2022. No significant costs were incurred in maintaining these investment properties. There were no restrictions on the realizability of these investment properties.

Fair Value

As of December 31, 2022, the fair values of the properties are based on valuations performed by an accredited independent valuer. The valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

The fair value of the Company's investment properties were determined as follows:

In valuing the building and building improvements, the Company used the Market Approach. This is an appraisal technique in which the Fair Value estimate is predicated based upon prices paid in actual market transactions and current listings, the former fixing the lower limit of value in a static or advancing market (price wise), and fixing the higher limit of value in a declining market; and the latter fixing the higher limit in any market.

The appraiser gathers data on sales and listings of comparable property registered within the vicinity. The technique of Market Approach requires the adjustments of comparable property by reducing reasonable comparative sales and listings to a common denominator. This was done by adjusting the differences between the subject property and those actual sales and listings regarded as comparable.

The properties used as bases of comparison are situated within the immediate vicinity of the subject property. The most variable elements of comparison was premised on the factors of location, size and shape of the lot, time element and others.

Fair value investment properties are estimated under Level 3 inputs.

	Fair value at December 31, 2022	Valuation technique	Significant unobservable inputs	Range (weighted average)
Building and Building Improvements	₱1,154,387,963	Market Approach	Price per actual market and current listings	₱179,966 - ₱226,872 per sqm

The Company recognized fair value gain amounting to ₱1.1 billion in 2022.

If said properties were measured using the cost model, the carrying amount would be ₱19.9 million as of December 31, 2022.

26. Events After the Reporting Period and Other Matters

a. To comply with the requirements of Section 43 of the Corporation Code, on March 3, 2023, the BOD approved the declaration of a regular cash dividend of ₱1.47 per share (₱8.3 billion) to all stockholders of record as of March 17, 2023. These dividends will be taken out of the unrestricted retained earnings as of December 31, 2022, and will be paid on March 30, 2023. Said declaration is in compliance with the Company's policy of distributing a regular dividend equivalent to at least 33% of previous year's consolidated net income.

b. On March 3, 2023, the BOD approved the appropriation of ₱20.0 billion of the Company's retained earnings as of December 31, 2022 for debt payment of AEV and the reversal of appropriation of ₱11.0 billion for the prepayment of US dollar loans.

27. Supplementary Information Required Under Revenue Regulations (RR) 15-2010

On November 25, 2010, the Bureau of Internal Revenue (BIR) issued RR 15-2010, requiring additional tax disclosures on the notes to the financial statements that will be submitted as an attachment to tax returns.

The Company reported and/or paid the following types of taxes in 2022:

Value-added tax (VAT)

The Company's sales are subject to output VAT while its importations and purchases from other VAT-registered individuals or corporations are subject to input VAT. The VAT rate is 12.0%.

a. Net Sales/Receipts and Output VAT declared in the Company's VAT returns for 2022

	Net Sales/ Receipts	Output VAT
Taxable sales:		
Sale of goods	₱—	₱—
Sale of services	1,494,689,785	179,362,774
	₱1,494,689,785	₱179,362,774

Zero-rated sales of goods and services consist of those rendered to persons or entities whose exemptions are provided under special laws or international agreements to which the Philippines is a signatory.

b. Input VAT claimed per 2022 VAT Returns

Balance at January 1	₱9,691,903
Current year's domestic purchases/payments for:	
Goods other than for resale or manufacture	6,366,549
Capital goods not subject to amortization	90,270,529
Services lodged under cost of services sold and other accounts	53,277,829
	155,214,310
VAT input applied against VAT output	165,214,810
Balance at December 31	₱—

Other Taxes and Licenses

Taxes and licenses, local and national, include real estate taxes, licenses and permit fees for 2022:

Included in General and Administrative Expenses:	
License and permits fees	₱23,138,306
Documentary stamps taxes	10,807,544
Others	5,760,196
	₱39,706,046

Withholding Taxes

Final withholding taxes	₱359,009,839
Withholding taxes on compensation and benefits	253,729,669
Expanded withholding taxes	33,722,580
	₱573,432,088

Tax Assessments and Cases

The Company has no pending tax cases outside the administration of the BIR.

SECURITIES AND EXCHANGE COMMISSION
SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila Philippines
Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph

The following document has been received:

Receiving: Salvador Baculanta
Receipt Date and Time: April 11, 2023 11:04:54 AM

Company Information

SEC Registration No.: CEO0002536
Company Name: ABOITIZ EQUITY VENTURES INC.
Industry Classification: K74140
Company Type: Stock Corporation

Document Information

Document ID: OST1041120238999462
Document Type: Financial Statement
Document Code: FS
Period Covered: December 31, 2022
Submission Type: Consolidated
Remarks: None

Acceptance of this document is subject to review of forms and contents

DocuSign Envelope ID: 99CFF6EF-CC3F-435C-90AF-7C44DC404979

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

C	E	0	2	5	3	6				

COMPANY NAME

A	B	O	I	T	I	Z		E	Q	U	I	T	Y		V	E	N	T	U	R	E	S	,		I	N	C	.	
A	N	D		S	U	B	S	I	D	I	A	R	I	E	S															

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

3	2	n	d		S	t	r	e	e	t	,		B	o	n	i	f	a	c	i	o		G	l	o	b	a	l	
C	i	t	y	,		T	a	g	u	i	g		C	i	t	y	,		M	e	t	r	o		M	a	n	i	l	
a	,		P	h	i	l	i	p	p	i	n	e	s																	

Form Type	Department requiring the report	Secondary License Type, If Applicable
A C F S	C R M D	N / A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number	Mobile Number
www.aboitiz.com.ph	(2) 8886-2800	None

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
8288	April 25	December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
Timothy Joseph P. Abay	timothy.abay@aboitiz.com	(02) 8886-2496	Not available

CONTACT PERSON's ADDRESS

c/o Aboitiz Equity Ventures, Inc., 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines

NOTE 1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

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

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Equity Ventures

SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA Greenhills
Mandaluyong, Metro Manila

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Aboitiz Equity Ventures, Inc.** is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended **December 31, 2022** and **2021**, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

ENRIQUE M. ABOITIZ JR.
Chairman of the Board

SABIN M. ABOITIZ
President & Chief Executive Officer

JOSE EMMANUEL U. HILADO
Senior Vice President - Chief Financial Officer

Signed this **3rd day of March, 2023.**

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Equity Ventures

Republic of the Philippines)
Taguig City MAKATI CITY) S.S.

Before me, a notary public in and for the city named above, personally appeared:

Name	Passport/CTC	Date/Place Issued
Enrique M. Aboitiz Jr.	P6213075A	
Sabin M. Aboitiz	P2003168A	
Jose Emmanuel U. Hilado		

who are personally known to me and to me known to be the same persons who presented the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this _____ day of APR 0 3 2023 **2023.**

ATTY.GEORGE DAVID D. SITON
NOTARY PUBLIC FOR MAKATI CITY
APPT. NO. [illegible] - UNTIL DEC. [illegible]
ROLL NO. 68407 / MCLE COMPLIANCE NO. [illegible]/2-15-2022
IBP O.R No.[illegible] LIFETIME MEMBER MAY 5, 2017
PTR No. MKT 9563580 JAN 03, 2023-MAKATI CITY
EXECUTIVE BLDG. CENTER MAKATI AVE., COR. JUPITER ST., MAKATI CITY

Doc. No. 2 ;
Page No. 02 ;
Book No. 462 ;
Series of **2023.**

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SGV
Building a better working world

SyCip Gorres Velayo & Co.
6760 Ayala Avenue
1226 Makati City
Philippines

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Fax: (632) 8819 0872
ey.com/ph

INDEPENDENT AUDITOR'S REPORT

The Board of Directors and Stockholders
Aboitiz Equity Ventures, Inc.
32nd Street, Bonifacio Global City,
Taguig City, Metro Manila
Philippines

Opinion

We have audited the consolidated financial statements of Aboitiz Equity Ventures, Inc. and its subsidiaries (the Group), which comprise the consolidated balance sheets as at December 31, 2022 and 2021, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2022, and notes to the consolidated financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

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

Key Audit Matters

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

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We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Accounting for the Acquisition of Shares in GMR Megawide Cebu Airport Corporation (GMCAC)

In September 2022, the Group, through Aboitiz Infracapital, Inc. (AIC), acquired 33 1/3% interest in GMCAC for a total consideration of ₱9.5 billion through a primary infusion to GCMAC and secondary purchase of shares from MCC and GMR. In addition, for a total consideration of ₱15.5 billion, MCC and GMR issued non-interest bearing exchangeable notes to AIC which can either be settled by exchanging MCC and GMR's remaining 66 2/3% stake in GMCAC or through a cash option which is equivalent to ₱15.5 billion plus interest of 19% per annum.

We consider the accounting for these transactions as a key audit matter because of the significance of the amount, as well as the significant management judgments involved in determining existence of control or significance influence and the classification of the exchangeable notes. The Group's disclosures about these transactions are in Note 10 to the consolidated financial statements.

Audit Response
We obtained an understanding on the Group's accounting for these transactions though discussions with management and our review of the Share Subscription and Transfer Agreement and the Exchangeable Notes Agreement. We also evaluated management's assessment on existence of either control or significant influence in accordance with PFRS 10, *Consolidated Financial Statements* and PAS 28, *Investments in Associates and Joint Ventures,* respectively, as well as the classification of the exchangeable notes in accordance with PFRS 9, *Financial Instruments*. We have reviewed management's accounting of the investment and the exchangeable notes and performed procedures to check the results of operations commencing from the acquisition date. We also evaluated the presentation and the disclosures of the transactions in the consolidated financial statements.

Impairment Testing of Goodwill

Under PFRSs, the Group is required to annually test the amount of goodwill for impairment. As of December 31, 2022, the goodwill attributable to several cash-generating units (CGUs) amounted to ₱60.0 billion or 7% of total consolidated assets, which is considered significant to the consolidated financial statements. In addition, management's assessment process requires significant judgment and is based on assumptions which are subject to uncertainty on the estimation process due to the current economic conditions which have been impacted by the coronavirus pandemic, specifically discount and growth rates, revenue assumptions, and material price inflation.

The Group's disclosures about goodwill are included in Note 14 to the consolidated financial statements.

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Audit Response
We involved our internal specialist in assessing the methodologies and assumptions used. We compared the key assumptions used, such as growth rate and revenue assumptions against the historical performance of the CGUs, industry outlook and other relevant external data, taking into consideration the impact associated with the coronavirus pandemic. We tested the parameters used in the determination of the discount rates against market data. We also reviewed the Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive; specifically, those that have the most significant effect on the determination of the recoverable amount of goodwill.

Revenue Recognition of Distribution Utilities

The distribution utilities' revenue from the sale of electricity amounting to ₱57.2 billion accounts for 19% of the Group's consolidated revenues and is material to the Group. This matter is significant to the audit because the revenue recognized depends on the electric consumption captured, the rates applied across different customers, and the systems involved in the billing process. Electric consumption captured is based on the meter readings taken on various dates for the different types of customers (i.e., industrial, commercial, and residential customers) within the franchise areas of operations of the distribution utilities.

The Group's disclosures related to this matter are provided in Notes 2 and 26 to the consolidated financial statements.

Audit Response
We obtained an understanding and evaluated the design and tested the controls over the billing and revenue process which includes the capture and accumulation of meter data in the billing system and calculation of billed amounts, and uploading of billed amounts from the billing system to the financial reporting system. We performed a test calculation of the rates using the Energy Regulatory Commission-approved rates and formulae, then compared them with the rates used in billing statements.

Recoverability of Certain Segments of Property, Plant and Equipment

Based on the assessment of the Group as of December 31, 2022, certain segments of its property, plant and equipment totaling ₱5.5 billion, may be impaired due to the existence of impairment indicators. As such, the Group assessed the recoverable amount of these segments of property, plant and equipment and this requires significant judgment and involves estimation and assumptions about future electricity generation levels and costs as well as external inputs such as fuel prices, electricity prices and discount rates. In addition, because of the coronavirus pandemic, there is heightened level of uncertainty on the future economic outlook and market forecast. Hence, we consider such assessment as a key audit matter in our audit.

The disclosures about the recoverability of certain segments of property, plant and equipment are included in Note 13 to the consolidated financial statements.

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Audit Response
We involved our internal specialist in assessing the methodologies and assumptions used. We compared the key assumptions used against the historical performance of certain segments of property, plant and equipment, industry outlook and other relevant external data, taking into consideration the impact associated with the coronavirus pandemic. We tested the parameters used in the determination of the discount rate against market data. We also reviewed the Group's disclosures about those assumptions to which the outcome of the impairment test is most sensitive; specifically those that have the most significant effect on the determination of the recoverable amounts of certain segments of property, plant and equipment.

Accounting for Investment in an Associate

The Group has an investment in Union Bank of the Philippines (UBP), which is a universal bank that is publicly listed in the Philippine Stock Exchange and accounted for under the equity method. For the year ended December 31, 2022, the Group's share in the net income of UBP amounted to ₱6.3 billion and accounts for 16% of the Group's consolidated net income. The Group's share in UBP's net income is significantly affected by the level of provisioning of its loans and receivables applying the expected credit loss (ECL) model. This matter is significant to our audit because the application of the ECL model requires significant management judgment and estimates.

The Group's disclosures on investments in associates are in Notes 2 and 10 to the consolidated financial statements.

Audit Response
We obtained the financial information of UBP for the year ended December 31, 2022 and recomputed the Group's share in net income of UBP and assessed the disclosures of the investment in associate in the consolidated financial statements.

We obtained an understanding of the methodologies and models used for UBP's different credit exposures and assessed whether these considered the requirements of PFRS 9, *Financial Instruments*, to reflect an unbiased and probability-weighted outcome, and to consider the time value of money and the best available forward-looking information. We also inspected and considered the results of the model validation on the risk rating performed by management's specialist.

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We (a) assessed UBP's segmentation of its credit risk exposures based on homogeneity of credit risk characteristics; (b) tested the definition of default and significant increase in credit risk criteria against historical analysis of accounts, credit risk management policies and practices in place, and management's assessment of the impact of the coronavirus pandemic on the counterparties; (c) tested UBP's application of internal credit risk rating system, including the impact of the coronavirus pandemic on the borrowers, by reviewing the ratings of sample credit exposures; (d) tested loss given default by inspecting historical recoveries and related costs, write-offs and collateral valuations, and the effects of credit enhancements provided by any party; (e) tested exposure at default considering outstanding commitments and repayment scheme; (f) checked the forward-looking information used for overlay through statistical test and corroboration using publicly available information and our understanding of UBP's lending portfolios and broader industry knowledge, including the impact of the coronavirus pandemic; and (g) tested the effective interest rate used in discounting the ECL.

Further, we checked the data used in the ECL models by reconciling data from source system reports to the data warehouse and from the data warehouse to the loss allowance models and financial reporting systems. To the extent that the loss allowance analysis is based on credit exposures that have been disaggregated into subsets of debt financial assets with similar risk characteristics, we traced or re-performed the disaggregation from source systems to the loss allowance analysis.

We recalculated impairment provisions on a sample basis. We involved our internal specialists in the performance of the above procedures.

Consolidation Process

Aboitiz Equity Ventures, Inc. owns a significant number of domestic and foreign entities at varying equity interests. We considered the consolidation process as a key audit matter because it required significant auditor attention, particularly on the following areas: (a) fair value adjustments arising from business combinations, (b) numerous intercompany transactions, (c) alignment of accounting policies of the investees with the Group's policy on property, plant and equipment and investment properties, (d) translation of investees' foreign-currency-denominated financial information to the Group's functional currency and (e) other equity adjustments.

The Group's disclosures on the basis of consolidation are in Note 2 to the consolidated financial statements.

Audit Response
We obtained an understanding of the Group's consolidation process and the related controls, the process for identifying related parties and related party transactions, as well as reconciliation of intercompany balances. We also checked the entities included in the consolidation and reviewed the foreign currency translation adjustments, as well as the alignment of accounting policies on property, plant and equipment and investment properties.

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Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2022, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2022 are expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

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

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a

guarantee that an audit conducted in accordance with PSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern.

  If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partner on the audit resulting in this independent auditor's report is Jhoanna Feliza C. Go.

SYCIP GORRES VELAYO & CO.

Jhoanna Feliza C. Go
Partner
CPA Certificate No. 0114122
Tax Identification No. 219-674-288
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 114122-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-103-2022, November 7, 2022, valid until November 6, 2025
PTR No. 9564628, January 3, 2023, Makati City

March 3, 2023

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(Amounts in Thousands)

	December	
	2022	2021
ASSETS		
Current Assets		
Cash and cash equivalents (Note 4)	**₱101,526,260**	₱147,534,035
Trade and other receivables (Note 5)	**61,319,148**	48,020,420
Inventories (Note 6)	**46,161,542**	31,992,459
Derivative asset (Note 37)	**2,669,218**	1,383,903
Other current assets (Notes 7 and 8)	**46,282,770**	25,418,264
Total Current Assets	**257,958,938**	254,349,081
Noncurrent Assets		
Property, plant and equipment (Notes 13 and 18)	**224,711,720**	220,018,207
Investments and advances (Note 10)	**195,855,745**	154,815,613
Intangible assets (Note 14)	**78,375,252**	74,338,411
Investment properties (Notes 15 and 31)	**14,423,957**	12,227,553
Deferred income tax assets - net (Note 32)	**1,723,675**	1,976,548
Trade receivables - net of current portion (Note 5)	**329,538**	366,651
Derivative asset - net of current portion (Note 37)	**395,644**	75,718
Net pension assets (Note 30)	**487,129**	293,168
Other noncurrent assets (Notes 8 and 16)	**33,720,624**	15,145,672
Total Noncurrent Assets	**550,023,284**	479,257,541
TOTAL ASSETS	**₱807,982,222**	₱733,606,622
LIABILITIES AND EQUITY		
Current Liabilities		
Trade and other payables (Notes 17, 35 and 40)	**₱59,347,137**	₱45,779,404
Bank loans (Note 18)	**45,367,586**	35,415,424
Current portions of:		
Long-term debts (Note 19)	**17,926,663**	18,608,778
Long-term obligation on Power Distribution System (PDS) (Note 14)	**40,000**	40,000
Lease liabilities (Notes 13 and 22)	**9,420,133**	8,291,721
Derivative liability (Note 37)	**330,809**	1,180,048
Income tax payable	**555,580**	382,223
Total Current Liabilities	**132,987,908**	109,697,598

(Forward)

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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	December	
	2022	2021
Noncurrent Liabilities		
Noncurrent portions of:		
Long-term debts (Note 19)	**₱285,612,355**	₱253,069,865
Lease liabilities (Note 22)	**18,440,790**	25,964,507
Trade payables (Notes 17 and 35)	**1,107,359**	982,617
Long-term obligation on PDS (Note 14)	**105,390**	125,532
Customers' deposits (Note 20)	**8,314,885**	7,374,767
Decommissioning liability (Note 21)	**5,654,234**	5,686,224
Deferred income tax liabilities - net (Note 32)	**2,469,668**	2,270,797
Net pension liability (Note 30)	**756,404**	493,293
Derivative liability - net of current portion (Note 37)	**330,592**	174,664
Total Noncurrent Liabilities	**322,791,677**	296,142,266
Total Liabilities	**455,779,585**	405,839,864
Equity Attributable to Equity Holders of the Parent		
Capital stock (Note 23)	**5,694,600**	5,694,600
Additional paid-in capital (Note 23)	**13,013,197**	13,013,197
Equity reserve (Notes 2, 9 and 10)	**29,491,200**	29,491,200
Accumulated other comprehensive income (Note 25)	**(4,424,925)**	(235,375)
Retained earnings (Notes 10 and 24)		
Appropriated	**79,800,000**	9,200,000
Unappropriated	**133,269,226**	188,162,793
Treasury stock at cost (Note 23)	**(647,672)**	(647,672)
	256,195,626	244,678,743
Non-controlling Interests	**96,007,011**	83,088,015
Total Equity	**352,202,637**	327,766,758
TOTAL LIABILITIES AND EQUITY	**₱807,982,222**	₱733,606,622

See accompanying Notes to Consolidated Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION CEBU
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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME

(Amounts in Thousands, Except Earnings Per Share Amounts)

	Years Ended December 31		
	2022	2021	2020
REVENUES			
Sale of:			
Power (Note 26)	**₱193,625,879**	₱134,043,812	₱109,867,394
Goods	**103,562,218**	83,065,597	71,286,473
Real estate (Notes 15 and 26)	**7,333,578**	4,942,188	3,258,089
Service fees (Note 40)	**1,373,478**	1,009,041	834,638
Sale of swine at fair value (Note 8)	**532,453**	578,149	1,310,621
Others (Note 35)	**325,075**	290,632	168,613
	306,752,681	223,929,419	186,725,828
COSTS AND EXPENSES			
Cost of generated and purchased power (Notes 27, 28, 35 and 40)	**129,998,462**	74,996,207	54,871,109
Cost of goods sold (Notes 6 and 28)	**93,365,449**	73,589,095	61,518,767
Operating expenses (Notes 28, 35, 38 and 39)	**44,344,870**	39,896,091	37,113,892
Cost of real estate sales (Note 6)	**4,057,279**	2,346,942	1,748,270
	271,766,060	190,828,335	155,252,038
OPERATING PROFIT	**34,986,621**	33,101,084	31,473,790
Share in net earnings of associates and joint ventures (Note 10)	**20,781,865**	17,245,643	9,019,033
Interest income (Notes 4, 7, 35 and 36)	**1,867,224**	530,851	-1,007,236
Interest expense (Notes 22 and 36)	**(17,856,684)**	(17,042,156)	(17,917,087)
Other income (expense) - net (Notes 5, 31 and 35)	**4,247,576**	3,142,294	4,809,275
INCOME BEFORE INCOME TAX	**44,026,602**	36,977,716	28,392,247
PROVISION FOR INCOME TAX (Note 32)	**3,817,805**	2,808,253	7,583,258
NET INCOME	**₱40,208,797**	₱34,169,463	₱20,808,989
ATTRIBUTABLE TO:			
Equity holders of the parent	**₱24,827,398**	₱27,309,623	₱15,433,613
Non-controlling interests	**15,381,399**	6,859,840	5,375,376
	₱40,208,797	₱34,169,463	₱20,808,989
EARNINGS PER SHARE (Note 33)			
Basic and diluted, for net income for the year attributable to equity holders of the parent	**₱4.41**	₱4.85	₱2.74

See accompanying Notes to Consolidated Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Amounts in Thousands)

	Years Ended December 31		
	2022	2021	2020
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the parent	**₱24,827,398**	₱27,309,623	₱15,433,613
Non-controlling interests	**15,381,399**	6,859,840	5,375,376
	40,208,797	34,169,463	20,808,989
OTHER COMPREHENSIVE INCOME			
Items that may be reclassified to consolidated statements of income:			
Movement in cumulative translation adjustments	**1,357,951**	2,534,198	(464,398)
Movement in cash flow hedges, net of tax	**1,807,349**	2,416,469	600,291
Share in movement in cumulative translation adjustments of associates and joint ventures (Note 10)	**910,902**	809,328	(513,559)
Share in movement in net unrealized mark-to-market losses on FVOCI investments of associates (Note 10)	**(6,299,539)**	(734,752)	(10,116)
Revaluation surplus, net of tax (Note 13)	**642,672**	—	—
Movement in net unrealized mark-to-market losses on FVOCI investments (Note 25)	**(31,263)**	(3,127)	(126)
	(1,611,928)	5,022,116	(387,908)
Items that will not be reclassified to consolidated statements of income:			
Share in movement in actuarial gains (losses) on defined benefit plans of associate and joint ventures, net of tax (Note 10)	**250,113**	235,055	(531,153)
Movement in actuarial gains (losses) on defined benefit plans, net of tax (Note 30)	**266,598**	333,096	(607,051)
	516,711	568,151	(1,138,204)
TOTAL COMPREHENSIVE INCOME	**₱39,113,580**	₱39,759,730	₱19,282,877
ATTRIBUTABLE TO:			
Equity holders of the parent	**₱20,637,848**	₱31,521,732	₱14,122,232
Non-controlling interests	**18,475,732**	8,237,998	5,160,645
	₱39,113,580	₱39,759,730	₱19,282,877

See accompanying Notes to Consolidated Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2022, 2021 AND 2020

(Amounts in Thousands, Except Dividends Per Share Amounts)

	Attributable to equity holders of the parent									
					Retained Earnings					
	Capital Stock: Common (Note 23)	Additional Paid-in Capital (Note 23)	Equity Reserve (Notes 2 and 9)	Accumulated Other Comprehensive Income (Notes 10 and 25)	Appropriated (Note 24)	Unappropriated (Note 24)	Treasury Stock (Note 23)	Total	Non-controlling Interest	Total
Balances at January 1, 2022	**₱5,694,600**	**₱13,013,197**	**₱29,491,200**	**(₱235,375)**	**₱9,200,000**	**₱188,162,793**	**(₱647,672)**	**₱244,678,743**	**₱83,088,015**	**₱327,766,758**
Net income for the year	–	–	–	–	–	24,827,398	–	24,827,398	15,381,399	40,208,797
Other comprehensive income (loss)	–	–	–	(4,189,550)	–	–	–	(4,189,550)	3,094,333	(1,095,217
Total comprehensive income (loss) for the year	–	–	–	(4,189,550)	–	24,827,398	–	20,637,848	18,475,732	39,113,580
Cash dividends - ₱1.62 per share (Note 24)	–	–	–	–	–	(9,120,965)	–	(9,120,965)	–	(9,120,965)
Appropriation during the year (Note 24)	–	–	–	–	70,600,000	(70,600,000)	–	–	–	–
Cash dividends paid to non-controlling interests	–	–	–	–	–	–	–	–	(6,128,351)	(6,128,351)
Changes in non-controlling interests	–	–	–	–	–	–	–	–	571,615	571,615
Balances at December 31, 2022	**₱5,694,600**	**₱13,013,197**	**₱29,491,200**	**(₱4,424,925)**	**₱79,800,000**	**₱133,269,226**	**(₱647,672)**	**₱256,195,626**	**₱96,007,011**	**₱352,202,637**
Balances at January 1, 2021	₱5,694,600	₱13,013,197	(₱6,215,026)	(₱3,959,403)	₱9,200,000	₱165,976,675	(₱647,672)	₱183,062,371	₱40,537,628	₱223,599,999
Net income for the year	–	–	–	–	–	27,309,623	–	27,309,623	6,859,840	34,169,463
Other comprehensive income	–	–	–	4,212,109	–	–	–	4,212,109	1,378,158	5,590,267
Total comprehensive income for the year	–	–	–	4,212,109	–	27,309,623	–	31,521,732	8,237,998	39,759,730
Cash dividends - ₱0.91 per share (Note 24)	–	–	–	–	–	(5,123,505)	–	(5,123,505)	–	(5,123,505)
Sale of non-controlling interest (Note 9)	–	–	35,498,196	(488,081)	–	–	–	35,010,115	36,987,711	71,997,826
Cash dividends paid to non-controlling interests	–	–	–	–	–	–	–	–	(1,624,383)	(1,624,383)
Acquisition of non-controlling interests (Note 9)	–	–	208,030	–	–	–	–	208,030	(1,105,703)	(897,673)
Changes in non-controlling interests	–	–	–	–	–	–	–	–	54,764	54,764
Balances at December 31, 2021	₱5,694,600	₱13,013,197	₱29,491,200	(₱235,375)	₱9,200,000	₱188,162,793	(₱647,672)	₱244,678,743	₱83,088,015	₱327,766,758

(Forward)

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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	Attributable to equity holders of the parent									
					Retained Earnings					
	Capital Stock: Common (Note 23)	Additional Paid-in Capital (Note 23)	Equity Reserve (Notes 2 and 9)	Accumulated Other Comprehensive Income (Notes 10 and 25)	Appropriated (Note 24)	Unappropriated (Note 24)	Treasury Stock (Note 23)	Total	Non-controlling Interest	Total
Balances at January 1, 2020	₱5,694,600	₱13,013,197	(₱6,077,683)	(₱2,648,022)	₱4,200,000	₱162,864,330	(₱565,246)	₱176,481,176	₱40,713,904	₱217,195,080
Net income for the year	–	–	–	–	–	15,433,613	–	15,433,613	5,375,376	20,808,989
Other comprehensive loss	–	–	–	(1,311,381)	–	–	–	(1,311,381)	(214,731)	(1,526,112)
Total comprehensive income (loss) for the year	–	–	–	(1,311,381)	–	15,433,613	–	14,122,232	5,160,645	19,282,877
Cash dividends - ₱1.30 per share (Note 24)	–	–	–	–	–	(7,321,268)	–	(7,321,268)	–	(7,321,268)
Acquisition of treasury shares (Note 23)	–	–	–	–	–	–	(82,426)	(82,426)	–	(82,426)
Appropriation during the year (Note 24)	–	–	–	–	5,000,000	(5,000,000)	–	–	–	–
Cash dividends paid to non-controlling interests	–	–	–	–	–	–	–	–	(4,607,417)	(4,607,417)
Acquisition of non-controlling interests	–	–	(137,343)	–	–	–	–	(137,343)	1,373	(135,970)
Changes in non-controlling interests	–	–	–	–	–	–	–	–	(730,877)	(730,877)
Balances at December 31, 2020	₱5,694,600	₱13,013,197	(₱6,215,026)	(₱3,959,403)	₱9,200,000	₱165,976,675	(₱647,672)	₱183,062,371	₱40,537,628	₱223,599,999

See accompanying Notes to Consolidated Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	Years Ended December 31		
	2022	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax	**₱44,026,602**	₱36,977,716	₱28,392,247
Adjustments for:			
Interest expense (Note 36)	**17,856,684**	17,042,156	17,917,087
Depreciation and amortization (Note 28)	**13,778,454**	12,962,612	12,696,823
Net unrealized foreign exchange losses (gains)	**(1,546,712)**	281,255	(1,972,048)
Impairment losses on property, plant and equipment, goodwill and other assets (Notes 13, 14 and 16)	**1,224,108**	340,597	113,683
Write-off of project development costs (Note 31)	**314,490**	369,918	56,410
Loss (gain) on sale/disposal of:			
Property, plant and equipment and other assets (Notes 13 and 31)	**158,832**	(560,857)	27,097
Fair value through profit or loss (FVTPL) and FVOCI investments (Note 3)	**(31,283)**	(120,941)	(15,622)
Unrealized mark-to-market loss (gains) on FVTPL investments	**191,710**	4,727	(79,501)
Investment in a subsidiary and associate (Notes 9 and 10)	**(183,299)**	44,258	—
Unrealized mark-to-market losses (gains) on derivatives	**(11,105)**	851,375	4,848
Unrealized mark-to-market loss (gains) on FVTPL investments	**191,710**	4,727	(79,501)
Dividend income (Note 31)	**(3,379)**	(2,984)	(4,827)
Net unrealized valuation gains on investment property (Notes 15 and 31)	**(527,154)**	(976,228)	(401,410)
Interest income (Note 36)	**(1,867,224)**	(530,851)	(1,007,236)
Share in net earnings of associates and joint ventures (Note 10)	**(20,781,865)**	(17,245,643)	(9,019,033)
Operating income before working capital changes	**52,598,859**	49,437,110	46,708,518
Decrease (increase) in:			
Trade and other receivables	**(16,881,735)**	(9,466,903)	(12,509,152)
Inventories	**(15,567,048)**	(7,327,478)	(1,112,332)
Pension asset	**8,292**	2,348	(5,165)
Other current assets	**(6,200,945)**	(1,132,632)	4,455,492
Increase in:			
Trade and other payables	**18,938,169**	7,773,934	4,605,102
Pension liability	**183,342**	65,169	2,207
Customers' deposits	**980,007**	401,496	277,376
Net cash flows generated from operations	**34,058,941**	39,753,044	42,422,046
Income and final taxes paid	**(3,878,267)**	(3,434,010)	(6,087,298)
Net cash flows from operating activities	**30,180,674**	36,319,034	36,334,748
CASH FLOWS FROM INVESTING ACTIVITIES			
Cash dividends received (Note 10)	**5,737,663**	10,491,079	5,366,853
Interest received	**1,543,936**	528,326	989,728
Proceeds from sale of:			
FVTPL and FVOCI investments	**151,289**	800,415	358,705
Property, plant and equipment	**119,332**	89,136	285,176

(Forward)

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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	Years Ended December 31		
	2022	2021	2020
Disposal of a subsidiary, net of cash disposed (Note 9)	(₱190,312)	₱—	₱—
Additions to:			
Short-term cash deposits	(13,929,164)	(6,026,045)	(960,460)
FVTPL, including exchangeable notes and FVOCI investments (Notes 10 and 16)	(16,644,751)	(1,805,670)	(2,446,260)
Property, plant and equipment and investment properties (Notes 13 and 15)	(16,238,852)	(10,484,632)	(7,648,918)
Investments in and advances to associates (Note 10)	(30,731,074)	(2,678,043)	(2,762,715)
Increase in intangible assets (Note 14)	(2,540,531)	(4,297,612)	(2,292,307)
Decrease (increase) in other noncurrent assets	(1,755,165)	2,695,661	(2,507,868)
Proceeds from sale of common shares and redemption of preferred shares of associates and joint ventures (Note 10)	—	609,000	—
Net cash flows used in investing activities	(74,477,629)	(10,078,385)	(11,618,066)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from availment of long-term debts - net of transaction costs (Note 19)	63,063,047	54,556,816	62,231,716
Net proceeds from bank loans	9,952,162	4,554,571	3,613,747
Acquisition of treasury shares (Note 23)	—	—	(82,426)
Proceeds from sale of non-controlling interest (Note 9)	—	71,997,886	—
Acquisition of non-controlling interests (Note 9)	—	(897,673)	(165,196)
Cash dividends paid to non-controlling interest	(6,128,351)	(1,624,383)	(4,607,417)
Cash dividends paid to equity holders of the parent (Note 24)	(9,120,965)	(5,123,505)	(7,321,268)
Interest paid	(14,785,307)	(13,242,432)	(13,478,788)
Payments of:			
Long-term debts (Note 19)	(37,113,280)	(47,621,110)	(36,674,074)
Lease liabilities, including accretion of interest	(10,232,070)	(9,611,197)	(7,862,233)
Net cash flows from (used in) financing activities	(4,364,764)	52,988,973	(4,345,939)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(48,661,719)	79,229,622	20,370,743
EFFECT OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS	2,653,944	2,338,002	(828,995)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	147,534,035	65,966,411	46,424,663
CASH AND CASH EQUIVALENTS AT END OF YEAR (Note 4)	₱101,526,260	₱147,534,035	₱65,966,411

See accompanying Notes to Consolidated Financial Statements.

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
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DPQA SECTION INITIAL

1. Corporate Information

Aboitiz Equity Ventures, Inc. (the Company) was originally incorporated in the Philippines as Cebu Pan Asian Holdings, Inc. and registered with the Philippine Securities and Exchange Commission (SEC) on September 11, 1989. The Company changed its corporate name to the present one on December 29, 1993 and its ownership was opened to the general public through an initial public offering of its shares on November 16, 1994 (see Note 23).

The Company and its subsidiaries (collectively referred to as the "Group") are engaged in various business activities mainly in the Philippines, including power generation, retail electricity supply, power distribution, food manufacturing, banking and financial services, real estate development, and infrastructure (see Note 34). The Company is the publicly-listed holding and management company of the Group. The parent and the ultimate parent of the Company is Aboitiz & Company, Inc. (ACO).

The registered office address of the Company is 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines.

The consolidated financial statements of the Group were approved and authorized for issue in accordance with a resolution by the Board of Directors (BOD) of the Company on March 3, 2023.

2. Group Information, Basis of Preparation and Summary of Significant Accounting Policies

a. Group Information

The consolidated financial statements comprise the financial statements of the Company, subsidiaries controlled by the Company and a joint operation that is subject to joint control (collectively referred to as the Group). The following are the subsidiaries as of December 31:

	Nature of Business	Place of Incorporation	Percentage of Ownership 2022 Direct	2022 Indirect	2021 Direct	2021 Indirect
Aboitiz Power Corporation (AP) and Subsidiaries	Power	Philippines	51.99	–	51.99	–
AboitizPower International Pte. Ltd.	Holding	Singapore	–	100.00	–	100.00
Cleanergy Asia Power Holdings Pte. Ltd	Holding	Singapore	–	100.00	–	–
AP Lariang Pte. Ltd.	Holding	Singapore	–	100.00	–	–
Aboitiz Energy Solutions, Inc. (AESI)	Power	Philippines	–	100.00	–	100.00
Adventenergy, Inc. (AI)	Power	Philippines	–	100.00	–	100.00
Balamban Enerzone Corporation (BEZ)	Power	Philippines	–	100.00	–	100.00
Mactan Enerzone Corporation (MEZ)	Power	Philippines	–	100.00	–	100.00

(Forward)

BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU

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	Nature of Business	Place of Incorporation	Percentage of Ownership 2022 Direct	2022 Indirect	2021 Direct	2021 Indirect
Malvar Enerzone Corporation (MVEZ)	Power	Philippines	–	**100.00**	–	100.00
East Asia Utilities Corporation (EAUC)	Power	Philippines	–	**100.00**	–	100.00
Lima Enerzone Corporation (LEZ)	Power	Philippines	–	**100.00**	–	100.00
Subic Enerzone Corporation (SEZ)	Power	Philippines	–	**100.00**	–	100.00
Cotabato Light & Power Co., Inc. (CLP)	Power	Philippines	–	**99.94**	–	99.94
Cotabato Ice Plant, Inc.	Manufacturing	Philippines	–	**100.00**	–	100.00
Davao Light & Power Co., Inc. (DLP)	Power	Philippines	–	**99.93**	–	99.93
Maaraw Holdings San Carlos, Inc. (MHSCI)	Holding	Philippines	–	**100.00**	–	100.00
San Carlos Sun Power, Inc. (Sacasun)	Power	Philippines	–	**100.00**	–	100.00
AboitizPower International B.V.[A]	Holding	Netherlands	–	**—**	–	100.00
Cebu Private Power Corporation (CPPC)	Power	Philippines	–	**60.00**	–	60.00
Prism Energy, Inc. (PEI)	Power	Philippines	–	**60.00**	–	60.00
Visayan Electric Co., Inc. (VECO)	Power	Philippines	–	**55.26**	–	55.26
Aboitiz Renewables Inc. (ARI) and Subsidiaries	Power	Philippines	–	**100.00**	–	100.00
AP Renewables, Inc. (APRI)	Power	Philippines	–	**100.00**	–	100.00
Hedcor, Inc. (HI)	Power	Philippines	–	**100.00**	–	100.00
Amihan Frontier Energy, Inc. (formerly Hedcor Mt. Province, Inc.)*	Power	Philippines	–	**100.00**	–	100.00
Hedcor Benguet, Inc.*	Power	Philippines	–	**100.00**	–	100.00
Hedcor Bukidnon, Inc. (Hedcor Bukidnon)	Power	Philippines	–	**100.00**	–	100.00
Hedcor Kabayan, Inc.*	Power	Philippines	–	**100.00**	–	100.00
PV Sinag Power, Inc.*	Power	Philippines	–	**100.00**	–	100.00
Amihan Power, Inc. *	Power	Philippines	–	**100.00**	–	100.00
Aboitiz Solar Power, Inc*	Power	Philippines	–	**100.00**	–	100.00
Hedcor Manolo Fortich, Inc.*	Power	Philippines	–	**100.00**	–	100.00
Hedcor Sabangan, Inc. (Hedcor Sabangan)	Power	Philippines	–	**100.00**	–	100.00
Hedcor Sibulan, Inc. (HSI)	Power	Philippines	–	**100.00**	–	100.00
Hedcor Tamugan, Inc. *	Power	Philippines	–	**100.00**	–	100.00
Hedcor Tudaya, Inc. (Hedcor Tudaya)	Power	Philippines	–	**100.00**	–	100.00
Aboitiz Power Distributed Renewables, Inc.	Power	Philippines	–	**100.00**	–	100.00
AP Renewable Energy Corporation*	Power	Philippines	–	**100.00**	–	100.00
Aboitiz Power Distributed Energy, Inc.	Power	Philippines	–	**100.00**	–	100.00
RE Resources, Inc. (Formerly Mount Apo Geopower, Inc.) *	Power	Philippines	–	**100.00**	–	100.00
Cleanergy, Inc. (CI)*	Power	Philippines	–	**100.00**	–	100.00
Hydro Electric Development Corporation*	Power	Philippines	–	**99.97**	–	99.97
Luzon Hydro Corporation (LHC)	Power	Philippines	–	**100.00**	–	100.00
Bakun Power Line Corporation*	Power	Philippines	–	**100.00**	–	100.00
Sinag Solar Power Corporation *	Power	Philippines	–	**100.00**	–	100.00
Retensol, Inc. *	Power	Philippines	–	**100.00**	–	100.00
Aseagas Corporation (Aseagas)*	Power	Philippines	–	**100.00**	–	100.00
Cordillera Hydro Corporation (CHC)*	Power	Philippines	–	**100.00**	–	100.00
Visayas Cleanergy, Inc. (formerly, Negron Cuadrado Geopower, Inc.)*	Power	Philippines	–	**100.00**	–	100.00
Tagoloan Hydro Corporation*	Power	Philippines	–	**100.00**	–	100.00
Luzon Hydro Company Limited*	Power	Philippines	–	**100.00**	–	100.00
Electricidad, Inc. *	Power	Philippines	–	**100.00**	–	100.00

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	Nature of Business	Place of Incorporation	Percentage of Ownership			
			2022		2021	
			Direct	**Indirect**	Direct	Indirect
Maaraw Renewable Energy Corporation*	Power	Philippines	**–**	**100.00**	–	100.00
Wind Renewable Energy Corporation*	Power	Philippines	**–**	**100.00**	–	100.00
Luzon Alternative Energy Sources, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Luzon Cleanergy Generation, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Luzon Cleanergy, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Maaraw Holdings Bais, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Mindanao Cleanergy, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
North Luzon Green and Sustainable Energy, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
North Luzon Green Power, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
North Luzon Natural Energy, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Northern Sun Power, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
Northern Sun Radiance, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
South Cleanergy, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
South Luzon Energy Solutions, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
South Luzon Power Development, Inc.*	Power	Philippines	**–**	**100.00**	**–**	–
South Luzon Sustainable Energy, Inc.*	Power	Philippines	–	**100.00**	–	100.00
Hydro Electric Development Corporation*	Services	Philippines	–	**100.00**	–	100.00
Sinag Naraw Power, Inc.*	Power	Philippines	–	**100.00**	–	100.00
Therma Marine, Inc. (Therma Marine)	Power	Philippines	**–**	**100.00**	–	100.00
Therma Mobile, Inc. (Therma Mobile)	Power	Philippines	**–**	**100.00**	–	100.00
Therma South, Inc. (TSI)	Power	Philippines	**–**	**100.00**	–	100.00
Therma Power-Visayas, Inc. (TPVI)	Power	Philippines	**–**	**100.00**	–	100.00
Therma Central Visayas, Inc.*	Power	Philippines	**–**	**100.00**	–	100.00
Therma Subic, Inc.*	Power	Philippines	**–**	**100.00**	–	100.00
Therma Mariveles Holdings, Inc.	Holding	Philippines	**–**	**100.00**	–	100.00
GNPower Mariveles Energy Center Ltd. Co. (GMEC)	Power	Philippines	**–**	**78.33**	–	78.33
Therma Dinginin Holdings, Inc.	Holding	Philippines	**–**	**100.00**	–	100.00
Therma Visayas, Inc. (TVI)	Power	Philippines	**–**	**80.00**	–	80.00
Abovant Holdings, Inc.	Holding	Philippines	**–**	**60.00**	–	60.00
Aboitiz FeedAll Holdings, Inc. and Subsidiaries (FeedAll)[c]	Holding	Philippines	**100.00**	**–**	–	–
Pilmico Foods Corporation (PFC) and Subsidiaries[c]	Food manufacturing	Philippines	**–**	**100.00**	100.00	–
Filagri Holdings, Inc.	Holding	Philippines	**–**	**100.00**	–	100.00
Pilmico Animal Nutrition Corporation (PANC)	Food manufacturing	Philippines	**–**	**100.00**	–	100.00
Filagri, Inc.	Food manufacturing	Philippines	**–**	**100.00**	–	100.00
AboitizLand, Inc. (AboitizLand) and Subsidiaries	Real estate	Philippines	**100.00**	**–**	100.00	–
Propriedad del Norte, Inc. (PDNI)	Real estate	Philippines	**–**	**100.00**	–	100.00
Cebu Industrial Park Developers, Inc. (CIPDI)	Real estate	Philippines	**–**	**60.00**	–	60.00
Cebu Industrial Park Services, Inc.	Services	Philippines	**–**	**100.00**	–	100.00
Misamis Oriental Land Development Corporation	Real estate	Philippines	**–**	**60.00**	–	60.00
ALLRise Development Corp.	Real estate	Philippines	**–**	**50.00**	–	50.00
78 Point Blue, Inc.	Real estate	Philippines	**–**	**100.00**	–	100.00
Triplecrown Properties, Inc. (TCP)	Real estate	Philippines	**–**	**100.00**	–	100.00
Firmwall Systems, Inc.	Real estate	Philippines	**–**	**100.00**	–	100.00

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	Nature of Business	Place of Incorporation	Percentage of Ownership			
			2022		2021	
			Direct	**Indirect**	Direct	Indirect
AEV International Pte. Ltd. (AEV International) and Subsidiaries	Holding	Singapore	**–**	**100.00**	–	100.00
Pilmico International Pte. Ltd. (PIPL) and Subsidiaries	Holding	Singapore	**–**	**100.00**	–	100.00
Pilmico Vietnam Company Limited (PVCL)	Food manufacturing	Vietnam	**–**	**100.00**	–	100.00
Abaqa International Pte Ltd.	Trading	Singapore	**–**	**100.00**	–	100.00
Gold Coin Management Holdings Pte. Ltd. (GCMH) and Subsidiaries	Holding	Singapore	**–**	**100.00**	–	100.00
GC Investment Holdings Limited	Holding	Hong Kong	**–**	**100.00**	–	100.00
Gold Coin (ZhangJiang) Company Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin (Zhangzhou) Company Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin Animal Husbandry (Zhangzhou) Co. Ltd*	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin (Zhuhai) Company Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin Feedmill (Kunming) Co. Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin Feedmill (Dongguan) Co. Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin (Yunnan) Co. Limited*	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin Agriculture (Guangxi) Co. Ltd.	Feedmills	China	**–**	**100.00**	–	100.00
Gold Coin Management (Shenzhen) Co. Ltd.	Holding	China	**–**	**100.00**	–	100.00
Gold Coin Sabah Sdn. Bhd.	Holding	Malaysia	**–**	**100.00**	–	100.00
Gold Coin Feedmill (Dong Nai) Co. Ltd.	Feedmills	Vietnam	**–**	**100.00**	–	100.00
American Feeds Company Limited	Feedmills	Vietnam	**–**	**100.00**	–	100.00
Gold Coin Feedmill Ha Nam Co. Ltd. (GCFHN)	Feedmills	Vietnam	**–**	**100.00**	–	100.00
Glen Arbor Holdings (Singapore) Pte. Ltd. (GAHS)	Holding	Singapore	**–**	**100.00**	–	100.00
Gold Coin Feed Mills (Lanka) Ltd. (GCFL, see Note 9)	Feedmills	Sri Lanka	**–**	**–**	–	100.00
Gold Coin Group Limited	Holding	Hong Kong	**–**	**100.00**	–	100.00
Gold Coin Holdings Sdn Bhd	Holding	Malaysia	**–**	**100.00**	–	100.00
Gold Coin Feedmill Binh Duong Company (GCFBDC)	Feedmills	Vietnam	**–**	**100.00**	–	100.00
Myanmar Gold Coin International Co. Ltd.[A]	Feedmills	Myanmar	**–**	**–**	–	100.00
KLEAN Greentech Co. Ltd.	Feedmills	Thailand	**–**	**100.00**	–	100.00
Gold Coin Vietnam Holdings Pte. Ltd.	Holding	Singapore	**–**	**100.00**	–	100.00
Gold Coin Aqua Feed Incorporated	Holding	British Virgin Island	**–**	**100.00**	–	100.00
Gold Coin Aqua Feed (Singapore) Pte. Ltd.	Holding	Singapore	**–**	**100.00**	–	100.00
Gold Coin Specialities Sdn. Bhd. (GCSSB)	Feedmills	Malaysia	**–**	**100.00**	–	100.00
Gold Coin Specialities (Thailand) Co. Ltd.	Feedmills	Thailand	**–**	**100.00**	–	100.00
P.T. Gold Coin Trading Indonesia	Feedmills	Indonesia	**–**	**100.00**	–	100.00
P.T. Gold Coin Indonesia	Feedmills	Indonesia	**–**	**100.00**	–	100.00
P.T. Gold Coin Specialities	Feedmills	Indonesia	**–**	**99.90**	–	99.90
PT Ayam Unggul (PTAYAM)	Feedmills	Indonesia	**–**	**60.00**	–	60.00
FEZ Animal Nutrition Pte Ltd	Holding	Singapore	**–**	**100.00**	–	100.00
FEZ Animal Nutrition Philippines, Inc.[A]	Holding	Philippines	**–**	**–**	–	40.00
FEZ Animal Nutrition Pakistan (Private Limited)	Holding	Pakistan	**–**	**100.00**	–	100.00
Gold Coin Malaysia Group Sdn. Bhd. (GCMG)	Holding	Malaysia	**–**	**100.00**	–	100.00
Gold Coin Feedmills (Malaysia) Sdn. Bhd.	Feedmills	Malaysia	**–**	**100.00**	–	100.00

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	Nature of Business	Place of Incorporation	Percentage of Ownership 2022 Direct	2022 Indirect	2021 Direct	2021 Indirect
Gold Coin Feedmill (Sabah) Sdn. Bhd.	Feedmills	Malaysia	–	**100.00**	–	100.00
Gold Coin Sarawak Sdn. Bhd.	Feedmills	Malaysia	–	**72.80**	–	72.80
Bintawa Fishmeal Factory Sdn. Bhd.	Feedmills	Malaysia	–	**72.80**	–	72.80
Golden Livestock Sdn Bhd.	Holding	Malaysia	–	**100.00**	–	100.00
Pilmico Aqua Pte. Ltd.	Holding	Singapore	–	**100.00**	–	100.00
Aboitiz Data Innovation Pte. Ltd.*	Data Analytics	Singapore	–	**100.00**	–	–
Archipelago Insurance Pte Ltd (AIPL)	Insurance	Singapore	**100.00**	–	100.00	–
AEV Aviation, Inc. (AEV Aviation)	Service	Philippines	**73.31**	**26.69**	73.31	26.69
Advanced Data Innovation Inc. (formerly AEV Properties, Inc.)*	Real estate	Philippines	**100.00**	–	100.00	–
Cebu Praedia Development Corporation (CPDC)	Real estate	Philippines	**100.00**	–	100.00	–
Aboitiz Infracapital, Inc. (AIC) and Subsidiaries	Holding	Philippines	**100.00**	–	100.00	–
Lima Land, Inc. (LLI)[B]	Real estate	Philippines	–	**100.00**	–	100.00
Lima Water Corporation (LWC)	Water Infrastructure	Philippines	–	**100.00**	–	100.00
Apo Agua Infrastructura, Inc. (Apo Agua)*	Water Infrastructure	Philippines	–	**70.00**	–	70.00

A) Dissolved In 2022

B) In February 2022, AIC acquired 100% of LLI from Aboitizland (see Note 9)

C) In November 2022, the Company assigned its ownership in PFC to FeedAll in exchange for the issuance of FeedAll shares to AEV

** No commercial operations as of December 31, 2022.*

***Amalgamated to GCMH in 2021*

b. Basis of Preparation and Summary of Significant Accounting Policies

Basis of Preparation

The accompanying consolidated financial statements of the Group have been prepared on a historical cost basis, except for derivative financial instruments, investments in certain debt and equity securities, and investment properties which are measured at fair value, and agricultural produce and biological assets which are measured at fair value less estimated costs to sell. The consolidated financial statements are presented in Philippine peso, which is the Company's functional currency, and all values are rounded to the nearest thousands, except for earnings per share and exchange rates and as otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group are prepared in compliance with Philippine Financial Reporting Standards (PFRSs).

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company, its subsidiaries and a joint operation that is subject to joint control. The Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

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When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential voting rights.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of income from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of the subsidiaries are prepared for the same reporting year as the Company, using consistent accounting policies.

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

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

- Derecognizes the assets (including goodwill) and liabilities of the subsidiary;
- Derecognizes the carrying amount of any non-controlling interests;
- Derecognizes the cumulative translation differences recorded in equity;
- Recognizes the fair value of the consideration received;
- Recognizes the fair value of any investment retained;
- Recognizes any surplus or deficit in profit or loss; and
- Reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

Transactions with Non-controlling Interests

Non-controlling interests represent the portion of total comprehensive income or loss and net assets in the subsidiaries not held by the Group and are presented separately in the consolidated statement of income and consolidated statement of comprehensive income and within equity in the consolidated balance sheet, separately from the equity attributable to equity holders of the parent. Transactions with non-controlling interests are accounted for as equity transactions. On acquisitions of non-controlling interests, the difference between the consideration and the book value of the share of the net assets acquired is reflected as being a transaction between owners and recognized

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directly in equity. Gain or loss on disposals to non-controlling interest holders is also recognized directly in equity.

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except for the amendments to existing standards which were applied starting January 1, 2022. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

- Amendments to PFRS 3, *Reference to the Conceptual Framework*

  The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The amendments added an exception to the recognition principle of PFRS 3, *Business Combinations* to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or Philippine-IFRIC 21, *Levies*, if incurred separately.

  At the same time, the amendments add a new paragraph to PFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

  The amendments are applied prospectively.

- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*

  The amendments prohibit entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss.

  The amendment did not have an impact to the Group as there were no items of PPE that are made available for use subsequent to January 1, 2021.

- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*

  The amendments specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

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The adoption of these amendments has no significant impact on the audited consolidated financial statements.

- Annual Improvements to PFRSs 2018-2020 Cycle

- Amendments to PFRS 1, *First-time Adoption of PFRS - Subsidiary as a first-time adopter*

  The amendment permits a subsidiary that elects to apply paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to PFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of PFRS 1.

- Amendments to PFRS 9, *Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities*

  The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

  The adoption of these amendments has no significant impact on the audited consolidated financial statements.

- Amendments to PAS 41, *Agriculture - Taxation in fair value measurements*

  The amendment removes the requirement in paragraph 22 of PAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of PAS 41.

  The adoption of these amendments has no significant impact on the consolidated financial statements.

Standards Issued but not yet Effective

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2023

- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

  The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by:

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- Replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and
- Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures

The amendments to the Practice Statement provide non-mandatory guidance. Meanwhile, the amendments to PAS 1 are effective for annual periods beginning on or after January 1, 2023. Early application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 8, *Definition of Accounting Estimates*

The amendments introduce a new definition of accounting estimates and clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, the amendments clarify that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors.

An entity applies the amendments to changes in accounting policies and changes in accounting estimates that occur on or after January 1, 2023 with earlier adoption permitted. The amendments are not expected to have a material impact on the Group.

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

The amendments narrow the scope of the initial recognition exception under PAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences. The amendments also clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense).

An entity applies the amendments to transactions that occur on or after the beginning of the earliest comparative period presented for annual reporting periods on or after January 1, 2023.

The Group will apply the requirements of this amendment and expects to recognize deferred income tax assets and liabilities amounting to ₱6.6 billion and ₱8.0 billion, respectively, as of January 1, 2023.

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Effective beginning on or after January 1, 2024

- Amendments to PAS 1*, Classification of Liabilities as Current or Non-current*

  The amendments clarify:

  - That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
  - That classification is unaffected by the likelihood that an entity will exercise its deferral right
  - That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

  The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively.

- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

  The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2024 and must be applied retrospectively. Earlier adoption is permitted and that fact must be disclosed.

Effective beginning on or after January 1, 2025

- PFRS 17, *Insurance Contracts*

  PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

  The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

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- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

On December 15, 2021, the FRSC amended the mandatory effective date of PFRS 17 from January 1, 2023 to January 1, 2025. This is consistent with Circular Letter No. 2020-62 issued by the Insurance Commission which deferred the implementation of PFRS 17 by two (2) years after its effective date as decided by the IASB.

PFRS 17 is effective for reporting periods beginning on or after January 1, 2025, with comparative figures required. Early application is permitted.

Deferred effectivity

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

On January 13, 2016, the Financial Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the International Accounting Standards Board (IASB) completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

Summary of Significant Accounting Policies

Business Combination and Goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the noncontrolling interest in the acquiree pertaining to instruments that represent present ownership interests and entitle their holders to a proportionate share of the net assets in the event of liquidation either at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interest are measured at fair value unless another measurement basis is required by PFRS. Acquisition costs incurred are expensed and included in administrative expenses.

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

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability that is within the scope of PFRS 9 will be recognized either in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it should not be remeasured until it is finally settled within equity.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interest (based on the proportionate share of the Group in the identifiable net assets of the acquiree) over the Group's interest in the fair values of the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized as "bargain purchase gain" in the consolidated statement of income.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

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

Impairment of goodwill
Following initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment, annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units), to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognized.

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Common control business combination
Business combination of entities under common control is accounted for similar to pooling of interest method, which is scoped out of PFRS 3. Under the pooling of interest method, any excess of acquisition cost over the net asset value of the acquired entity is recorded in equity.

Current versus Noncurrent Classification
The Group presents assets and liabilities in the consolidated balance sheet based on current/noncurrent classification. An asset is current when it is:

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

All other assets are classified as noncurrent.

A liability is current when:

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

All other liabilities are classified as noncurrent.

Deferred income tax assets and liabilities are classified as non-current assets and liabilities.

Fair Value Measurement
Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

The Group's valuation team (the Team) determines the policies and procedures for fair value measurement of its investment properties. External valuers (the Valuers) are involved in the periodic valuation of these assets. The respective subsidiary's Team decides the selection of the Valuers after discussion with and approval by its Chief Financial Officer (CFO). Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Team also determines, after discussions with the chosen valuers, which valuation techniques and inputs to use for each case.

At each balance sheet date, the Team analyzes the movements in the values of the investment properties which are required to be re-measured or re-assessed in accordance with the subsidiary's accounting policies. The Team, in coordination with the Valuers, also compares each of the changes in the fair value of each property with relevant external sources to determine whether the change is reasonable.

On the re-appraisal year, the Team and Valuers present the valuation results and the major assumptions used in the valuation to its CFO.

Investments in Associates and Joint Ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually

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agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

The Group's investments in its associates and joint ventures are accounted for using the equity method.

Under the equity method, the investment in an associate or a joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

The consolidated statement of income reflects the Group's share of the results of operations of the associate or joint venture. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In addition, when there has been a change recognized directly in the equity of the associate or joint venture, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealized gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Group's share in the profit or loss of an associate and a joint venture is shown on the face of the consolidated statement of income outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate or joint venture.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its associate or joint venture. At each balance sheet date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value and recognizes the loss in the consolidated statement of income.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognized in consolidated statement of income.

Interest in Joint Operations

A joint arrangement is classified as a joint operation if the parties with joint control have rights to the assets and obligations for the liabilities of the arrangement. For interest in joint operations, the Group recognizes:

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- assets, including its share of any assets held jointly;
- liabilities, including its share of any liabilities incurred jointly;
- revenue from the sale of its share of the output arising from the joint operation;
- share of the revenue from the sale of the output by the joint operation; and
- expenses, including its share of any expenses incurred jointly.

The accounting and measurement for each of these items is in accordance with the applicable PFRSs.

Foreign Currency Translation

The consolidated financial statements are presented in Philippine peso, which is the Company's functional and presentation currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are initially recorded in the functional currency at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the consolidated statement of income.

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

As at the balance sheet date, the assets and liabilities of subsidiaries and associates whose functional currencies are not the Philippine peso, are translated into the Group's presentation currency at the rate of exchange ruling at the balance sheet date, and their statements of income are translated at the weighted average exchange rates for the year. The exchange differences arising on the translation are taken directly to other comprehensive income as cumulative translation adjustment. On disposal of any of these subsidiaries or associates, the cumulative translation adjustment recognized in other comprehensive income relating to the disposed entity is recognized in the consolidated statement of income.

Cash and Cash Equivalents

Cash and cash equivalents in the consolidated balance sheet consist of cash on hand and with banks, and short-term, highly liquid investments that are readily convertible to known amounts of cash and subject to insignificant risk of changes in value. They are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

Financial Instruments - Classification and Measurement

Classification of financial assets

Financial assets are classified in their entirety based on the contractual cash flows characteristics of the financial assets and the Group's business model for managing the financial assets. The Group classifies its financial assets into the following measurement categories:

- financial assets measured at amortized cost
- financial assets measured at fair value through profit or loss (FVTPL)

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- financial assets measured at fair value through other comprehensive income (FVOCI), where cumulative gains or losses previously recognized are reclassified to profit or loss
- financial assets measured at fair value through other comprehensive income, where cumulative gains or losses previously recognized are not reclassified to profit or loss

Contractual cash flows characteristics
If the financial asset is held within a business model whose objective is to hold assets to collect contractual cash flows or within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, the Group assesses whether the cash flows from the financial asset represent solely payment of principal and interest (SPPI) on the principal amount outstanding.

In making this assessment, the Group determines whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes consideration only for the time value of money, credit risk and other basic lending risks and costs associated with holding the financial asset for a particular period of time. In addition, interest can include a profit margin that is consistent with a basic lending arrangement. The assessment as to whether the cash flows meet the test is made in the currency in which the financial asset is denominated. Any other contractual terms that introduce exposure to risks or volatility in the contractual cash flows that is unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI on the principal amount outstanding.

Business model
The Group's business model is determined at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. The Group's business model does not depend on management's intentions for an individual instrument.

The Group's business model refers to how it manages its financial assets in order to generate cash flows. The Group's business model determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both. Relevant factors considered by the Group in determining the business model for a group of financial assets include how the performance of the business model and the financial assets held within that business model are evaluated and reported to the Group's key management personnel, the risks that affect the performance of the business model (and the financial assets held within that business model) and how these risks are managed and how managers of the business are compensated.

Financial assets at amortized cost
A financial asset is measured at amortized cost if (i) it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the principal amount outstanding. These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at amortized cost using the EIR method, less any impairment in value. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the EIR. The amortization is included in 'Interest income' in the consolidated statement of income and is calculated by applying the EIR to the gross carrying amount of the financial asset, except for (i) purchased or originated credit-impaired financial assets and (ii) financial assets that have subsequently become credit-impaired, where, in both cases, the EIR is applied to the amortized cost of the financial asset. Losses

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arising from impairment are recognized in 'Provision for credit and impairment losses' in the consolidated statement of income.

The Group's debt financial assets as of December 31, 2022 and 2021 consist of cash in banks, including restricted cash, cash equivalents, trade and other receivables and the Power Sector Assets and Liabilities Management Corporation (PSALM) deferred adjustment - net of current portion included in "Other noncurrent assets" in the consolidated balance sheet. The Group assessed that the contractual cash flows of its debt financial assets are SPPI and are expected to be held to collect all contractual cash flows until their maturity. As a result, the Group concluded these debt financial assets to be measured at amortized cost.

Financial assets at FVOCI
A financial asset is measured at FVOCI if (i) it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and (ii) its contractual terms give rise on specified dates to cash flows that are SPPI on the principal amount outstanding. These financial assets are initially recognized at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income within a separate component of equity. Impairment losses or reversals, interest income and foreign exchange gains and losses are recognized in profit and loss until the financial asset is derecognized. Upon derecognition, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss. This reflects the gain or loss that would have been recognized in profit or loss upon derecognition if the financial asset had been measured at amortized cost. Impairment is measured based on the ECL model.

The Group may also make an irrevocable election to measure at FVOCI on initial recognition investments in equity instruments that are neither held for trading nor contingent consideration recognized in a business combination in accordance with PFRS 3. Amounts recognized in OCI are not subsequently transferred to profit or loss. However, the Group may transfer the cumulative gain or loss within equity. Dividends on such investments are recognized in profit or loss, unless the dividend clearly represents a recovery of part of the cost of the investment.

Dividends are recognized in profit or loss only when:

- the Group's right to receive payment of the dividend is established
- it is probable that the economic benefits associated with the dividend will flow to the Group; and
- the amount of the dividend can be measured reliably.

Financial assets at FVTPL
Financial assets at FVTPL are measured at unless these are measured at amortized cost or at FVOCI. Included in this classification are equity investments held for trading and debt instruments with contractual terms that do not represent solely payments of principal and interest. Financial assets held at FVTPL are initially recognized at fair value, with transaction costs recognized in the statement of income as incurred. Subsequently, they are measured at fair value and any gains or losses are recognized in the consolidated statement of income.

Additionally, even if the asset meets the amortized cost or the FVOCI criteria, the Group may choose at initial recognition to designate the financial asset at FVTPL if doing so eliminates or significantly

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reduces a measurement or recognition inconsistency (an accounting mismatch) that would otherwise arise from measuring financial assets on a different basis.

Trading gains or losses are calculated based on the results arising from trading activities of the Group, including all gains and losses from changes in fair value for financial assets and financial liabilities at FVTPL, and the gains or losses from disposal of financial investments.

The Group's investments in quoted equity securities and in unquoted equity shares are measured at FVTPL as of December 31, 2022 and 2021. The Group's exchangeable note is classified under this category as well (see Note 10).

Classification of financial liabilities
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Financial liabilities are measured at amortized cost, except for the following:

- financial liabilities measured at FVTPL
- financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the Group retains continuing involvement
- financial guarantee contracts
- commitments to provide a loan at a below-market interest rate
- contingent consideration recognized by an acquirer in accordance with PFRS 3

A financial liability may be designated at fair value through profit or loss if it eliminates or significantly reduces a measurement or recognition inconsistency (an accounting mismatch) or:

- if a host contract contains one or more embedded derivatives; or
- if a group of financial liabilities or financial assets and liabilities is managed and its performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Where a financial liability is designated at FVTPL, the movement in fair value attributable to changes in the Group's own credit quality is calculated by determining the changes in credit spreads above observable market interest rates and is presented separately in other comprehensive income.

The Group's financial liabilities measured at amortized cost (which was initially recognized at fair value net of directly attributable transaction costs) as of December 31, 2022 and 2021 include trade and other payables, customers' deposits, bank loans, lease liabilities, long-term obligation on PDS and long-term debts (see Note 36).

Reclassifications of financial instruments
The Group reclassifies its financial assets when, and only when, there is a change in the business model for managing the financial assets. Reclassifications shall be applied prospectively by the

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Group and any previously recognized gains, losses or interest shall not be restated. The Group does not reclassify its financial liabilities.

The Group does not reclassify its financial assets when:

- A financial asset that was previously a designated and effective hedging instrument in a cash flow hedge or net investment hedge no longer qualifies as such;
- A financial asset becomes a designated and effective hedging instrument in a cash flow hedge or net investment hedge; and
- There is a change in measurement on credit exposures measured at FVTPL.

Derivative Financial Instruments

Derivative financial instruments, including embedded derivatives, are initially recognized at fair value on the date in which a derivative transaction is entered into or bifurcated, and are subsequently remeasured at FVTPL, unless designated as effective hedge. Changes in fair values of derivative instruments not accounted as hedges are recognized immediately in the consolidated statement of income. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

An embedded derivative within a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as either at amortized cost or at fair value depending on whether the cash flows of the hybrid contract are solely payments of principal and interest and the assessment of the business model within which the financial asset is held. On the other hand, an embedded derivative with a financial liability or a non-financial host is separated from the host and accounted for as a separate derivative if: its economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss.

Separated embedded derivatives are measured at fair value with changes in fair value recognized in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modified the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

The Group uses derivative financial instruments, such as foreign currency forward, IRS and commodity swap contracts to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively.

For the purpose of hedge accounting, the Group's hedges are classified as cash flow hedges. Hedges are classified as cash flow hedge when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognized firm commitment.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

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The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is 'an economic relationship' between the hedged item and the hedging instrument.
- The effect of credit risk does not 'dominate the value changes' that result from that economic relationship.
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Company actually hedges and the quantity of the hedging instrument that the Company actually uses to hedge that quantity of hedged item.

The Group's hedges that meet all the qualifying criteria for hedge accounting are accounted for, as described below:

Cash flow hedges
The effective portion of the gain or loss on the hedging instrument is recognized in OCI in the cash flow hedge reserve, while any ineffective portion is recognized immediately in profit or loss. The cash flow hedge reserve is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

The Group uses foreign currency forward contracts as hedges of its exposure to foreign currency risk in forecast transactions, as well as commodity swap contracts for its exposure to volatility in the commodity prices. The ineffective portion relating to foreign currency forward contracts and commodity contracts are recognized in other operating income or expenses as realized gain or loss on derivative instruments.

The Group designated all of the foreign currency forward and commodity swap contracts as hedging instrument. The amounts accumulated in OCI are accounted for, depending on the nature of the underlying hedged transaction. If the hedged transaction subsequently results in the recognition of a nonfinancial item, the amount accumulated in equity is removed from the separate component of equity and included in the initial cost or other carrying amount of the hedged asset or liability. This is not a reclassification adjustment and will not be recognized in OCI for the period. This also applies where the hedged forecast transaction of a nonfinancial asset or nonfinancial liability subsequently becomes a firm commitment for which fair value hedge accounting is applied.

For any other cash flow hedges, the amount accumulated in OCI is reclassified to the consolidated statement of income as a reclassification adjustment in the same period or periods during which the hedged cash flows affect profit or loss.

If cash flow hedge accounting is discontinued, the amount that has been accumulated in OCI must remain in OCI if the hedged future cash flows are still expected to occur. Otherwise, the amount will be immediately reclassified to profit or loss as a reclassification adjustment. After discontinuation, once the hedged cash flow occurs, any amount remaining in OCI must be accounted for depending on the nature of the underlying transaction as described above.

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Classification of Financial Instruments Between Liability and Equity

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity, net of any related income tax benefits.

A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;
- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component on the date of issue.

Derecognition of Financial Assets and Liabilities

Financial assets

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized when, and only when:

- the rights to receive cash flows from the asset expires;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group retains the contractual rights to receive the cash flows of a financial asset but assumes a contractual obligation to pay those cash flows to one or more entities, the Group treats the transaction as a transfer of a financial asset if the Group:

- has no obligation to pay amounts to the eventual recipients unless it collects equivalent amounts from the original asset;
- is prohibited by the terms of the transfer contract from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows; and
- has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay.

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In transactions where the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and it retains control over the financial asset, the financial asset is recognized to the extent of the Group's continuing involvement in the financial asset. The extent of the Group's continuing involvement in the transferred asset is the extent to which it is exposed to changes in the value of the transferred asset. When the Group's continuing involvement takes the form of guaranteeing the transferred asset, the extent of the Group's continuing involvement is the lower of (i) the amount of the asset and (ii) the maximum amount of the consideration received that the Group could be required to repay ('the guarantee amount'). When the Group's continuing involvement takes the form of a written or purchased option (or both) on the transferred asset, the extent of the Group's continuing involvement is the amount of the transferred asset that the Group may repurchase. However, in the case of a written put option on an asset that is measured at fair value, the extent of the Group's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price. When the Group's continuing involvement takes the form of a cash- settled option or similar provision on the transferred asset, the extent of the Group's continuing involvement is measured in the same way as that which results from non-cash settled options.

Modification of contractual cash flows
When the contractual cash flows of a financial asset are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial asset, the Group recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows discounted at the original EIR (or credit-adjusted EIR for purchased or originated credit-impaired financial assets) and recognizes a modification gain or loss in the consolidated statement of income.

When the modification of a financial asset results in the derecognition of the existing financial asset and the subsequent recognition of the modified financial asset, the modified asset is considered a 'new' financial asset. Accordingly, the date of the modification shall be treated as the date of initial recognition of that financial asset when applying the impairment requirements to the modified financial asset.

Financial liabilities
A financial liability (or a part of a financial liability) is derecognized when the obligation under the liability is discharged, cancelled or has expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability or a part of it are substantially modified, such an exchange or modification is treated as a derecognition of the original financial liability and the recognition of a new financial liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of income.

Impairment of Financial Assets
The Group recognizes ECL for the following financial assets that are not measured at FVTPL:

- debt instruments that are measured at amortized cost and FVOCI;
- loan commitments; and
- financial guarantee contracts.

No ECL is recognized on equity investments.

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ECLs are measured in a way that reflects the following:

- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the balance sheet date about past events, current conditions and forecasts of future economic conditions.

Financial assets migrate through the following three stages based on the change in credit quality since initial recognition:

Stage 1: 12-month ECL
For credit exposures where there have not been significant increases in credit risk since initial recognition and that are not credit-impaired upon origination, the portion of lifetime ECLs that represent the ECLs that result from default events that are possible within the 12-months after the balance sheet date are recognized.

Stage 2: Lifetime ECL - not credit-impaired
For credit exposures where there have been significant increases in credit risk since initial recognition on an individual or collective basis but are not credit-impaired, lifetime ECLs representing the ECLs that result from all possible default events over the expected life of the financial asset are recognized.

Stage 3: Lifetime ECL - credit-impaired
Financial assets are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of those financial assets have occurred. For these credit exposures, lifetime ECLs are recognized and interest revenue is calculated by applying the credit-adjusted EIR to the amortized cost of the financial asset.

Loss allowances are recognized based on 12-month ECL for debt investment securities that are assessed to have low credit risk at the balance sheet date. A financial asset is considered to have low credit risk if:

- the financial instrument has a low risk of default
- the borrower has a strong capacity to meet its contractual cash flow obligations in the near term
- adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade', or when the exposure is less than 30 days past due.

Determining the stage for impairment
At each balance sheet date, the Group assesses whether there has been a significant increase in credit risk for financial assets since initial recognition by comparing the risk of default occurring over the expected life between the balance sheet date and the date of initial recognition. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and forward-looking analysis.

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An exposure will migrate through the ECL stages as asset quality deteriorates. If, in a subsequent period, asset quality improves and also reverses any previously assessed significant increase in credit risk since origination, then the loss allowance measurement reverts from lifetime ECL to 12-months ECL.

The simplified approach, where changes in credit risk are not tracked and loss allowances are measured at amounts equal to lifetime ECL, is applied to trade receivables. The Group has established a provision matrix for customer segments that is based on historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial Guarantee Contracts and Loan Commitments

Financial guarantees are contracts issued by the Group that require it to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees are initially recognized in the consolidated financial statements at fair value. Subsequently, these are measured at the higher of:

- the amount of the loss allowance determined in accordance with the ECL model; and
- the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of PFRS 15.

Loan commitments provided by the Group are measured as the amount of the loss allowance. The Group has not provided any commitment to provide loans that can be settled net in cash or by delivering or issuing another financial instrument or that are issued at below-market interest rates.

For loan commitments and financial guarantee contracts, the loss allowance is recognized as a provision. However, for financial instruments that include both a loan and an undrawn commitment (i.e. loan commitment) component where the Group cannot separately identify the expected credit losses on the loan commitment component from those on the loan component, the expected credit losses on the loan commitment should be recognized together with the loss allowance for the loan. To the extent that the combined expected credit losses exceed the gross carrying amount of the financial asset, the expected credit losses should be recognized as a provision.

Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is generally not the case with master netting agreements, and the related assets and liabilities are presented at gross in the consolidated balance sheet.

Redeemable Preferred Shares (RPS)

The component of the RPS that exhibits characteristics of a liability is recognized as a liability in the consolidated balance sheet, net of transaction costs. The corresponding dividends on those shares are charged as interest expense in the consolidated statement of income. On issuance of the RPS, the fair value of the liability component is determined using a market rate for an equivalent non-convertible bond; and this amount is carried as a long-term liability on the amortized cost basis until extinguished on redemption.

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Inventories

Inventories are valued at the lower of cost and net realizable value (NRV). Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Wheat grains and trading inventories	– purchase cost on a specific identification basis
Other raw materials and production supplies, fuel, materials, parts and supplies	– purchase cost on a moving average method
Finished goods and work in progress	– cost of direct materials, labor and a portion of manufacturing overhead based on normal operating capacity but excluding borrowing costs

NRV of wheat grains and other raw materials and finished goods is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. NRV of fuel and materials, parts and supplies is the current replacement costs. An allowance for inventory losses and inventory shrinkage is provided, when necessary, based on management's review of inventory turnover in accordance with prescribed policies.

Real estate inventories

Real estate inventories include land, land and land improvements and residential lots for sale. Real estate inventories are carried at the lower of cost and NRV (i.e., estimated selling price less estimated costs to complete and sell). Cost includes costs incurred for the acquisition, development and improvement of the properties. The costs of inventory recognized in the consolidated statement of income is determined with reference to the specific costs incurred on the real estate sold and an allocation on a pro-rata basis on any non-specific costs.

Land and Improvements

Land and improvements consist of properties for future development and are carried at the lower of cost and NRV. NRV is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated costs necessary to make the sale. Cost includes those costs incurred for development and improvement of the properties. Cost of land and improvements is transferred to real estate inventories upon commencement of the real estate project.

Agricultural Activity

Agricultural produce

Agricultural produce (livestock and poultry) are measured at fair value less estimated costs to sell at point of harvest.

Biological assets

Biological assets are measured on initial recognition, and at each balance sheet date, at fair value less estimated costs to sell except when, on initial recognition, market-determined prices or values are not available and for which alternative estimates of fair value are determined to be clearly unreliable. In such cases, those biological assets are measured at accumulated costs less any accumulated depreciation and any accumulated impairment losses. Once the fair value of such biological assets becomes reliably measurable, those biological assets are measured at fair value less estimated costs to sell.

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Gains or losses arising on initial recognition of a biological asset (for market hogs, piglets, growing stock, broilers and others) at fair value less estimated costs to sell and from changes in their fair values less estimated costs to sell are included in the consolidated statement of income for the period in which they arise.

Biological assets measured at fair value less estimated costs to sell continue to be measured as such until disposed. Expenditures on biological assets subsequent to initial recognition, excluding the costs of day-to-day servicing, are capitalized.

Property, Plant and Equipment

Except for land, property, plant and equipment are stated at cost, excluding the costs of day-to-day servicing, less accumulated depreciation and any accumulated impairment in value. The initial cost of property, plant and equipment comprises its purchase price, including import duties, if any, and nonrefundable taxes and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Cost includes the cost of replacing part of such property, plant and equipment when that cost is incurred and the recognition criteria are met. Cost also include decommissioning liability relating to the decommissioning of power plant, if any. Repairs and maintenance costs are recognized in the consolidated statement of income as incurred.

Land is stated at cost less any accumulated impairment in value.

Depreciation and amortization of the Group's property, plant and equipment and assets under finance leases is calculated on a straight-line basis over the useful lives of the assets as follows:

Category	Estimated Useful Life (in years)
Buildings, warehouses and improvements	10 - 50
Power plant and equipment	2 - 50
Steam field assets	20 - 25
Transmission, distribution and substation equipment	12 - 40
Machinery and equipment	2 - 30
Transportation equipment	2 - 10
Office furniture, fixtures and equipment	2 - 25
Leasehold improvements	3 - 20
Tools and others	2 - 20

Leasehold improvements are amortized over the shorter of the lease terms and the lives of the improvements.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying values may not be recoverable.

Fully depreciated assets are retained in the accounts until these are no longer in use. When assets are retired or otherwise disposed of, both the cost and related accumulated depreciation and amortization and any allowance for impairment losses are removed from the accounts and any resulting gain or loss is credited or charged to current operations. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the

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difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of income in the year the asset is derecognized.

The asset's residual values, useful lives and depreciation and amortization methods are reviewed and adjusted, if appropriate, at each financial year-end.

When each major inspection is performed, its cost is recognized in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria satisfied.

Construction in progress represents structures under construction and is stated at cost. This includes cost of construction and other direct costs. Borrowing costs that are directly attributable to the construction of property, plant and equipment are capitalized during the construction period.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Category	Number of Years
Land	10-50
Building	2-50
Power plant	20-38
Manufacturing plant, equipment and others	2-20

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease

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term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Short-term leases and leases of low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the consolidated statement of income due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

Service Concession Arrangements
Public-to-private service concession arrangements where: (a) the grantor controls or regulates what services the entities in the Group must provide with the infrastructure, to whom it must provide them, and at what price; and (b) the grantor controls - through ownership, beneficial entitlement or otherwise - any significant residual interest in the infrastructure at the end of the term of the arrangement, are accounted for under the provisions of Philippine Interpretation IFRIC 12, *Service Concession Arrangements*. Infrastructures used in a public-to-private service concession arrangement for its entire useful life (whole-of-life assets) are within the scope of this Interpretation if the conditions in (a) are met.

This interpretation applies to both: (a) infrastructure that the entities in the Group constructs or acquires from a third party for the purpose of the service arrangement; and (b) existing infrastructure to which the grantor gives the entity in the Group access for the purpose of the service arrangement.

Infrastructures within the scope of this Interpretation are not recognized as property, plant and equipment of the Group. Under the terms of contractual arrangements within the scope of this Interpretation, an entity acts as a service provider. An entity constructs or upgrades infrastructure

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(construction or upgrade services) used to provide a public service and operates and maintains that infrastructure (operation services) for a specified period of time.

An entity recognizes and measures revenue in accordance with PFRS 15 for the services it performs. If an entity performs more than one service (i.e., construction or upgrade services and operation services) under a single contract or arrangement, consideration received or receivable shall be allocated by reference to the relative fair values of the services delivered, when the amounts are separately identifiable.

When an entity provides construction or upgrades services, the consideration received or receivable by the entity is recognized at the stand-alone selling price of the related service. An entity accounts for revenue and costs relating to construction or upgrade services in accordance with PFRS 15. Revenue from construction contracts is recognized based on the percentage-of-completion method, measured by reference to the percentage of costs incurred to date to estimated total costs for each contract. The applicable entities account for revenue and costs relating to operation services in accordance with PFRS 15.

An entity recognizes a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor for the construction services. An entity recognizes an intangible asset to the extent that it receives a right (a license) to charge users of the public service.

When the applicable entities have contractual obligations it must fulfill as a condition of its license (a) to maintain the infrastructure to a specified level of serviceability or (b) to restore the infrastructure to a specified condition before it is handed over to the grantor at the end of the service arrangement, it recognizes and measures these contractual obligations in accordance with PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, i.e., at the best estimate of the expenditure that would be required to settle the present obligation at the balance sheet date.

Borrowing cost attributable to the construction of the asset if the consideration received or receivable is an intangible asset, is capitalized during the construction phase. In all other cases, borrowing costs are expensed as incurred.

Intangible Asset

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value as at the date of the acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of income in the year in which the expenditure is incurred.

Service concession right

The Group's intangible asset - service concession right pertains mainly to its right to charge users of the public service in connection with the service concession and related arrangements. This is recognized initially at the fair value which consists of the cost of construction services and the fair value of future fixed fee payments in exchange for the license or right. Following initial recognition, the intangible asset is carried at cost less accumulated amortization and any accumulated impairment losses.

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The intangible asset - service concession right is amortized using the straight-line method over the estimated useful economic life which is the service concession period, and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The estimated economic useful life is ranging from 18 to 25 years. The amortization period and the amortization method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense is recognized in the consolidated statement of income in the expense category consistent with the function of the intangible asset.

Intangible assets - customer contracts
The Group's intangible assets - customer contracts pertain to contracts entered by subsidiaries relating to the provision of utility services to locators within an industrial zone.

These are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

The intangible assets - customer contracts are amortized using the straight-line method over the remaining life of the contract, and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and method are reviewed at least at each financial year end. The amortization expense is recognized in the consolidated statement of income in the expense category consistent with the function of the intangible asset.

Franchise
The Group's franchise pertains to VECO's franchise to distribute electricity within an area granted by the Philippine Legislature, acquired in the business combination in 2013. The franchise is initially recognized at its fair value at the date of acquisition. Following initial recognition, the franchise is carried at cost less accumulated amortization and any accumulated impairment losses. The Group's franchise is amortized using the straight-line method over the estimated economic useful life, and assessed for impairment whenever there is an indication that the franchise may be impaired. The estimated economic useful life of the franchise is 40 years. The amortization period and amortization method for franchise are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the franchise are accounted for by changing the amortization period or method, as appropriate, and treated as a change in accounting estimates. The amortization expense on franchise is recognized in the consolidated statement of income in the expense category consistent with its function.

Software and licenses
Software and licenses are initially recognized at cost. Following initial recognition, the software development costs are carried at cost less accumulated amortization and any accumulated impairment in value.

The software development costs are amortized on a straight-line basis over its estimated useful economic life of 3 to 5 years and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization commences when the software development costs are available for use. The amortization period and the amortization method for the software

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development costs are reviewed at each financial year-end. Changes in the estimated useful life is accounted for by changing the amortization period or method, as appropriate, and treating them as changes in accounting estimates. The amortization expense is recognized in the consolidated statement of income in the expense category consistent with the function of the software development costs.

Project development costs
Project development costs include power plant projects in the development phase which meet the "identifiability" requirement under PAS 38, *Intangible Assets*, as they are separable and susceptible to individual sale and are carried at acquisition cost. These assets are transferred to "Property, plant and equipment" when construction of each power plant commences. During the period of development, the asset is tested for impairment annually.

Research and Development Expenditure
The Group's policy is to record research expenses in the consolidated statement of income in the period when they are incurred.

Development costs are recognized as an intangible asset on the consolidated balance sheet if the Group can identify them separately and show the technical viability of the asset, its intention and capacity to use or sell it, and how it will generate probable future economic benefits.

Following initial recognition of the development expenditure as an asset, the cost model is applied requiring the asset to be carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. During the period of development, the asset is tested for impairment annually.

Investment Properties
Investment properties, which pertain to land, land improvements and buildings, are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-to-day servicing of an investment property. Subsequent to initial recognition, investment properties are carried at fair value, which reflects market conditions at the balance sheet date. Gains or losses arising from changes in fair values of investment properties are included in the consolidated statement of income in the year in which they arise.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognized in the consolidated statement of income in the year of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development with a view to sale. For a transfer from investment property to owner-occupied property or inventories, the deemed cost of property for subsequent accounting is its fair value at the date of change in use. If the property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use. For a transfer from inventories to investment property, any difference between the fair value of the

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property at that date and its previous carrying amount is recognized in the consolidated statement of income. When the Group completes the construction or development of a self-constructed investment property, any difference between the fair value of the property at that date and its previous carrying amount is recognized in the consolidated statement of income.

Impairment of Nonfinancial Assets

Property, plant and equipment, intangible assets, investments and advances and other current and noncurrent assets excluding restricted cash and PSALM deferred adjustment

The Group assesses at each balance sheet date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in the consolidated statement of income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each balance sheet date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of accumulated depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal, the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

Decommissioning liability

The decommissioning liability arose from the Group's obligation, under its contracts, to decommission, abandon and perform surface rehabilitation at the end of the useful lives of the steam field assets or upon abandonment of the plant. A corresponding asset is recognized as part of property, plant and equipment. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability.

The unwinding of the discount is expensed as incurred and recognized in the consolidated statement of income as an "Accretion of decommissioning liability" under the "Interest expense" account. The estimated future costs of decommissioning are reviewed annually and adjusted prospectively.

Changes in the estimated future costs or in the discount rate applied are added or deducted from the cost of property, plant and equipment. The amount deducted from the cost of property, plant and equipment, shall not exceed its carrying amount.

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If the decrease in the liability exceeds the carrying amount of the property, plant and equipment, the excess shall be recognized immediately in the consolidated statement of income.

Capital Stock and Additional Paid-in Capital

Capital stock is measured at par value for all shares issued. When the Company issues more than one class of stock, a separate account is maintained for each class of stock and the number of shares issued. Capital stock includes common stock and preferred stock.

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

Direct costs incurred related to equity issuance, such as underwriting, accounting and legal fees, printing costs and taxes are debited to the "Additional paid-in capital" account, net of tax. If additional paid-in capital is not sufficient, the excess is charged against an equity reserve account.

Retained Earnings

Retained earnings include accumulated earnings of the Company and reduced by dividends on capital stock. Dividends on capital stock are recognized as a liability and deducted from equity when they are approved by the BOD. Dividends for the year that are approved after the balance sheet date are dealt with as an event after the balance sheet date. Retained earnings may also include effect of changes in accounting policy as may be required by the transition provisions of new and amended standards.

Treasury Shares

The Group's own equity instruments which are reacquired (treasury shares) are deducted from equity. No gain or loss is recognized in the consolidated statement of income on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Revenue Recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as a principal or an agent.

Sale of Power

Contracts with customers for the Power Group generally include power generation and ancillary services, power distribution and retail supply.

For power generation and ancillary services where capacity and energy dispatched are separately identified, these two obligations are to be combined as one performance obligation since these are not distinct within the context of the contract as the buyer cannot benefit from the contracted capacity alone without the corresponding energy and the buyer cannot obtain energy without contracting a capacity. The combined performance obligation qualifies as a series of distinct goods or services that are substantially the same and have the same pattern of transfer.

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Revenue from power generation and ancillary services is recognized in the period actual capacity is generated. Revenue is recognized over time since the customer simultaneously receives and consumes the benefits as the seller supplies power.

In contracts with fixed capacity payments which are determined at contract inception, the fixed capacity payments for the entire contract period is determined at day 1 and is recognized over time. Specifically, on contracts where capacity payments are fixed but escalates throughout the contract period without any reference to market indices, the fixed escalation is recognized on a straight-line basis over the contract period.

Some contracts with customers provide unspecified quantity of energy, includes provisional Energy Regulatory Commission (ERC) rates, and volume and prompt payment discounts that give rise to variable consideration. The variable consideration is estimated at contract inception and constrained until the associated uncertainty is subsequently resolved.

Power distribution and retail supply also qualify as a series of distinct goods or services that are substantially the same and have the same pattern of transfer accounted for as one performance obligation. Revenue is recognized over time based on amounts billed.

Sale of Goods
Revenue from the sale of goods is recognized at a point in time when control of the asset is transferred to the customer, generally on delivery of the goods. The normal credit term is 30 to 90 days upon delivery. The Group has concluded that it is the principal in its revenue arrangements because it controls the goods before transferring them to the customer.

Sale of Real Estate
Contracts with customers for the Real Estate Group's real estate segment generally include sale of lot, sale of house and lot and sale of unfurnished and fully furnished condominium units.

For the sale of lot, the lot and the development made on the lot are separately identifiable promises but are combined as one performance obligation since these are not distinct within the context of the contract as the development of lot is used as an input to deliver a combined output.

For the sale of house and lot, the house and lot are separately identifiable promises but are combined as one performance obligation since these are not distinct within the context of the contract. The obligation to deliver the house duly constructed in a specific lot is fully integrated in the lot in accordance with the approved plan.

If the sale of lot, house and lot and unfurnished and fully furnished condominium units occurs at completion, the Real Estate Group shall recognize revenue at a point in time when control of the asset is transferred to the customer, generally on delivery of the properties. Otherwise, if the sale occurs prior to completion, the Real Estate Group shall recognize revenue over time, using the output method (i.e., POC) as the appropriate measure of progress, satisfying the criterion of which the Real Estate Group's performance does not create an asset with an alternative use and the Real Estate Group has an enforceable right to payment for performance completed to date. This is based on the monthly project accomplishment report prepared by the project engineers which integrates the surveys of performance to date of the construction activities.

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The buyer could enforce its rights to the promised property if the developer seeks to sell the unit to another buyer. This contractual restriction on the developer's ability to direct the promised property for another use is considered substantive as the property is not interchangeable with other properties that the entity could transfer to the buyer without breaching the contract and without incurring significant costs that otherwise would not have been incurred in relation to that contract. The Real Estate Group also has enforceable right to payment for performance completed to date notwithstanding contract terminations.

In determining the transaction price for real estate sales, the Real Estate Group considers the existence of significant financing component. Contracts with real estate customers provide two alternative payment options, spot cash and installment payments, after the contracts are signed. For both payment options, the Real Estate Group concluded that there is a significant financing component because the timing between when the customer pays for the property and when the Real Estate Group transfers the property to the customer do not match and the period between transfers are more than a year. The transaction price for such contracts is determined by discounting the amount of promised consideration using the appropriate discount rate. The Real Estate Group also concluded that there is a significant financing component for those contracts where the customer elects to pay in advance considering the length of time between the customer's payment and the transfer of property to the customer, as well as the prevailing interest rates in the market.

Cost to obtain contract
The incremental costs of obtaining contract with a customer are recognized as an asset if the Group expects to recover them. The Group has determined that commissions paid to brokers and marketing agents on the sale of pre-completed real estate units are deferred when recovery is reasonably expected and are charged to expense in the period in which the related revenue is recognized as earned. Commission expense is included in the "Cost of real estate sales" account in the consolidated statement of income.

Rendering of services
Service revenues are recognized when the related services are rendered based on agreed hourly billing rates. Customer payments for which services have not yet been rendered are classified as unearned revenue under "Trade and other payables" account in the consolidated balance sheet.

Rental income
Rental income arising from operating leases is accounted for on a straight-line basis over the related lease terms.

Dividend income
Dividend income is recognized when the Group's right to receive payment is established.

Interest income
Interest income is recognized as it accrues taking into account the effective yield on the asset.

Costs and Expenses
Costs and expenses are decreases in economic benefits during the accounting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are recognized when incurred.

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Pension Benefits

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting period reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- Service cost
- Net interest on the net defined benefit liability or asset
- Remeasurements of net defined benefit liability or asset

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the consolidated statement of income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuaries.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in the consolidated statement of income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in other comprehensive income in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

Plan assets are assets that are held by a long-term employee benefit fund. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the defined benefit obligation, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The Group's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

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Borrowing Costs

Borrowing costs are capitalized if they are directly attributable to the acquisition, construction or production of a qualifying asset. To the extent that funds are borrowed specifically for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization on that asset shall be determined as the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of those borrowings. To the extent that funds are borrowed generally, the amount of borrowing costs eligible for capitalization shall be determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate shall be the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period shall not exceed the amount of borrowing costs incurred during that period.

Taxes

Current income tax

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

Current income tax relating to items recognized directly in OCI is recognized in the consolidated statement of comprehensive income and not in the consolidated statement of income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred income tax

Deferred income tax is provided using the balance sheet liability method on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences and carryforward benefits of net operating loss carryover (NOLCO) and excess of minimum corporate income tax (MCIT) over regular corporate income tax (RCIT), to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and the carryforward benefits of NOLCO and excess of MCIT over RCIT can be utilized, except:

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- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

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

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

Deferred income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

Value-added Tax (VAT)
Revenues, expenses, and assets are recognized net of the amount of VAT, if applicable.

For its VAT-registered activities, when VAT from sales of goods and/or services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the consolidated balance sheet. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of goods and/or services (output VAT), the excess is recognized as an asset in the consolidated balance sheet up to the extent of the recoverable amount.

For its non-VAT registered activities, the amount of VAT passed on from its purchases of goods or service is recognized as part of the cost of goods/asset acquired or as part of the expense item, as applicable.

Provisions
Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of income, net of any reimbursement.

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If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a borrowing cost.

Contingencies
Contingent liabilities are not recognized in the consolidated financial statements. These are disclosed unless the probability of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but are disclosed when an inflow of economic benefits is probable.

Events After the Reporting Period
Post year-end events that provide additional information about the Group's financial position at the balance sheet date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed when material.

Earnings Per Common Share
Basic earnings per common share are computed by dividing net income for the year attributable to the common shareholders of the parent by the weighted average number of common shares issued and outstanding during the year, after retroactive adjustments for any stock dividends declared and stock rights exercised during the year.

Diluted earnings per share amounts are calculated by dividing the net income for the year attributable to the common shareholders of the parent by the weighted average number of common shares outstanding during the year plus the weighted average number of common shares that would be issued for outstanding common stock equivalents. The Group does not have dilutive common stock equivalents.

Dividends on Common Shares
Dividends on common shares are recognized as a liability and deducted from retained earnings when approved by the respective shareholders of the Group and its subsidiaries. Dividends for the year that are approved after the balance sheet date are dealt with as an event after the reporting period.

Operating Segments
For management purposes, the Group is organized into five major operating segments (power, food manufacturing, financial services, real estate and infrastructure) according to the nature of the products and the services provided. The Group's identified operating segments are consistent with the segments reported to the BOD which is the Group's Chief Operating Decision Maker (CODM). Financial information on operating segments is presented in Note 34.

3. Summary of Significant Accounting Judgments, Estimates and Assumptions

The consolidated financial statements prepared in accordance with PFRSs require management to make judgment, estimates and assumptions that affect amount reported in the consolidated financial statements and related notes. The judgment, estimates and assumptions used in the consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from such estimates. Judgments, estimates and assumptions are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are

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believed to be reasonable under circumstances. The following items are those matters which the Group assess to have significant risk arising from judgements and estimation uncertainties:

Judgments

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

Determining functional currency

Based on the economic substance of the underlying circumstances relevant to the companies in the Group, the functional currency of the companies in the Group has been determined to be the Philippine peso, except for certain subsidiaries and associates whose functional currencies are the US dollar (US$), Singapore dollar, Vietnamese Dong, Indonesian Rupiah, Renminbi, Malaysian Ringgit, Sri Lanka Rupee, Pakistani Rupee, Myanmar Kyat, or Thai Baht. The Philippine peso is the currency of the primary economic environment in which most of the companies in the Group operate and it is the currency that mainly influences their revenues and costs.

Service concession arrangements - Companies in the Group as Operators

Based on management's judgment, the provisions of Philippine Interpretation IFRIC 12 apply to SEZ's Distribution Management Service Agreement (DMSA) with Subic Bay Metropolitan Authority (SBMA); MEZ's Built-Operate-Transfer agreement with Mactan Cebu International Airport Authority (MCIAA); LHC's Power Purchase Agreement (PPA) with the National Power Corporation (NPC) and Apo Agua's Treated Bulk Water concession agreement with Davao City Water District (DCWD). SEZ, MEZ, LHC and Apo Agua's service concession agreements were accounted for under the intangible asset model.

The Company's associate, STEAG State Power, Inc. (STEAG), has also determined that the provisions of Philippine Interpretation IFRIC 12 apply to its PPA with NPC. STEAG's service concession agreement was accounted for under the financial asset model. Refer to the accounting policy on service concession arrangements for the discussion of intangible asset and financial asset models.

Determining fair value of customers' deposits

In applying PFRS 9 on transformer and lines and poles deposits, the Group has made a judgment that the timing and related amounts of future cash flows relating to such deposits cannot be reasonably and reliably estimated for purposes of establishing their fair values using alternative valuation techniques since the expected timing of customers' refund or claim for these deposits cannot be reasonably estimated. These customers' deposits amounted to ₱8.3 billion and ₱7.4 billion as of December 31, 2022 and 2021, respectively (see Note 20).

Determining whether Independent Power Producer (IPP) Administration Agreement Contains a Lease

In accounting for its IPP Administration Agreement with PSALM, the Group has made a judgment that the IPP Administration Agreement of TLI is an arrangement that contains a lease. The Group has made a judgment that it has substantially acquired all the risks and rewards incidental to ownership of the power plant principally by virtue of its right to control the capacity of the power plant and its right to receive the transfer of the power plant at the end of the IPP Administration Agreement for no consideration. Accordingly, the Group accounted for the agreement as a lease and recognized a right-of use asset included as part of property, plant and equipment and lease liability at the present value of the agreed monthly payments to PSALM (see Note 22).

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The power plant is depreciated over its estimated useful life as there is reasonable certainty that the Group will obtain ownership by the end of the lease term. As of December 31, 2022 and 2021, the carrying value of the power plant amounted to ₱30.3 billion and ₱31.4 billion, respectively (see Note 13). The carrying value of the lease liability amounted to ₱24.8 billion and ₱31.4 billion as of December 31, 2022 and 2021, respectively (see Note 22).

Determination of control, joint control or significant influence over an investee
Control is presumed to exist when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. On the other hand, joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. In the absence of control or joint control over an investee, there is a presumption that there is significant influence when an investor has 20% or more ownership over an investee.

Management has determined that by virtue of its majority ownership of voting rights in its subsidiaries as of December 31, 2022 and 2021, the Company had the ability to exercise control over these investees (see Note 2).

As disclosed in Note 10, the Group acquired 33 1/3% ownership in GMCAC. Management assessed that the Group has no control or joint control over GMCAC, however, management has concluded that it has significant influence because of the board seat it held in GMCAC derived through its 33 1/3% ownership.

Nonconsolidation of certain investees
The Group has 83.33% interest in Manila-Oslo Renewable Enterprise, Inc. (MORE) which has a 60% ownership interest in SN Aboitiz Power-Magat (SNAP-Magat), Inc., SN Aboitiz Power-Benguet (SNAP-Benguet), Inc., SN Aboitiz Power-RES, Inc. (SNAP-RES), and SN Aboitiz Power-Generation, Inc. (SNAP-Generation).

The Group has 60% and 70% interest in AA Thermal and GN Power Dinginin Ltd. Co. (GNPD), respectively.

The Group does not consolidate MORE, AA Thermal and GNPD since it does not have the ability to direct the relevant activities which most significantly affect the returns of MORE and its investees, AA Thermal and GNPD, and their respective investees. This is a result of the partnership and shareholders' agreements which, among others, stipulate the management and operation of MORE, AA Thermal and GNPD. Management of MORE, AA Thermal and GNPD are vested in their respective BOD or "Management Committee" and the affirmative vote of the other shareholders or partners is required for the approval of certain company actions which include financial and operating undertakings.

The Group has 60% interest in AEV CRH Holdings, Inc. (AEV CRH) which has 99.09% ownership interest in Republic Cement and Building Materials, Inc. (RCBM), 99.63% ownership interest in Republic Cement Mindanao, Inc. (RCMI), 94.63% ownership interest in Republic Cement Iligan, Inc. (RCII) and 100% ownership interest in Luzon Continental Land Corporation (LCLC).

The Group does not consolidate AEV CRH since it does not have the ability to direct the relevant activities which most significantly affect the returns of AEV CRH and its investees. This is a result of

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the contractual arrangements that give the other party the power to direct the relevant non-nationalized activities of the subsidiaries of AEV CRH. Consequently, the Group accounts for MORE, a joint venture, and AEV CRH and GNPD, associates, using the equity method in the unaudited interim condensed consolidated financial statements.

Determining a joint operation
The Group has 50% interest in Pagbilao Energy Corporation (PEC). The Group assessed that the joint arrangement is a joint operation as the financial and operating activities of the operation are jointly controlled by the participating shareholders and are primarily designed for the provision of output to the shareholders.

Classification of financial instruments
The Group exercises judgment in classifying a financial instrument, or its component parts, on initial recognition as either a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definition of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated balance sheets.

As disclosed in Note 10, the Group has an exchangeable notes amounting to ₱15.5 billion as of December 31, 2022. It was assessed that the exchangeable notes do not meet the solely payment and principal and interest criterion, and as such, are classified as financial asset at FVTPL.

Contractual cash flows assessment
For each financial asset, the Group assesses the contractual terms to identify whether the instrument is consistent with the concept of SPPI.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgment and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

Evaluation of business model in managing financial instruments
The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;

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- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed; and
- The expected frequency, value and timing of sales are also important aspects of the Group's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model, but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

Identifying performance obligations
The Group identifies performance obligations by considering whether the promised goods or services in the contract are distinct goods or services. A good or service is distinct when the customer can benefit from the good or service on its own or together with other resources that are readily available to the customer and the Group's promise to transfer the good or service to the customer is separately identifiable from the other promises in the contract.

The Group assesses performance obligations as a series of distinct goods and services that are substantially the same and have the same pattern of transfer if i) each distinct good or services in the series are transferred over time and ii) the same method of progress will be used (i.e., units of delivery) to measure the entity's progress towards complete satisfaction of the performance obligation.

For power generation and ancillary services where capacity and energy dispatched are separately identified, these two obligations are to be combined as one performance obligation since these are not distinct within the context of the contract as the buyer cannot benefit from the contracted capacity alone without the corresponding energy and the buyer cannot obtain energy without contracting a capacity.

The combined performance obligation qualifies as a series of distinct goods or services that are substantially the same and have the same pattern of transfer since the delivery of energy every month are distinct services which are all recognized over time and have the same measure of progress.

Power distribution and retail supply also qualify as a series of distinct goods or services which is accounted for as one performance obligation since the delivery of energy every month are distinct services which are recognized over time and have the same measure of progress.

For sale of developed lots, the lot and the development made on the lot are separately identifiable promises but are combined as one performance obligation since these are not distinct within the context of the contract as the lot development is used as an input to deliver a combined output. For the sale of house and lot, the house and lot are separately identifiable promises but are combined as one performance obligation since these are not distinct within the context of the contract. The obligation to deliver the house duly constructed in a specific lot is fully integrated in the lot in accordance with the approved plan.

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Revenue recognition
The Group recognizes revenue when it satisfies an identified performance obligation by transferring a promised good or service to a customer. A good or service is considered to be transferred when the customer obtains control. The Group determines, at contract inception, whether it will transfer control of a promised good or service over time. If the Group does not satisfy a performance obligation over time, the performance obligation is satisfied at a point in time.

The Group concludes that:

- revenue from power generation, power distribution, ancillary services and retail supply are to be recognized over time, since customers simultaneously receives and consumes the benefits as the Group supplies power;
- when a contract is judged to be for the construction of a property, revenue is recognized using the POC method as construction progresses. The POC is made reference to the stage of completion of projects and contracts determined on the basis of the estimated completion of physical proportion of the contract work;
- for sale of goods, revenue is recognized at a point in time, generally on the delivery of goods.

Identifying methods for measuring progress of revenue recognized over time
The Group determines the appropriate method of measuring progress which is either through the use of input or output methods. Input method recognizes revenue on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation while output method recognizes revenue on the basis of direct measurements of the value to the customer of the goods or services transferred to date.

For power generation and ancillary services, the Group determined that the output method is the best method in measuring progress since actual electricity is supplied to customers. The Group recognizes revenue based on:

For power generation and ancillary services:

a. For the variable energy payment, actual kilowatt hours consumed which are billed on a monthly basis.
b. For fixed capacity payments, the Group allocates the transaction price on a straight-line basis over the contract term. The allocated fixed payments are also billed on a monthly basis.

For power distribution and retail supply, the Group uses the actual kilowatt hours consumed, which are also billed on a monthly basis.

The Group recognizes revenues from real estate sales over time using output method in measuring progress. The use of output method is the best method in measuring progress since the entitlement of the customers to the output performed as of date is easily measured and observed on the basis that POC for the construction of real estate properties is determined using the estimated completion of physical proportion of the contract work.

Determining method to estimate variable consideration and assessing the constraint
The Group includes some or all the amounts of variable consideration estimated but only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue

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recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. The Group considers both the likelihood and magnitude of the revenue reversal in evaluating the extent of variable consideration the Group will subject to constraint. Factors such as i) highly susceptibility to factors outside the Group's influence, ii) timing of resolution of the uncertainty, and iii) having a large number and broad range of possible considerations amount are considered.

For Power Group, some contracts with customers provide unspecified quantity of energy, provisional ERC rates, and volume and prompt payment discounts that give rise to variable consideration. In estimating the variable consideration, the Group is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled. The expected value method of estimation takes into account a range of possible outcomes while the most likely amount is used when the outcome is binary. It is determined that the expected value method is the appropriate method to use in estimating the variable consideration given the large number of customer contracts that have similar characteristics and the range of possible outcomes.

Allocation of variable consideration
Variable consideration may be attributable to the entire contract or to a specific part of the contract. For power generation, power distribution, ancillary services and retail supply revenue streams which are considered as series of distinct goods or services that are substantially the same and have the same pattern of transfer, the Group allocates the variable amount that is no longer subject to constraint to the satisfied portion (i.e., month) which forms part of the single performance obligation, and forms part of the monthly billing of the Group.

Distinction among real estate inventories, land and improvements, and investment properties
The Group determines whether a property is classified as real estate inventories, land and improvements or investment properties:

- Real estate inventories comprise properties that are held for sale in the ordinary course of business. Principally, these are residential properties that the Group develops and intends to sell before or on completion of construction.
- Land and improvements comprise land and related improvements that are part of the Group's strategic land banking activities for development or sale in the medium or long-term. These properties are neither developed nor available for sale and therefore not yet considered as part of real estate inventories.
- Investment properties comprise land, land improvements and buildings (principally composed of offices, commercial warehouses and retail properties) which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and for capital appreciation.

The Group considers each property separately in making its judgment.

In 2022, the Group identified certain properties which are no longer being used in operations and that should be transferred to investment property. This transfer resulted to the recognition of revaluation surplus amounting to ₱856.9 million. Total amount transferred to investment property, after revaluation adjustment, is ₱1.1 billion (see Note 15).

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Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed as follows:

Estimating allowance for impairment losses on investments and advances

Investments and advances are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or impairment recovery for any significant change in the expected historical or projected future operating results of the investees. There were no impairment indicators in 2022 and 2021 based on management's assessment. The carrying amounts of the investments in and advances to associates and joint ventures amounted to ₱195.9 billion and ₱154.8 billion as of December 31, 2022 and 2021, respectively. The allowance for impairment losses amounted to ₱680.7 million as of December 31, 2022 and 2021 (see Note 10).

Assessing impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as of December 31, 2022 and 2021 amounted to ₱60.0 billion and ₱57.6 billion, respectively (see Note 14). Goodwill impairment recognized in 2022 amounted to ₱431.6 million. No impairment of goodwill was recognized in 2021 and 2020.

Estimating useful lives of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on the period over which assets are expected to be available for use. The estimated useful lives of property, plant and equipment 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. In addition, the estimation of the useful lives of property, plant and equipment is based on collective assessment of internal technical evaluation and experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in estimates brought about by changes in the factors and circumstances mentioned above. As of December 31, 2022 and 2021, the net book values of property, plant and equipment, excluding land and construction in progress, amounted to ₱172.6 billion and ₱173.4 billion, respectively (see Note 13).

Estimating residual value of property, plant and equipment

The residual value of the Group's property, plant and equipment is estimated based on the amount that the entity would obtain from disposal of the asset, after deducting estimated costs of disposal, if the asset is already of the age and in the condition expected at the end of its useful life. The estimated residual value of each asset is reviewed periodically and updated if expectations differ from previous estimates. As of December 31, 2022 and 2021, the net book values of property, plant and equipment, excluding land, amounted to ₱186.0 billion and ₱180.9 billion, respectively (see Note 13).

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Estimating useful lives of intangible asset - service concession rights
The Group estimates the useful lives of intangible asset arising from service concessions based on the period over which the asset is expected to be available for use which is 18 to 25 years. The Group has not included any renewal period on the basis of uncertainty, as of balance sheet date, of the probability of securing renewal contract at the end of the original contract term. As of December 31, 2022 and 2021, the net book value of intangible asset - service concession rights amounted to ₱14.1 billion and ₱13.1 billion, respectively (see Note 14).

Estimating useful life of franchise
The Group estimates the useful life of VECO's distribution franchise based on the period over which the asset is estimated to be available for use which is 40 years. As of December 31, 2022 and 2021, the carrying value of franchise amounted to ₱2.3 billion and ₱2.4 billion, respectively (see Note 14).

Assessing impairment of nonfinancial assets
The Group assesses whether there are any indicators of impairment for nonfinancial assets at each balance sheet date. These nonfinancial assets (other current assets, property, plant and equipment, intangible assets (excluding goodwill), and other noncurrent assets) are tested for impairment when there are indicators that the carrying amounts may not be recoverable.

Determining the recoverable amount of these assets, which require the determination of future cash flows expected to be generated from the continued use and ultimate disposition of such assets, requires the Group to make estimates and assumptions that can materially affect its consolidated financial statements. Future events could cause the Group to conclude that the other current assets, property, plant and equipment, intangible assets (excluding goodwill) and other noncurrent assets are impaired. Any resulting impairment loss could have a material adverse impact on the consolidated balance sheets and consolidated statements of income. The aggregate net book values of these assets as of December 31 are as follows:

	2022	2021
Property, plant and equipment (see Note 13)	**₱224,711,720**	₱220,018,207
Other current assets (see Note 7)	**17,730,130**	12,632,570
Intangible assets (see Note 14)	**18,384,823**	16,762,991
Other noncurrent assets (see Note 16)	**11,905,767**	9,559,925
	₱272,732,440	₱258,973,693

Impairment losses and write-offs recognized on these nonfinancial assets in 2022, 2021 and 2020 amounted to ₱1.1 billion, ₱0.7 billion and ₱0.2 billion, respectively.

Measurement of ECL
ECLs are derived from unbiased and probability-weighted estimates of expected loss, and are measured as follows:

- *Financial assets that are not credit-impaired at the balance sheet date:* as the present value of all cash shortfalls over the expected life of the financial asset discounted by the effective interest rate. The cash shortfall is the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive.

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- *Financial assets that are credit-impaired at the balance sheet date:* as the difference between the gross carrying amount and the present value of estimated future cash flows discounted by the effective interest rate.
- *Undrawn loan commitments:* as the present value of the difference between the contractual cash flows that are due to the Group if the commitment is drawn down and the cash flows that the Group expects to receive.
- *Financial guarantee contracts:* as the expected payments to reimburse the holder less any amounts that the Group expects to recover.

The Group leverages existing risk management indicators (e.g. internal credit risk classification and restructuring triggers), credit risk rating changes and reasonable and supportable information which allows the Group to identify whether the credit risk of financial assets has significantly increased.

Inputs, assumptions and estimation techniques
The ECL is measured on either a 12-month or lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit losses are the discounted product of the Probability of Default (PD), Loss Given Default (LGD), and Exposure at Default (EAD), defined as follows:

- *Probability of default*
  The PD represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months, or over the remaining life of the obligation. PD estimates are estimates at a certain date, which are calculated based on statistical rating models, and assessed using rating tools tailored to the various categories of counterparties and exposures. If a counterparty or exposure migrates between rating classes, then this will lead to a change in the estimate of the associated PD. PDs are estimated considering the contractual maturities of exposures. The 12-months and lifetime PD represent the expected point-in-time probability of a default over the next 12 months and remaining lifetime of the financial instrument, respectively, based on conditions existing at the balance sheet date and future economic conditions that affect credit risk.

- *Loss given default*
  Loss Given Default represents the Group's expectation of the extent of loss on a defaulted exposure, taking into account the mitigating effect of collateral, its expected value when realized and the time value of money. LGD varies by type of counterparty, type of seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of EAD.

Exposure at default
EAD is based on the amounts the Group expects to be owed at the time of default, over the next 12 months or over the remaining lifetime.

The ECL is determined by projecting the PD, LGD, and EAD for each future month and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in an earlier month). This effectively calculates an ECL for each future month, which is then discounted back to the balance sheet date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof.

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The lifetime PD is developed by applying a maturity profile to the current 12-month PD. The maturity profile looks at how defaults develop on a portfolio from the point of initial recognition throughout the lifetime of the loans. The maturity profile is based on historical observed data and is assumed to be the same across all assets within a portfolio and credit grade band. This is supported by historical analysis. The 12-month and lifetime EADs are determined based on the expected payment profile, which varies by customer segment.

The 12-month and lifetime LGDs are determined based on the factors which impact the recoveries made post default. LGDs are typically set at product level due to the limited differentiation in recoveries achieved across different borrowers. These LGD's are influenced by collection strategies including contracted debt sales and price.

The assumptions underlying the ECL calculation, such as how the maturity profile of the PDs change, are monitored and reviewed on a quarterly basis.

Simplified approach for trade receivables and contract assets
The Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for various customer segments that have similar loss patterns (i.e., by geography, product type, customer type and rating, and coverage by letters of credit).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the industrial segment, the historical default rates are adjusted. At every balance sheet date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

There have been no significant changes in estimation techniques or significant assumptions made during the reporting period.

Incorporation of forward-looking information
The Group incorporates forward-looking information into both its assessment of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL.

The base case represents a most-likely outcome and is aligned with information used by the Group for other purposes such as strategic planning and budgeting. The other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Group carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios.

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The Group has identified and documented key drivers of credit risk and credit losses of each portfolio of financial instruments and, using an analysis of historical data, has estimated relationships between macro-economic variables and credit risk and credit losses.

The macro-economic variables include the following key indicators for the Philippines: unemployment rates, inflation rates, gross domestic product growth and net personal income growth.

Predicted relationship between the key indicators and default and loss rates on various portfolios of financial assets have been developed based on analyzing historical data over the past 5 years. The methodologies and assumptions including any forecasts of future economic conditions are reviewed regularly.

The Group has not identified any uncertain event that it has assessed to be relevant to the risk of default occurring but where it is not able to estimate the impact on ECL due to lack of reasonable and supportable information.

An increase in the Group's allowance for ECL of trade and other receivables will increase the Group's recorded expenses and decrease current assets. As of December 31, 2022 and 2021, allowance for ECL amounted to ₱4.8 billion and ₱4.4 billion, respectively. Trade and other receivables, net of allowance for ECL, amounted to ₱61.6 billion and ₱48.4 billion as of December 31, 2022 and 2021, respectively (see Note 5).

Estimating allowance for inventory obsolescence
The Group estimates the allowance for inventory obsolescence based on the status of inventories. The amounts and timing of recorded expenses for any period would differ if different judgments or different estimates are made. An increase in allowance for inventory obsolescence would increase recorded expenses and decrease current assets. As of December 31, 2022 and 2021, allowance for inventory obsolescence amounted to ₱27.3 million and ₱27.5 million, respectively. The carrying amounts of inventories, including land and improvements, net of valuation allowance, amounted to ₱46.2 billion and ₱32.0 billion as of December 31, 2022 and 2021, respectively (see Note 6).

Estimating the incremental borrowing rate (IBR)
The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its IBR to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates.

The carrying amount of the lease liabilities amounted to ₱27.9 billion and ₱34.3 billion as of December 31, 2022 and 2021, respectively (see Note 22).

Estimating decommissioning liability
Under the Geothermal Resource Service Contract (GRSC), the Group has a legal obligation to decommission, abandon and perform surface rehabilitation on its steam field asset at the end of its useful life. The Group also has a legal obligation under its land lease agreements to decommission

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the power plants at the end of its lease term. The Group recognizes the present value of the obligation to decommission the plant, abandon and perform surface rehabilitation of the steam field asset and capitalizes the present value of this cost as part of the balance of the related property, plant and equipment, which are being depreciated and amortized on a straight-line basis over the useful life of the related asset.

These costs are accrued based on in-house estimates, which incorporates estimates of the amount of obligations and interest rates, if appropriate. Assumptions used to compute the provision are reviewed and updated annually. Each year, the provision is increased to reflect the accretion of discount and to accrue an estimate for the effects of inflation, with charges being recognized as accretion expense, included under "Interest expense" in the consolidated statements of income.

Changes in the decommissioning liability that result from a change in the current best estimate of cash flows required to settle the obligation or a change in the discount rate are added to (or deducted from) the amount recognized as the related asset and the periodic unwinding of the discount on the liability is recognized in the consolidated statement of income as it occurs.

While the Group has made its best estimate in establishing the decommissioning provision, because of potential changes in technology as well as safety and environmental requirements, plus the actual time scale to complete decommissioning activities, the ultimate provision requirements could either increase or decrease significantly from the Group's current estimates.

The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

Decommissioning liability amounted to ₱5.7 billion as of December 31, 2022 and 2021, respectively (see Note 21).

Recognition of deferred income tax assets
The Group reviews the carrying amounts of deferred income tax assets at each balance sheet date and reduces deferred income tax assets to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred income tax assets to be utilized. The Group has deferred income tax assets amounting ₱4.9 billion and ₱4.3 billion as of December 31, 2022 and 2021, respectively (see Note 32).

Details of the Group's recognized and unrecognized deferred income tax assets are discussed in Note 32.

Pension benefits
The costs of defined benefit pension plans, as well as the present value of the pension obligation, are determined using actuarial valuations. The actuarial valuation involves making various assumptions. These include the determination of the discount rates, future salary increases, mortality rates and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature, defined benefit obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each balance sheet date.

Net benefit expense amounted to ₱697.9 million in 2022, ₱448.6 million in 2021 and ₱353.7 million in 2020. The net pension assets as of December 31, 2022 and 2021 amounted to ₱487.1 million and

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₱293.2 million, respectively. Net pension liabilities as of December 31, 2022 and 2021 amounted to ₱756.4 million and ₱493.3 million, respectively (see Note 30).

In determining the appropriate discount rate, management considers the interest rates of government bonds that are denominated in the currency in which the benefits will be paid, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

The mortality rate is based on publicly available mortality tables for the specific country and is modified accordingly with estimates of mortality improvements. Future salary increases and pension increases are based on expected future inflation rates for the specific country. Further details about the assumptions used are provided in Note 30.

Fair value less estimated costs to sell of biological assets
The Group determines the most reliable estimate of fair value less estimated costs to sell of its biological assets. Fair value reflects the most recent market transaction price provided that there has been no significant change in economic circumstances between the date of transaction and balance sheet date. Point-of-sale cost is estimated based on recent transactions and is deducted from the fair value in order to measure the biological assets at balance sheet date.

As of December 31, 2022 and 2021, the carrying value of the consumable biological assets amounted to ₱1.1 billion (see Note 8).

Fair value of financial instruments
When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 36 for further disclosures.

Contingent consideration, resulting from business combinations, is valued at fair value at the acquisition date as part of the business combination. When the contingent consideration meets the definition of a financial liability, it is subsequently re-measured to fair value at each balance sheet date. The determination of the fair value is based on discounted cash flows.

Revaluation of investment properties
The Group carries its investment properties at fair value, with changes in fair value being recognized in the consolidated statements of income. The Group engaged an independent valuation specialist to assess the fair values of these properties. For these assets, the valuation methodology used was Sales Comparison Approach. This method considers the sales of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison (see Note 15).

Legal contingencies
The estimate of probable costs for the resolution of possible claims has been developed in consultation with outside counsels handling the Group's defense in these matters and is based upon an analysis of potential results. No provision for probable losses arising from legal contingencies was

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recognized in the Group's consolidated financial statements for the years ended December 31, 2022, 2021 and 2020.

4. Cash and Cash Equivalents

	2022	2021
Cash on hand and in banks	**₱41,041,123**	₱69,873,600
Short-term deposits	**60,485,137**	77,660,435
	₱101,526,260	₱147,534,035

Cash in banks earn interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods up to three months depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates. Interest income earned from cash and cash equivalents amounted to ₱1.0 billion in 2022, ₱0.5 billion in 2021 and ₱0.9 billion in 2020, respectively (see Note 36).

5. Trade and Other Receivables

	2022	2021
Trade receivables		
Power (see Note 36)	**₱30,196,685**	₱22,637,873
Food manufacturing	**10,296,324**	9,606,123
Real estate	**11,299,169**	9,672,636
Holding and others	**4,742,730**	1,418,008
	56,534,908	43,334,640
Nontrade receivables	**8,125,105**	7,790,692
Dividends receivable (see Note 10)	**792,000**	1,192,000
Advances to contractors	**285,715**	202,394
Others	**702,915**	297,928
	66,440,643	52,817,654
Less allowance for expected credit losses	**4,791,957**	4,430,583
	61,648,686	48,387,071
Less noncurrent portion	**329,538**	366,651
	₱61,319,148	₱48,020,420

Trade receivables, except real estate receivables, are generally non-interest bearing and on 10 - 30 days' terms.

For terms and conditions relating to related party receivables, refer to Note 35.

Advances to contractors refer to noninterest-bearing advance payments made for acquisition of inventories and services which are offset against progress billings to be made by the suppliers.

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Non-trade receivable relates mostly to claims from insurance against the property damage, TLI's accrual of income from coal commodity hedge and advances to partners in GMEC. This account also includes, receivable from disposal of property held for sale in 2021 and reimbursable expenses from contractors and customers of the real estate group.

Other receivables include accrued interest income.

Trade Receivables of Real Estate Group
Contractual maturities of trade receivables from sale of real estate inventories range from 1 to 180 months. Current and noncurrent portion of these receivables amounted to ₱11.0 billion and ₱0.3 billion, respectively, as of December 31, 2022, and ₱9.4 billion and ₱0.3 billion, respectively, as of December 31, 2021.

Trade receivables of real estate group include contract assets amounting to ₱5.3 billion and ₱2.6 billion as of December 31, 2022 and 2021, respectively. Contract assets represent excess of recognized revenues from contracts with real estate customers determined based on percentage-of-completion, against amounts billed to customers.

The rollforward analysis of allowance for expected credit losses is presented below:

December 31, 2022

	Trade Receivables			
	Power	**Food Manufacturing**	**Real Estate**	**Total**
At beginning of year	**₱3,018,981**	**₱1,255,906**	**₱155,696**	**₱4,430,583**
Disposal of a subsidiary (see Note 9)	**—**	**(65,877)**	**—**	**(65,877)**
Provisions (see Note 28)	**133,735**	**146,065**	**851**	**280,651**
Write-off	**(215,685)**	**—**	**(208)**	**(215,893)**
Reversals/recovery/others	**392,366**	**(29,873)**	**—**	**362,493**
At end of year	**₱3,329,397**	**₱1,306,221**	**₱156,339**	**₱4,791,957**

December 31, 2021

	Trade Receivables			
	Power	Food Manufacturing	Real Estate	Total
At beginning of year	₱2,276,373	₱986,646	₱160,672	₱3,423,691
Provisions (see Note 28)	1,089,566	277,873	—	1,367,439
Write-off	(204,940)	(10,322)	(4,976)	(220,238)
Reversals/recovery/others	(142,018)	1,709	—	(140,309)
At end of year	₱3,018,981	₱1,255,906	₱155,696	₱4,430,583

Reversals of allowance for expected credit losses are presented as part of “Others - net” under “Other income (expense) - net” account in the consolidated statements of income.

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6. **Inventories and Land and Improvements**

Inventories

	2022	2021
At cost:		
Fuel	**₱8,092,930**	₱3,399,155
Materials, parts and supplies	**8,601,104**	6,330,406
Real estate inventories	**8,726,858**	5,571,339
Raw materials	**2,146,021**	3,103,215
Land and improvements	**4,662,718**	2,898,818
Finished goods (see Note 28)	**2,928,323**	1,437,567
Work in progress	**36,198**	21,223
At NRV:		
Wheat grains and other raw materials	**9,569,405**	8,229,431
Materials, parts and supplies	**1,397,985**	1,001,305
	₱46,161,542	₱31,992,459

The cost of inventories recognized as part of cost of generated power in the consolidated statements of income amounted to ₱52.2 billion in 2022, ₱27.5 billion in 2021 and ₱19.7 billion in 2020 (see Note 28). The cost of inventories recognized as part of operating expenses in the consolidated statements of income amounted to ₱604.3 million in 2022, ₱272.1 million in 2021 and ₱305.8 million in 2020 (see Note 28).

Cost of inventories carried at NRV amounted to ₱11.0 billion and ₱9.2 billion as of December 31, 2022 and 2021, respectively.

A summary of the movement in real estate inventories is set out below:

	2022	2021
At January 1	**₱5,571,339**	₱4,761,107
Construction/development costs incurred	**4,807,896**	1,218,748
Land acquired during the year	**—**	1,594,136
Contract cost asset related to capitalized sales commissions	**116,400**	198,732
Land costs transferred from land and improvements	**1,078,415**	—
Reversal of capitalized commission related to forfeited units	**(33,201)**	(13,027)
Amortization of capitalized contract cost asset (recognized as cost of real estate inventories sold)	**(102,720)**	(86,826)
Cost of real estate inventories sold	**(2,711,271)**	(2,101,531)
At December 31	**₱8,726,458**	₱5,571,339

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A summary of the movement in land and improvement is set out below:

	2022	2021
At January 1	**₱2,898,818**	₱3,039,972
Additions	**2,681,268**	—
Transfers to real estate inventories	**(1,078,415)**	—
Other transfers/adjustments	**161,047**	(141,154)
At December 31	**₱4,662,718**	₱2,898,818

7. Other Current Assets

	2022	2021
Short-term cash deposits	**₱20,915,669**	₱6,986,505
Restricted cash	**6,023,425**	4,073,381
Prepaid expenses	**5,563,710**	3,965,498
Insurance assets	**4,911,073**	2,440,819
Input VAT	**3,407,192**	2,073,926
Advances to suppliers	**1,536,681**	864,879
Biological assets (see Note 8)	**1,062,040**	1,110,023
Advances to NGCP	**551,506**	615,785
Deposits for land acquisition	**9,176**	1,058,123
Others	**2,302,298**	2,229,325
	₱46,282,770	₱25,418,264

Short-term cash deposits are fixed-term deposits with maturities of more than three months to less than one year from dates of acquisition. These earn interest at the respective bank deposit rates. Interest income earned from short-term cash deposits amounted to ₱750.0 million in 2022, ₱24.2 million in 2021 and ₱0.3 million in 2020, respectively (see Note 36).

Restricted cash represents proceeds from sale of power under the control of trustees of TVI and TSI's lenders as per loan agreement (see Note 19). The asset will be used to pay the current portion of loans payable, interest payments and operating costs in the following period.

Prepaid expenses mainly include prepaid taxes and prepayments for insurance.

Advances to NGCP pertains to TVI's cost of construction and installation of substation and transmission facilities which are subject for reimbursement.

"Others" include asset held for sale and income tax refundable.

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8. Biological Assets

	2022	2021
Presented under Other Current Assets (see Note 7):		
Market hogs	**₱505,405**	₱591,807
Piglets	**319,260**	323,180
Growing stocks	**236,595**	177,850
Others	**780**	17,186
	1,062,040	1,110,023
Presented under Other Noncurrent Assets:		
Bearers (breeders) (see Note 16)	**158,792**	166,271
	₱1,220,832	₱1,276,294

As of December 31, 2022 and 2021, biological assets are measured at fair value under Level 3 input. Fair values are determined based on average market selling prices at balance sheet date. Market hogs, piglets, growing stocks and others are measured at fair value less estimated costs to sell.

During the years ended December 31, 2022 and 2021, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into and out of Level 3 fair value measurements.

The reconciliation of changes in the carrying amount of consumable biological assets follows:

	2022	2021
At beginning of year	**₱1,276,294**	₱933,704
Additions	**884,268**	1,052,236
Sales at fair value	**(532,453)**	(578,149)
Transferred to breeding herd	**(300,608)**	(268,371)
Increase (decrease) in fair value (see Notes 28 and 31)	**(111,768)**	133,774
Others	**5,099**	3,100
At end of year	**₱1,220,832**	₱1,276,294

Consumable biological assets are included under "Other current assets" account while bearers are included under "Other noncurrent assets" account in the consolidated balance sheets (see Notes 7 and 16).

9. Acquisitions and Disposals of Shares of Stock of Subsidiaries

a. Sale of AP shares

On December 16, 2021, AEV completed the sale of its 25% ownership in AP to JERA Asia Private Limited. Total consideration for the sale was $1.46 billion or ₱73.1 billion. This sale reduced the Company's ownership in AP from 77% to 52% but did not result to a loss of control over AP and is considered as an equity transaction, as a sale of non-controlling interest, accordingly, the gain from the sale totaling to ₱35.5 billion is recognized directly in equity as part of "Equity reserves".

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b. Acquisition of additional interest from non-controlling interests in GCMH Group

In January 2021, GCMH acquired the remaining 30% equity interest in (GCSSB).

In November 2021, GCMH acquired the remaining 30% equity interest in (GCMG).

The total consideration for the acquisitions amounted to RM 75.2 million or ₱897.7 million.

The carrying value of non-controlling interest acquired is ₱1.1 billion. GCMH recognized the ₱208.0 million difference between the consideration and carrying value of the additional interest acquired as "Acquisition of non-controlling interests", an equity reserve account.

The completion of the transaction increased GCMH Group's equity interest in GCMG and GCSSB to 100%.

c. Disposal of GCFL

In December 2022, the Group completed the sale of the Group's 100% interest in GCFL held through GCMH and Glen Arbor Holdings for a total consideration of $2.2 million (₱124.0 million) to New Anthoney's Farms (PVT) Ltd.

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10. **Investments and Advances**

	2022	2021
Acquisition cost:		
Balance at beginning of year	**₱104,462,005**	₱102,434,357
Additions during the year	**30,733,004**	2,687,648
Disposal	**—**	(660,000)
Balance at end of year	**135,195,009**	104,462,005
Accumulated share in net earnings:		
Balances at beginning of year	**51,656,634**	44,585,338
Share in net earnings for the year	**20,781,865**	17,245,643
Newly consolidated subsidiary	**—**	1,007
Disposals during the year	**—**	6,742
Cash dividends received and receivable	**(5,334,283)**	(10,182,096)
Balance at end of year	**67,104,216**	51,656,634
Equity reserve	**1,014,136**	1,014,136
Share in net unrealized mark-to-market gains on FVOCI investments of associates	**(6,908,680)**	(609,141)
Share in cumulative translation adjustments of associates and joint ventures	**1,020,800**	109,898
Share in actuarial losses on retirement benefit plan of associates and joint ventures	**(897,997)**	(1,148,110)
	196,527,484	155,485,422
Less allowance for impairment losses	**680,731**	680,731
	195,846,753	154,804,691
Advances to associates	**8,992**	10,922
	₱195,855,745	₱154,815,613

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The Group's investees and the corresponding equity ownership are as follows:

		Percentage of ownership		
	Nature of Business	**2022**	2021	2020
MORE[1] (see Note 3)	Holding	**83.33**	83.33	83.33
GNPD[1] (see Note 3)	Power generation	**70.00**	70.00	70.00
AEV CRH (see Note 3)	Holding	**60.00**	60.00	60.00
AA Thermal[1 & 2] (see Notes 3)	Holding	**60.00**	60.00	60.00
Cebu District Property Enterprise, Inc. (CDPEI)[1] *	Real estate	**50.00**	50.00	50.00
Cebu Homegrown Developers, Inc. (CHDI)	Real estate	**—**	—	50.00
Union Bank of the Philippines (UBP)	Banking	**49.92**	49.66	49.34
Hijos de F. Escaño, Inc. (Hijos)	Holding	**46.73**	46.73	46.73
CRH ABOITIZ Holdings, Inc. (CRH ABOITIZ)	Holding	**45.00**	45.00	45.00
Mazzaraty Energy Corporation (MEC)	Retail electricity supplier	**44.87**	44.87	44.87
San Fernando Electric Light & Power Co., Inc. (SFELAPCO)	Power distribution	**43.78**	43.78	43.78
Pampanga Energy Ventures, Inc. (PEVI)	Holding	**42.84**	42.84	42.84
Electricidad, Inc.*	Power generation	**—**	—	40.00
STEAG	Power generation	**34.00**	34.00	34.00
GMR Megawide Cebu Airport Corporation (GMCAC)	Airport operations	**33.33**	—	—
Cebu Energy Development Corp. (CEDC)	Power generation	**26.40**	26.40	26.40
Redondo Peninsula Energy, Inc. (RP Energy) *	Power generation	**25.00**	25.00	25.00
Gold Coin Feed Mills (B) Sdn. Bhd.**	Feedmills	**20.00**	20.00	20.00
Southern Philippines Power Corporation (SPPC)	Power generation	**20.00**	20.00	20.00
Western Mindanao Power Corporation (WMPC)	Power distribution	**20.00**	20.00	20.00
Balibago Water Systems, Inc. (BWSI)[3]	Water distribution	**15.94**	15.94	15.94
Singlife Philippines Inc. [SLPI][3]	Insurance	**15.00**	15.00	15.00
Unity Digital Infrastructure Inc.[1]	Services	**50.00**	100.00	—
Jin Fu Boar Stud Farm (Mengzi) Co., Ltd***	Food manufacturing	**20.00**	—	—

[1]Joint ventures.
[2]Economic interest.
[3]Significant influence by virtue of the board seat held by the Group.
**No commercial operations as of December 31, 2022.*
***Registered in Malaysia and is part of GCMH Group.*
****Registered in China and is part of GCMH Group.*

Unless otherwise indicated, the principal place of business and country of incorporation of the Group's associates and joint ventures are in the Philippines. All investees above are associates except as otherwise indicated.

All ownership percentages presented in the table above are direct ownership of the Group except for GNPD and SFELAPCO. As of December 31, 2022, AA Thermal has an indirect ownership in GNPD of 50% while the Group's direct ownership in GNPD is 40% resulting to the Group's effective ownership in GNPD of 70%. PEVI has direct ownership in SFELAPCO of 54.83% while the Group's direct ownership in SFELAPCO is 20.29% resulting to the Group's effective ownership in SFELAPCO of 43.78%.

As of December 31, 2022 and 2021, the undistributed earnings of the associates and joint ventures included in the Group's retained earnings are not available for distribution to the stockholders unless declared by the associates and joint ventures (see Note 24).

2022

GMCAC
GMCAC's primary purpose is to engage in the business of building, rehabilitating, renovating, constructing, developing, operating, and maintaining the Mactan Cebu International Airport (MCIA), including the commercial assets thereof and all allied businesses for the operation and maintenance of said airport facility.

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GMCAC was established for the purpose of implementing the provisions of the Concession Agreement that was signed last April 22, 2014 between the Department of Transportation (DOTr), previously Department of Transportation and Communications (DOTC), and Mactan-Cebu International Airport Authority (MCIAA) (collectively, the Grantors), and Megawide Construction Corporation (MCC), an entity duly organized and registered in the Philippines and whose shares of stock are listed in the Philippine Stock Exchange, and GMR Infrastructure Limited (GIL), an entity duly organized and registered in India and whose shares of stock are listed in the Bombay Stock Exchange and National Stock Exchange. The Grantors are agencies of the Philippine Government vested with the power and authority to develop dependable and coordinated transportation systems and to principally undertake the economical, efficient, and effective control, management, and supervision of the MCIA.

On December 16, 2022, AIC entered into a Deed of Assignment with Megawide Construction Corporation (MCC) and GMR Airports International B.V. (GAIBV) for the assignment of a portion of their rights, titles, and interest in GMCAC. On said date, MCC assigned in favor of AIC 1,781.4 million GMCAC common shares for ₱6.6 billion while GAIBV ceded 306.5 million GMCAC common shares for ₱1.1 billion.

On the same date, AIC subscribed to 555.4 million common shares of GMCAC and infused equity amounting to ₱1.7 billion. This subscription together with the assignment by MCC and GAIBV of a portion of its interest in GMCAC resulted in AIC acquiring 33 and 1/3% minus one share ownership in GMCAC. As of December 31, 2022, GMCAC is owned by MCC, GAIBV and AIC by 33 1/3% each.

Following is the summarized financial information of GMCAC as of December 31, 2022:

Total current assets	₱2,401,416
Total noncurrent assets	35,660,709
Total current liabilities	(3,551,516)
Total noncurrent liabilities	(25,545,364)
Equity	₱8,965,245

Exchangeable notes

On December 16, 2022, AIC entered into an Exchangeable Note Agreement with MCC and GAIBV where MCC and GAIBV will issue unsecured and non-interest bearing notes from MCC and GAIBV amounting to ₱7.8 billion each for the funds advanced by AIC to the two entities.

The exchangeable notes allow MCC and GAIBV to exchange the notes for a fixed number of shares of GMCAC at maturity date in 2024 or to settle in cash at any time before 2024 subject to an imposition of interest.

The exchangeable notes contain an embedded derivative related to the exchange option and cash settlement feature and put option. The Group has determined that the embedded derivative cannot be bifurcated from the host contract and, as such, the entire exchangeable notes are carried at fair value.

The fair value of the exchangeable notes, including the embedded derivative, was determined using a binomial model. The key inputs and assumptions used in the model include the current stock price of GMCAC, the expected volatility of stock price, the risk-free interest rate and the credit spread.

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The fair value of the exchangeable notes from MCC and GAIBV amounted to ₱15.5 billion as of December 31, 2022 (see Note 16).

The Company has performed a sensitivity analysis on the fair value of the exchangeable notes with respect to changes in the key inputs and assumptions used in the binomial model. Based on this analysis, the Company has concluded that there are no reasonably possible changes in the key inputs that would cause the fair value of the exchangeable notes to materially differ from the carrying amount.

Details of the fair value methodology and significant inputs used are as follows:

	Fair value at December 31, 2021	Valuation technique	Significant unobservable inputs	Values
			Dividend yield	– %
			Historical stock volatility	35.21%
Exchangeable notes	₱15,526,400	Binomial Model	Equity spot price	₱3.52

UBP
In 2022, the Company exercised its option to avail from UBP's stock rights offering amounting to ₱20.2 billion.

UDII
In 2022, the Group made capital contributions to UDII amounting to ₱995.0 million.

2021

GNPD
In 2021, the Group, through TPI and AA Thermal, made capital contributions to GNPD amounting to ₱952.1 million.

UDII
In 2021, the Group made capital contributions to UDII amounting to ₱993.7 million.

UBP
In 2021, the Group acquired 4.8 million additional shares of UBP for a total consideration of ₱384.6 million.

CDPEI
In 2021, the Group made capital contributions to CDPEI amounting to ₱310.0 million.

SLPI
In 2021, the Group made capital contributions to SLPI amounting to ₱45.0 million.

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CHDI
In 2021, Aboitizland sold its 50% equity interest in CHDI for ₱609.0 million.

Electricidad, Inc.
In 2021, the Group, through ARI acquired 100% of Electricidad, Inc. from TPI (40%) and La Filipina Uy Gongco Corporation (60%) at its par value of ₱0.2 million. As a result, Electricidad, Inc. (formerly an associate) became a subsidiary.

The detailed carrying values of investees, which are accounted for under the equity method, follow:

	2022	2021
UBP	**₱77,700,780**	₱59,428,617
GNPD/ATI	**60,096,334**	48,681,280
AEV CRH	**24,601,644**	25,245,843
GMCAC	**9,494,813**	—
MORE	**9,292,756**	8,151,748
STEAG	**3,592,972**	3,211,116
CEDC	**3,075,932**	2,928,493
UDII	**1,865,697**	960,008
CDPEI	**1,708,053**	1,721,667
CRH ABOITIZ	**1,697,195**	1,694,840
SFELAPCO/PEVI	**1,110,270**	1,023,892
BWSI	**651,155**	620,870
WMPC	**174,927**	179,639
RP Energy	**93,418**	361,663
SPPC	**42,341**	48,368
Others	**648,466**	546,647
	₱195,846,753	₱154,804,691

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The fair value of the investment in UBP for which there is a published price quotation amounted to ₱92.1 billion and ₱60.3 billion as of December 31, 2022 and 2021, respectively. Following is the summarized financial information of significant associates and joint ventures:

	2022	2021	2020
UBP			
Total current assets	**₱158,162,594**	₱189,859,889	₱199,808,679
Total noncurrent assets	**942,161,459**	646,963,055	579,640,542
Total current liabilities	**(892,531,148)**	(649,381,089)	(609,454,264)
Total noncurrent liabilities	**(51,644,325)**	(69,853,986)	(59,853,656)
Equity attributable to equity holders of UBP Parent Company	**₱155,303,806**	₱116,810,507	₱109,348,591
Gross revenue	**₱50,524,771**	₱36,327,569	₱38,577,694
Operating profit	**16,795,383**	15,417,321	12,706,087
Net income attributable to equity holders of the parent	**12,668,288**	12,887,813	11,866,730
Total comprehensive income attributable to equity holders of the parent	**217,026**	11,779,111	11,400,379
Group's share in net income	**₱6,316,778**	₱6,376,021	₱5,855,311
AEV CRH			
Total current assets	**₱12,340,769**	₱9,043,918	₱9,846,023
Total noncurrent assets	**83,687,326**	85,060,615	86,791,652
Total current liabilities	**(15,582,145)**	(13,751,204)	(8,760,495)
Total noncurrent liabilities	**(39,280,876)**	(37,729,595)	(47,148,627)
Equity attributable to equity holders of AEV CRH Parent Company	**₱41,206,807**	₱42,664,241	₱40,761,254
Gross revenue	**₱27,033,731**	₱27,347,174	₱22,436,120
Operating profit	**610,522**	2,864,011	3,077,040
Net income (loss) attributable to equity holders of the parent	**(1,020,435)**	1,371,940	1,222,888
Group's share in net income (loss)	**(₱612,261)**	₱823,164	₱733,733

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	2022	2021	2020
GNPD			
Total current assets	**₱29,574,563**	₱14,738,599	₱949,591
Total noncurrent assets	**95,476,181**	81,161,930	71,095,383
Total current liabilities	**(13,056,358)**	(5,173,546)	(2,542,327)
Total noncurrent liabilities	**(68,893,301)**	(64,794,734)	(56,958,752)
Equity	**₱43,101,085**	₱25,932,249	₱15,543,895
Gross revenue	**₱54,402,996**	₱1,725,867	₱—
Operating income (loss)	**14,788,321**	2,067,594	(752,254)
Net income (loss)	**14,898,575**	7,495,055	(1,642,379)
Other comprehensive income	**—**	1,514	—
Group's share in net income (loss)	**₱5,959,430**	₱2,922,760	(₱683,376)
Additional information:			
Cash and cash equivalents	**₱15,250,602**	₱6,037,783	₱272,868
Current financial liabilities	**11,354,278**	1,213,841	2,033,297
Noncurrent financial liabilities	**65,075,513**	2,133,426	2,146,158
Depreciation and amortization	**124,902**	8,051	61,005
Interest income	**27,177**	3,702	590
Interest expense	**(246,524)**	(24,494)	(63,928)
Income tax expense	**1,470,480**	807,066	395,945
MORE			
Total current assets	**₱63,207**	₱655,296	₱1,046,825
Total noncurrent assets	**11,122,609**	9,672,667	12,724,102
Total current liabilities	**(18,506)**	(510,947)	(961,848)
Total noncurrent liabilities	**(19,890)**	(34,918)	(24,516)
Equity	**₱11,147,420**	₱9,782,098	₱12,784,563
Gross revenue	**₱256,847**	₱222,460	₱178,636
Operating profit	**3,934,504**	3,800,149	3,194,516
Net income	**3,925,799**	3,788,908	3,193,335
Other comprehensive income	**36,024**	16,501	22,889
Group's share in net income	**₱3,271,499**	₱3,157,424	₱2,658,476
Additional information:			
Cash and cash equivalents	**₱46,149**	₱55,669	₱36,165
Current financial liabilities	**18,506**	9,890	11,745
Noncurrent financial liabilities	**—**	13,785	43,821
Depreciation and amortization	**15,765**	20,124	18,163
Interest income	**806**	500	1,175
Interest expense	**(904)**	(2,132)	(4,272)
Income tax expense	**7,619**	4,836	14,373
STEAG			
Total current assets	**₱5,633,304**	₱3,510,163	₱5,053,099
Total noncurrent assets	**9,390,560**	9,155,136	9,000,415
Total current liabilities	**(2,051,769)**	(1,687,950)	(1,605,648)
Total noncurrent liabilities	**(3,537,718)**	(3,732,167)	(4,205,178)
Equity	**₱9,434,377**	₱7,245,182	₱8,242,688
Gross revenue	**₱9,421,740**	₱3,780,615	₱3,941,673
Operating profit	**2,020,191**	1,242,155	1,504,642
Net income	**1,489,499**	1,028,755	1,022,111
Other comprehensive income (loss)	**41,931**	73,301	(42,194)
Group's share in net income	**₱381,856**	₱218,730	₱210,781

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	2022	2021	2020
CEDC			
Total current assets	**₱5,498,731**	₱4,546,675	₱4,611,404
Total noncurrent assets	**10,286,602**	11,074,007	11,851,774
Total current liabilities	**(3,900,081)**	(3,205,091)	(7,751,429)
Total noncurrent liabilities	**(4,958,095)**	(5,823,525)	(1,008,946)
Equity	**₱6,927,157**	₱6,592,066	₱7,702,803
Gross revenue	**₱14,258,846**	₱8,984,184	₱7,718,729
Operating profit	**4,199,039**	4,111,795	2,726,815
Net income	**2,125,080**	1,921,029	1,576,645
Other comprehensive income (loss)	**60,743**	(36,552)	(17,256)
Group's share in net income	**₱909,994**	₱1,002,882	₱1,002,882
SFELAPCO			
Total current assets	**₱1,293,870**	₱1,071,258	₱1,112,909
Total noncurrent assets	**3,050,709**	2,918,480	2,825,295
Total current liabilities	**(822,482)**	(699,925)	(831,991)
Total noncurrent liabilities	**(738,362)**	(772,733)	(826,003)
Equity	**₱2,783,735**	₱2,517,080	₱2,280,210
Gross revenue	**₱5,142,904**	₱4,674,301	₱4,318,340
Operating profit	**658,375**	1,336,613	573,989
Net income	**560,139**	517,748	437,566
Other comprehensive income	**78,900**	68,923	8,203
Group's share in net income	**₱270,374**	₱164,080	₱164,080
CRH ABOITIZ			
Total current assets	**₱4,636,974**	₱4,301,756	₱3,465,478
Total noncurrent assets	**894,034**	972,387	1,060,228
Total current liabilities	**(1,914,806)**	(1,649,191)	(1,998,848)
Total noncurrent liabilities	**(123,861)**	(137,845)	(235,367)
Equity attributable to equity holders of CRH ABOITIZ Parent Company	**₱3,492,341**	₱3,487,107	₱2,291,491
Gross revenue	**₱23,345,275**	₱24,523,388	₱19,400,456
Operating profit	**912,964**	1,853,270	753,143
Net income (loss) attributable to equity holders of the parent	**(50,708)**	1,155,742	(540,705)
Group's share in net income (loss)	**(₱22,819)**	₱520,084	(₱243,317)
BWSI			
Total current assets	**₱1,000,885**	₱1,170,651	₱914,456
Total noncurrent assets	**3,210,892**	2,740,581	2,442,976
Total current liabilities	**(730,743)**	(1,089,356)	(874,732)
Total noncurrent liabilities	**(796,078)**	(831,087)	(588,271)
Equity	**₱2,684,956**	₱1,990,789	₱1,894,429
Gross revenue	**₱2,155,150**	₱2,007,370	₱1,771,653
Gross profit	**1,079,794**	1,026,115	1,017,943
Net income	**398,448**	353,031	379,214
Group's share in net income	**₱63,513**	₱56,273	₱60,447

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	2022	2021	2020
WMPC			
Total current assets	**₱910,761**	₱933,419	₱786,831
Total noncurrent assets	**242,632**	245,101	338,568
Total current liabilities	**(162,654)**	(210,852)	(203,776)
Total noncurrent liabilities	**(110,028)**	(67,288)	(80,403)
Equity	**₱880,711**	₱900,380	₱841,220
Gross revenue	**₱1,793,183**	₱1,596,258	₱1,390,204
Operating profit	**615,791**	630,603	427,771
Net income	**277,729**	351,931	348,795
Other comprehensive income	**—**	—	—
Group's share in net income	**₱55,288**	₱71,395	₱69,667
SPPC			
Total current assets	**₱144,092**	₱142,071	₱149,970
Total noncurrent assets	**165,862**	189,810	222,642
Total current liabilities	**(44,172)**	(37,565)	(51,339)
Total noncurrent liabilities	**(53,687)**	(53,015)	(55,041)
Equity	**₱212,095**	₱241,301	₱266,232
Gross revenue	**₱—**	₱—	₱12,857
Operating loss	**(7,190)**	(9,490)	(56,722)
Net loss	**(35,009)**	(43,115)	(48,136)
Other comprehensive income	**—**	—	—
Group's share in net loss	**(₱6,028)**	(₱4,878)	(₱8,250)
AA Thermal			
Total current assets	**₱10,447**	₱9,859	₱491,206
Total noncurrent assets	**16,775,941**	16,775,941	15,998,648
Total current liabilities	**(144)**	(89)	(134)
Total noncurrent liabilities	**(218)**	(152)	—
Equity	**₱16,786,026**	₱16,785,559	₱16,489,720
Gross revenue	**₱—**	₱—	₱—
Operating profit	**—**	—	—
Net income	**468**	—	—
Other comprehensive income	**—**	—	—
Group's share in net loss	**₱—**	₱—	(₱6,937)
UDII			
Total current assets	**₱701,811**	₱1,711,461	₱—
Total noncurrent assets	**3,815,575**	316,568	—
Total current liabilities	**(103,097)**	(56,014)	—
Total noncurrent liabilities	**(705,722)**	(65,726)	—
Equity	**₱3,708,567**	₱1,906,290	₱—
Gross revenue	**₱93,363**	₱—	₱—
Operating profit	**(178,623)**	2,339	—
Net income	**(178,623)**	2,339	—
Other comprehensive income	**—**	—	—
Group's share in net income	**(₱89,311)**	₱1,170	₱—

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	2022	2021	2020
Additional information:			
Cash and cash equivalents	**₱392,919**	₱1,692,003	₱—
Current financial liabilities	**78,806**	49,658	—
Noncurrent financial liabilities	**704,940**	64,943	—
Depreciation and amortization	**62,160**	13	—
Interest income	**7,419**	238	—
Interest expense	**30,894**	—	—
Income tax expense	**—**	—	—
Others*			
Total current assets	**₱1,178,719**	₱2,522,526	₱2,516,803
Total noncurrent assets	**10,057,560**	9,903,488	10,768,059
Total current liabilities	**(989,577)**	384,304	(474,097)
Total noncurrent liabilities	**(4,148,194)**	4,041,193	(4,546,333)
Gross revenue	**₱121,110**	₱134,657	₱238,538
Net income (loss)	**63,041**	(23,844)	(169,835)

**The financial information of insignificant associates and joint ventures is indicated under "Others".*

The amounts for SFELAPCO are based on appraised values which are adjusted to historical amounts upon equity take-up of the Group. Using cost method in accounting for property, plant and equipment, net income amounted to ₱610.8 million, ₱517.7 million and ₱449.2 million in 2022, 2021, and 2020, respectively.

11. Material partly - owned subsidiary

As of December 31, 2022 and 2021, the Company has 51.99% interest in AP, a holding company incorporated in the Philippines.

The summarized consolidated financial information as of December 31, 2022, 2021 and 2020 of AP is provided below:

	2022	2021	2020
Consolidated comprehensive income			
Revenue	**₱193,993,588**	₱134,359,221	₱110,376,649
Cost of sales	**129,998,462**	74,996,207	54,871,109
Operating expenses	**34,192,152**	31,153,218	28,625,653
Finance costs - net	**12,741,652**	13,247,132	13,600,452
Other income - net	**15,650,300**	9,693,261	7,603,699
Profit before tax	**32,711,622**	24,655,925	20,883,134
Income tax	**3,164,205**	2,110,710	6,061,912
Profit for the year	**₱29,547,417**	₱22,545,215	₱14,821,222
Total comprehensive income	**₱36,004,629**	₱28,821,731	₱11,997,615
Other financial information			
Total comprehensive income attributable to non-controlling interests	**₱2,182,790**	₱1,774,414	₱1,698,873
Dividends paid to non-controlling interests	**1,380,664**	1,687,998	2,350,216

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Consolidated balance sheet

	2022	2021
Total current assets	**₱132,976,387**	₱104,419,937
Total noncurrent assets	**344,617,494**	322,995,682
Total current liabilities	**74,567,875**	68,419,553
Total noncurrent liabilities	**222,851,238**	203,415,363
Equity	**₱180,174,768**	₱155,580,703
Non-controlling interest	**₱9,071,823**	₱7,629,621

Consolidated cash flow

	2022	2021
Operating cash flows	**₱34,213,337**	₱36,327,036
Investing cash flows	**(11,442,216)**	1,018,171
Financing cash flows	**(14,475,876)**	(19,103,660)

12. Joint Operation

On May 15, 2014, the Group, through TPI, entered into a shareholders' agreement with TPEC Holdings Corporation (TPEC) for the development, construction and operation of the 400 MW Pagbilao Unit III in Pagbilao, Quezon through Pagbilao Energy Corporation (PEC). TPI and TPEC both agreed to provide their respective capital contributions and subscribe to common shares such that each stockholder owns 50% of the issued and outstanding shares of stock of PEC.

The financial and operating activities of the operation are jointly controlled by the participating shareholders and are primarily designed for the provision of output to the shareholders.

The Group's share of assets, liabilities, revenue, expenses and cash flows of joint operations are included in the consolidated financial statements on a line-by-line basis.

13. Property, Plant and Equipment

	2022	2021
Property, plant and equipment	**₱189,854,993**	₱184,559,214
Right-of-use asset (see Note 22)	**34,856,727**	35,458,993
	₱224,711,720	₱220,018,207

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December 31, 2022

	Building, Warehouses and Improvements	Power Plant and Equipment and Steamfield assets (see Note 21)	Transmission, Distribution and Substation Equipment	Machinery and Equipment	Transportation Equipment	Office Furniture, Fixtures and Equipment	Leasehold Improvements	Land	Tools and Others	Construction in Progress	Total
Cost											
At January 1	**₱61,446,891**	**₱126,267,975**	**₱25,319,519**	**₱11,624,708**	**₱2,813,608**	**₱16,100,110**	**₱3,349,237**	**₱3,874,417**	**₱6,178,670**	**₱10,105,230**	**₱267,080,365**
Disposal of a subsidiary (see Note 9)	**—**	**—**	**—**	**(53,578)**	**(2,262)**	**(2,235)**	**—**	**—**	**—**	**—**	**(58,075)**
Additions	**228,378**	**2,238,854**	**628,742**	**233,154**	**430,558**	**745,822**	**19,698**	**82,574**	**230,206**	**10,960,520**	**15,798,506**
Disposals	**(41,121)**	**(68,946)**	**(3,441)**	**(247,081)**	**(351,477)**	**(69,436)**	**(10,391)**	**(733)**	**(41,694)**	**(6,933)**	**(841,253)**
Revaluation surplus*	**19,943**	**—**	**—**	**—**	**—**	**—**	**—**	**836,953**	**—**	**—**	**856,896**
Reclassifications/transfers	**5,632,831**	**4,222,383**	**1,805,287**	**411,695**	**660,394**	**210,748**	**58,665**	**(687,983)**	**(4,073,361)**	**(5,012,678)**	**4,084,877**
At December 31	**67,286,922**	**132,660,266**	**27,750,107**	**11,968,898**	**3,550,821**	**16,985,009**	**3,417,209**	**4,105,228**	**2,293,821**	**16,046,139**	**286,064,420**
Accumulated depreciation and amortization											
At January 1	**15,055,446**	**38,866,992**	**7,133,823**	**6,559,224**	**1,898,387**	**7,031,369**	**1,149,707**	**193,384**	**1,044,099**	**—**	**78,932,431**
Disposal of a subsidiary (see Note 9)	**—**	**—**	**—**	**(37,639)**	**(2,258)**	**(953)**	**—**	**—**	**—**	**—**	**(40,850)**
Depreciation and amortization (see Note 28)	**1,825,911**	**6,723,111**	**857,741**	**805,052**	**237,801**	**930,245**	**164,392**	**24,417**	**102,294**	**—**	**11,670,964**
Disposals	**(26,186)**	**(63,477)**	**(1,054)**	**(225,132)**	**(146,935)**	**(77,009)**	**(10,282)**	**(415)**	**(10,645)**	**—**	**(561,135)**
Reclassifications/transfers	**(1,282,652)**	**3,573,242**	**(25,317)**	**(107,584)**	**214,128**	**(78,265)**	**9,794**	**(10,037)**	**(403,267)**	**—**	**1,890,042**
At December 31	**15,572,519**	**49,099,868**	**7,965,193**	**6,993,921**	**2,201,123**	**7,805,387**	**1,313,611**	**207,349**	**732,481**	**—**	**91,891,452**
Accumulated Impairment											
At January 1	**9,955**	**787,496**	**77,541**	**—**	**2,088**	**66,360**	**251**	**—**	**—**	**2,645,029**	**3,588,720**
Impairment (see Note 31)	**—**	**685,261**	**15,576**	**—**	**—**	**28,418**	**—**	**—**	**—**	**—**	**729,255**
At December 31	**9,955**	**1,472,757**	**93,117**	**—**	**2,088**	**94,778**	**251**	**—**	**—**	**2,645,029**	**4,317,975**
Net Book Values	**₱51,704,448**	**₱82,087,641**	**₱19,691,797**	**₱4,974,977**	**₱1,347,610**	**₱9,084,844**	**₱2,103,347**	**₱3,897,879**	**₱1,561,340**	**₱13,401,110**	**₱189,854,993**

**Pertains to the revaluation adjustment prior to the reclassification to investment property upon change in use.*

December 31, 2021

	Building, Warehouses and Improvements	Power Plant and Equipment (see Note 21)	Transmission, Distribution and Substation Equipment	Machinery and Equipment	Transportation Equipment	Office Furniture, Fixtures and Equipment	Leasehold Improvements	Land	Tools and Others	Construction in Progress	Total
Cost											
At January 1	₱47,509,690	₱138,325,267	₱23,002,108	₱9,930,653	₱6,446,901	₱13,317,976	₱3,216,534	₱3,677,559	₱5,980,779	₱7,287,650	₱258,695,117
Additions	121,580	1,424,131	—	271,809	173,940	230,309	112,970	10,861	64,504	8,696,629	11,106,733
Disposals	(195)	(335,264)	(9,909)	(9,482)	(117,574)	(76,625)	(53,949)	—	(2,191)	(6,218)	(611,407)
Reclassifications/transfers	13,815,816	(13,146,159)	2,327,320	1,431,728	(3,689,659)	2,628,450	73,682	185,997	135,578	(5,872,831)	(2,110,078)
At December 31	61,446,891	126,267,975	25,319,519	11,624,708	2,813,608	16,100,110	3,349,237	3,874,417	6,178,670	10,105,230	267,080,365
Accumulated depreciation and amortization											
At January 1	9,615,381	40,644,497	6,411,392	5,599,155	1,743,811	6,030,227	934,461	167,863	1,161,866	—	72,308,653
Depreciation and amortization (see Note 28)	2,368,350	5,414,585	723,878	731,398	262,164	886,287	160,170	24,831	354,248	—	10,925,911
Disposals	(146)	(119,538)	(2,092)	(9,326)	(103,518)	(84,611)	(53,792)	—	(2,134)	—	(375,157)
Reclassifications/transfers	3,071,861	(7,072,552)	645	237,997	(4,070)	199,466	108,868	690	(469,881)	—	(3,926,976)
At December 31	15,055,446	38,866,992	7,133,823	6,559,224	1,898,387	7,031,369	1,149,707	193,384	1,044,099	—	78,932,431
Accumulated Impairment											
At January 1	—	599,963	—	—	2,088	792	251	—	—	2,645,029	3,248,123
Impairment (see Note 31)	9,955	187,533	77,541	—	—	65,568	—	—	—	—	340,597
At December 31	9,955	787,496	77,541	—	2,088	66,360	251	—	—	2,645,029	3,588,720
Net Book Values	₱46,381,490	₱86,613,487	₱18,108,155	₱5,065,484	₱913,133	₱9,002,381	₱2,199,279	₱3,681,033	₱5,134,571	₱7,460,201	₱184,559,214

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In 2022 and 2021, the Group has determined that an impairment test has to be performed on certain segments of its property, plant and equipment amounting to ₱5.5 billion and ₱8.4 billion respectively. In performing an impairment test calculation, the Group determined the recoverable amount of the relevant property, plant and equipment through value in use (VIU). VIU is derived based on financial budgets prepared by senior management covering the project's entire life. Pre-tax discount rate of 9.68% to 11.51% in 2022 and 7.51% to 10.88% in 2021 was used.

The calculation of value in use of these property, plant and equipment are most sensitive to the following assumptions:

- Discount rate - Discount rate reflects the management's estimate of risks applicable to these projects. The benchmark used by the management to assess operating performance and to evaluate future investment proposals. In determining appropriate discount rates, consideration has been given to various market information, including, but not limited to, government bond yield, bank lending rates and market risk premium.

- Material price inflation - Estimates are obtained from published indices from which the materials are sourced, as well as data relating to specific commodities. Forecast figures are used if data is publicly available, otherwise past actual material price movements are used as an indicator of future price movement.

- Growth rate - The long-term rate used to extrapolate future cash flows excludes expansions and potential improvements in the future. Management also recognized the possibility of new entrants, which may have significant impact on existing growth rate assumptions. Management however, believes that new entrants will not have a significant adverse impact on the forecasts included in the financial budget.

Management have reflected future economic uncertainty in the risk-adjusted cash flows, giving a more accurate representation of the risks specific to the projects taking into account the impact of COVID-19.

In addition, the Group also performed an assessment whether there are specific equipment that should have been impaired.

These assessment resulted to the recognition of impairment losses in 2022 and 2021 amounting to ₱729.3 million and ₱340.6 million, respectively (see Note 31).

In 2022 and 2021, power plant equipment and steam field assets decreased by ₱0.3 billion and increased by ₱0.5 billion, respectively, due to the change in accounting estimate (see Note 21).

In 2022 and 2021, additions to "Construction in progress" include capitalized borrowing costs, net of interest income earned from short-term deposits, amounting to ₱326.2 million and ₱35.8 million, respectively (see Note 19). The rate used to determine the amount of borrowing costs eligible for capitalization ranged from 3.10% to 8.02% and 4.49% to 4.82% which are the effective interest rate of the specific borrowings in 2022 and 2021, respectively.

Property, plant and equipment with carrying amounts of ₱64.4 billion and ₱68.1 billion as of December 31, 2022 and 2021, respectively, are used to secure the Group's long-term debts (see Note 19).

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Fully depreciated property, plant and equipment with cost amounting to ₱5.7 billion and ₱4.0 billion as of December 31, 2022 and 2021, respectively, are still in use.

14. Intangible Assets

December 31, 2022

	Goodwill	Service concession rights	Franchise	Project development costs	Customer contracts	Software and licenses	Total
Cost:							
Balances at beginning of year	**₱57,575,420**	**₱16,864,073**	**₱3,078,431**	**₱806,016**	**₱99,746**	**₱1,075,280**	**₱79,498,966**
Additions during the year	**—**	**1,307,844**	**—**	**1,133,198**	**—**	**99,489**	**2,540,531**
Impairment/Write-offs (see Note 31)	**(431,622)**	**—**	**—**	**(314,490)**	**—**	**—**	**(746,112)**
Exchange differences/Others	**2,846,631**	**109,338**	**—**	**(92,280)**	**—**	**753**	**2,864,442**
Balances at end of year	**59,990,429**	**18,281,255**	**3,078,431**	**1,532,444**	**99,746**	**1,175,522**	**84,157,827**
Accumulated amortization:							
Balances at beginning of year	**—**	**3,739,190**	**660,581**	**—**	**92,803**	**667,981**	**5,160,555**
Amortization (see Note 28)	**—**	**395,911**	**76,960**	**—**	**3,968**	**145,181**	**622,020**
Balances at end of year	**—**	**4,135,101**	**737,541**	**—**	**96,771**	**813,162**	**5,782,575**
Net book values	**₱59,990,429**	**₱14,146,154**	**₱2,340,890**	**₱1,532,444**	**₱2,975**	**₱362,360**	**₱78,375,252**

December 31, 2021

	Goodwill	Service concession rights	Franchise	Project development costs	Customer contracts	Software and licenses	Total
Cost:							
Balances at beginning of year	₱55,170,011	₱12,068,755	₱3,078,431	₱1,029,421	₱99,746	₱943,175	₱72,389,539
Additions during the year	—	4,740,735	—	817,954	—	132,668	5,691,357
Write-off (see Note 31)	—	—	—	(369,918)	—	—	(369,918)
Exchange differences/Others	2,405,409	54,583	—	(671,441)	—	(563)	1,787,988
Balances at end of year	57,575,420	16,864,073	3,078,431	806,016	99,746	1,075,280	79,498,966
Accumulated amortization:							
Balances at beginning of year	—	3,403,951	583,620	—	88,835	536,644	4,613,050
Amortization (see Note 28)	—	335,239	76,961	—	3,968	131,337	547,505
Balances at end of year	—	3,739,190	660,581	—	92,803	667,981	5,160,555
Net book values	₱57,575,420	₱13,124,883	₱2,417,850	₱806,016	₱6,943	₱407,299	₱74,338,411

Goodwill

Goodwill acquired through business combinations have been attributed to the following cash-generating unit (CGU).

	2022	2021
GMEC	**₱44,041,109**	₱40,284,323
GCMH	**14,483,837**	15,853,122
LEZ	**467,586**	467,586
PVCL	**449,581**	425,422
HI	**220,228**	220,228
BEZ	**191,471**	191,471
LLI	**61,202**	61,202
GCFBDC	**62,326**	58,977
TCP & PB	**13,089**	13,089
	₱59,990,429	₱57,575,420

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

Key assumptions used in value in use calculation for December 31, 2022 and 2021
The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill.

Discount rates and growth rates
The discount rate applied to cash flow projections are from 9.68% to 16.97% in 2022 and from 7.51% to 21.10% in 2021, and cash flows beyond the five-year period are extrapolated using a zero percent growth rate.

Revenue assumptions
2022

	LEZ	**BEZ**	**GMEC**	**HI**	**GCMH**	**PVCL**	**GCFBDC**	**LLI**	**TCP & PB**
Basis for Revenue Assumptions		**Electricity sales**				**Animal feeds sales**		**Lot sales**	**Rental**
Year 1	**3%**	**9%**	**14%**	**9%**	**-1%**	**31%**	**3%**	**44%**	**12%**
Year 2	**-4%**	**-2%**	**-7%**	**8%**	**5%**	**75%**	**-37%**	**2%**	**41%**
Year 3	**-2%**	**9%**	**-11%**	**7%**	**6%**	**2%**	**4%**	**4%**	**22%**
Year 4	**3%**	**1%**	**-13%**	**-14%**	**14%**	**2%**	**4%**	**11%**	**21%**
Year 5	**5%**	**2%**	**-4%**	**-8%**	**2%**	**2%**	**4%**	**5%**	**5%**

2021

	LEZ	BEZ	GMEC	HI	GCMH	PVCL	GCFBDC	LLI	TCP & PB
Basis for Revenue Assumptions		Electricity sales				Animal feeds sales		Lot sales	Rental
Year 1	6%	6%	30%	-2%	1%	-4%	-52%	122%	15%
Year 2	9%	1%	5%	3%	7%	7%	4%	5%	12%
Year 3	6%	10%	-3%	0%	6%	10%	6%	-6%	41%
Year 4	4%	0%	1%	20%	6%	9%	6%	11%	22%
Year 5	9%	-3%	-2%	0%	6%	8%	6%	13%	21%

Materials price inflation
In 2022, the assumption used to determine the value assigned to the materials price inflation is 3.45% in 2023, 3.30% in 2024 and settles at 3.45% for the next 3 years until 2027. The starting point of 2023 is consistent with external information sources.

In 2021, the assumption used to determine the value assigned to the materials price inflation is 2.98% in 2022, and settles at 2.31% for the next 3 years until 2026.

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Foreign exchange rates
In 2022, the assumption used to determine foreign exchange rate is a fluctuating Philippine peso which starts at a rate of ₱54.80 to a dollar in 2023, appreciates annually at an average of 1.5% until 2025, then depreciates annually at an average of 1.50% until 2027. In 2021, the assumption used to determine foreign exchange rate is weakening Philippine peso which starts at a rate of ₱50.92 to a dollar in 2022 and depreciates annually at an average of 1.00% until 2026.

Management has reflected future economic uncertainty in the risk-adjusted cash flows, giving a more accurate representation of the risks specific to the Group taking into consideration the impact of COVID-19. To reflect ongoing uncertainty, the likelihood that actual performance will differ from these assumptions has been estimated at a CGU level with reference to external market forecasts and the CGU's current performance.

Based on the impairment testing, the Group recognized an impairment loss on a portion of its goodwill on the GCMH acquisition amounting to ₱431.6 million. This impairment loss is brought about by the decreased operations in certain foreign operations.

With regard to the assessment of value-in-use, management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the goodwill to materially exceed its recoverable amount.

Service Concession Rights

Service concession arrangements entered by the Group are as follows:

- On November 24, 1996, LHC entered into a PPA with NPC, its sole customer, for the construction and operation of a 70-megawatt hydroelectric power generating facility (the Power Station) in Bakun River in Benguet and Ilocos Sur Provinces on a build-operate-transfer scheme. Under the PPA, LHC shall deliver to NPC all electricity generated over a cooperation period of 25 years until February 5, 2026.

  On the Transfer Date, as defined in the PPA, LHC shall transfer to NPC, free from any lien or encumbrance, all its rights, title and interest in and to the Power Station and all such data as operating manuals, operation summaries/transfer notes, design drawings and other information as may reasonably be required by NPC to enable it to operate the Power Station.

  Since NPC controls the ownership of any significant residual interest of the Power Station at the end of the PPA, the PPA is accounted for under the intangible asset model as LHC has the right to charge users for the public service under the service concession arrangement.

  The Power Station is treated as intangible asset and is amortized over a period of 25 years, which is the service concession period in accordance with Philippine Interpretation IFRIC 12. The intangible asset with a carrying value of ₱0.9 billion and ₱1.1 billion as of December 31, 2022 and 2021, respectively, was used as collateral to secure LHC's long-term debt (see Note 19).

- On May 15, 2003, the SBMA, AEV and DLP entered into a DMSA for the privatization of the SBMA Power Distribution System (PDS) on a rehabilitate-operate-and-transfer arrangement; and to develop, construct, lease, lease out, operate and maintain property, structures and machineries in the Subic Bay Freeport Zone (SBFZ).

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Under the terms of the DMSA, SEZ was created to undertake the rehabilitation, operation and maintenance of the PDS (the Project), including the provision of electric power service to the customers within the Subic Bay Freeport Secured Areas of the SBFZ as well as the collection of the relevant fees from them for its services and the payment by SBMA of the service fees throughout the service period pursuant to the terms of the DMSA. The DMSA shall be effective for a 25-year period commencing on the turnover date.

For and in consideration of the services and expenditures of SEZ, it shall be paid by the SBMA the service fees equivalent to all the earnings of the Project, provided, however, that SEZ shall remit the amount of ₱40.0 million to the SBMA at the start of every 12-month period throughout the service period, regardless of the earnings of the Project. The said remittances may be reduced by the outstanding power receivables from SBMA, including streetlights power consumption and maintenance, for the immediate preceding year.

Since SBMA controls ownership of the equipment at the end of the agreement, the PDS are treated as intangible assets and are amortized over a period of 25 years up to year 2028, in accordance with Philippine Interpretation IFRIC 12.

The carrying value of the intangible asset arising from the service concession arrangement amounted to ₱536.3 million and ₱594.9 million as of December 31, 2022 and 2021, respectively.

- The transmission and distribution equipment of MEZ are located within Mactan Export Processing Zone (MEPZ) II. Since MCIAA controls ownership of the equipment at the end of the agreement, the equipment are treated as intangible assets and amortized over a period of 21 years up to year 2028, in accordance with Philippine Interpretation IFRIC 12.

  The carrying amount of the intangible asset arising from the service concession arrangement amounted to ₱65.9 million and ₱71.4 million as of December 31, 2022 and 2021, respectively.

- Service concession rights consist of the costs of construction of the treated bulk water supply facility, required for the delivery of treated bulk water to the Davao City Water District, pursuant to the concession agreement.
  The carrying amount of the intangible asset arising from the service concession arrangement amounted to ₱12.6 billion and ₱11.4 billion as of December 31, 2022 and 2021, respectively.

The amortization of intangible assets is included in "Depreciation and amortization" under "Operating Expenses" in the consolidated statements of income (see Note 28).

15. Investment Properties

December 31, 2022

	Land	Land Improvements	Buildings	Construction-in-Progress	Total
At January 1	**₱7,510,944**	**₱645,786**	**₱3,705,846**	**₱364,977**	**₱12,227,553**
Additions	**45,379**	**11,103**	**27,140**	**356,724**	**440,346**
Gain on fair valuation (see Note 31)	**298,764**	**—**	**228,390**	**—**	**527,154**
Transfers/adjustments	**1,142,860**	**36,163**	**283,300**	**(233,419)**	**1,228,904**
At December 31	**₱8,997,947**	**₱693,052**	**₱4,244,676**	**₱488,282**	**₱14,423,957**

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December 31, 2021

	Land	Land Improvements	Buildings	Construction-In-Progress	Total
At January 1	₱7,405,011	₱114,632	₱2,843,599	₱574,443	₱10,937,685
Additions	936	22,311	35,662	178,551	237,460
Gain on fair valuation (see Note 31)	213,514	—	762,714	—	976,228
Transfers/ adjustments	(108,517)	508,843	63,871	(388,017)	76,180
At December 31	₱7,510,944	₱645,786	₱3,705,846	₱364,977	₱12,227,553

Rental income earned from and direct operating expenses of investment properties amounted to ₱1,583.2 million and ₱736.2 million, respectively, in 2022; ₱626.6 million and ₱98.0 million, respectively, in 2021; and ₱528.9 million and ₱52.1 million, respectively, in 2020 (see Note 26).

As of December 31, 2022 and 2021, the fair values of the properties are based on valuations performed by an accredited independent valuer. The valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

The fair values of the Group's investment properties were determined as follows:

- In valuing the land, the Group used the Sales Comparison Approach. This is a comparative approach to value that considers the sales of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison.

- The appraiser gathers data on actual sales and/or listings, offers, and renewal options, and identifies the similarities and differences in the data, ranks the data according to their relevance, adjusts the sales prices of the comparable to account for the dissimilarities with the unit being appraised, and forms a conclusion as to the most reasonable and probable market value of the subject property.

The elements of comparison include location, physical characteristics, available utilities, zoning, and highest and best use. The most variable elements of comparison are the site's physical characteristics, which include its size and shape, frontage, topography and location.

Reproduction cost is the current cost of constructing a replica of the existing structures, employing the same design and similar building materials. The current cost of an identical new item.

- In valuing the land improvements and buildings, the Group used the Cost Approach and Income Approach, as applicable.

  Cost approach is a comparative approach to the value of property or another asset that considers as a substitute for the purchase of a given property, the possibility of constructing another property that is a replica of, or equivalent to, the original or one that could furnish equal utility with no undue cost resulting from delay. It is based on the reproduction or replacement cost of the subject property or asset, less total (accrued) depreciation. In the context of asset valuation, depreciation refers to the adjustments made to the cost of reproducing or replacing the asset to reflect physical deterioration, functional (technical) obsolescence and economic (external) obsolescence in order to estimate the value of the asset in a hypothetical exchange in the market when there is no direct sales evidence available. Sound value of an asset is

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determined by applying the two types of depreciation such as physical deterioration and functional obsolescence. Market Value reflects all the three types of depreciation.

Income approach is a method in which the appraiser derives an indication of value for income producing property by converting anticipated future benefits into current property value.

Fair value investment properties are estimated under Level 3 inputs.

The Group has no restrictions on the realizability of its investment properties and no contractual obligations to either purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

	Fair value at December 31, 2022	**Valuation technique**	**Significant unobservable inputs**	**Range (weighted average)**
Land	**₱8,997,947**	**Sales Comparison Approach Market Approach**	**Price per square meter Price per actual market and current listings**	**₱1,100 - ₱201,100**
Buildings and land Improvements	**4,937,728**	**Income Approach, Cost Approach**	**Net income per square meter, Reproduction cost, Remaining economic life**	**₱6,194 - ₱57,082 per square meter ₱1,212,000 - ₱24,975,000 15 – 30 years**

	Fair value at December 31, 2021	Valuation technique	Significant unobservable inputs	Range (weighted average)
Land	₱7,510,944	Sales Comparison Approach	Price per square meter	₱1,100 - ₱75,100
Buildings and land Improvements	4,351,632	Income Approach, Cost Approach	Rental income, Reproduction cost, Remaining economic life	₱436 - ₱450 per square meter 17 – 33 years

For land, significant increases (decreases) in price per square meter would result in a significantly higher (lower) fair value of the properties.

For buildings and land improvements, significant increases (decreases) in estimated replacement cost and remaining economic life would result in a significantly higher (lower) fair value of the properties.

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16. **Other Noncurrent Assets**

	2022	2021
Exchangeable notes (see Note 10)	**₱15,526,400**	₱—
Financial assets at FVOCI	**4,626,724**	3,333,403
Input VAT and tax credit receivable, net of allowance for impairment loss of ₱42.2 million in 2022 and ₱77.9 million in 2021 (see Note 31)	**3,850,974**	3,478,446
Prepaid taxes	**3,643,246**	3,356,509
Advances to contractors and projects	**2,100,394**	1,218,141
Prepaid rent and other deposits	**963,963**	488,645
Financial assets at FVTPL	**899,186**	1,009,537
Advances to NGCP - net of current portion (see Note 7)	**560,894**	1,044,846
Bearer and breeder (see Note 8)	**158,792**	166,271
Debt investments at amortized cost	**42,861**	31,690
Others	**1,347,190**	1,018,184
	₱33,720,624	₱15,145,672

17. **Trade and Other Payables**

	2022	2021
Trade payables (see Note 40)	**₱41,525,655**	₱29,034,977
Nontrade and other payables	**5,229,867**	3,631,468
Accrued expenses		
Interest	**3,229,914**	2,904,588
Taxes and fees	**1,577,843**	1,019,860
Others	**2,443,410**	2,269,618
Output VAT	**4,175,422**	4,325,133
Amounts due to contractors and other third parties	**2,136,570**	2,442,550
PSALM deferred adjustment (see Note 42)	**54,503**	1,097,366
Unearned revenue	**81,312**	36,461
	60,454,496	46,762,021
Less noncurrent portion (see Note 35)	**1,107,359**	982,617
	₱59,347,137	₱45,779,404

Trade payables are non-interest bearing and are usually on 30-90 days' terms.

Trade payables include contract liabilities amounting to ₱3.5 billion and ₱2.9 billion as of December 31, 2022 and 2021, respectively.

Accrued taxes and fees represent accrual of real property tax, transfer tax and other fees.

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Other payables represent withholding taxes, insurance liabilities and other accrual of expenses arising in the ordinary course of business and are generally payable within 12 months from the balance sheet date.

Amounts due to contractors and other third parties include liabilities arising from construction projects (see Notes 13 and 14).

18. **Bank Loans**

	2022	2021
Philippine peso loans	**₱26,544,000**	₱26,830,000
US dollar loans	**12,429,370**	4,785,233
Chinese yuan loans	**1,950,874**	1,509,529
Vietnamese dong loans	**1,303,316**	1,332,458
Indonesia rupia loans	**747,169**	387,682
Other foreign currency-denominated loans	**2,392,857**	570,522
	₱45,367,586	₱35,415,424

The bank loans are unsecured short-term notes payable obtained from local and foreign banks with annual interest rates ranging from 3.13% to 8.20% and 1.10% to 7.00% in 2022 and 2021, respectively. These loans will mature on various dates within the next 12 months.

The loans are covered by the respective borrower's existing credit lines with the banks and are not subject to any significant covenants and warranties.

19. **Long-term Debts**

	2022		2021	
	Annual Interest Rate	**Amount**	Annual Interest Rate	Amount
Company:				
Financial and non-financial institutions - unsecured	**2.84% - 7.53%**	**₱57,571,350**	2.84% - 6.32%	₱37,621,350
Subsidiaries:				
GMEC				
Financial institutions - unsecured	**LIBOR + 1.7% - 4.85%**	**32,630,155**	LIBOR + 1.70% - 4.85%	32,260,286
Therma Marine				
Financial institutions - secured	**4.54% - 7.68%**	**2,600,000**	4.54 % to 5.86 %	1,790,000
Hedcor Sabangan				
Financial institutions - secured	**4.92 %**	**1,103,234**	4.92 %	1,145,000
TVI				
Financial institutions - secured	**5.56% to 9.00%**	**24,479,053**	5.56% to 9.00%	26,947,493

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	2022		2021	
	Annual Interest Rate	**Amount**	Annual Interest Rate	Amount
AP				
Financial and non-financial institutions - Peso - unsecured	**3.82% - 8.51%**	**54,150,000**	3.13% - 8.51%	₱60,900,000
Financial institutions - Foreign currency - unsecured	**—%**	**—**	LIBOR + 1.20%	2,804,945
TSI				
Financial institutions - secured	**4.27%**	**18,117,893**	4.27%	18,314,624
APRI				
Financial institutions - secured	**4.91% - 6.67%**	**11,152,000**	4.48% - 5.20%	10,600,000
Hedcor Bukidnon				
Financial institutions - secured	**4.29% - 5.59%**	**8,114,434**	4.00% - 5.34%	8,714,717
HSI				
Fixed rate corporate notes - unsecured	**5.03% - 5.42%**	**3,004,398**	4.63% - 5.42%	3,403,401
PFC				
Financial institutions - unsecured	**4.50% - 5.16%**	**2,855,500**	4.50% - 5.16%	2,870,000
PANC				
Financial institutions - unsecured	**4.50% - 6.432%**	**3,430,000**	4.50%	2,500,000
VECO				
Financial institution - unsecured	**4.73% - 4.92%**	**190,881**	4.73% - 4.92%	384,000
LHC				
Financial institutions - secured	**—%**	**—**	LIBOR + 2.00%	7,650
DLP				
Financial institution - unsecured	**4.73% - 4.92%**	**143,250**	4.73% to 4.92%	288,000
HI				
Financial institutions - secured	**7.41% - 7.87%**	**1,370,000**	7.41% - 7.87%	1,500,000
CLP				
Financial institution - unsecured	**4.92%**	**28,650**	4.73% to 4.92%	57,600
TPVI				
Financial institution - secured	**3.32%-5.06%**	**1,500,000**	3.32%-5.06%	1,500,000
AESI				
Financial institution - secured	**4.87%**	**588,000**	4.87 %	594,000
Hedcor Tudaya				
Financial institutions - secured	**4.92 %**	**693,511**	4.92 %	752,000
PVSINAG				
Financial institution - secured	**8.02 %**	**3,600,000**	—%	—
ARI				
Financial institution - unsecured	**6.91 %**	**12,000,000**	—%	—
TLI				
Financial institution - unsecured	**7.39 %**	**15,000,000**	—%	—
Apo Agua				
Financial institutions - secured	**5.75% - 8.26%**	**9,000,000**	5.75% - 8.26%	9,000,000

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	2022		2021	
	Annual Interest Rate	**Amount**	Annual Interest Rate	Amount
LWC				
Financial institutions - secured	**5.47%**	**250,000**	5.47%	₱250,000
LLI				
Financial institution - unsecured	**5.47% - 6.59%**	**5,100,000**	5.76% - 5.97%	2,000,000
AEV International				
Financial institutions - secured	**—%**	**—**	3.26% - 3.72%	11,372,777
Bonds - unsecured	**4.20%**	**22,302,000**	4.20%	20,399,600
GCMH				
Financial institution - unsecured	**LIBOR + 1.44%**	**2,230,200**	LIBOR + 1.44%	2,039,960
PTAYAM				
Financial institution - unsecured	**JIBOR + 3.48%**	**124,626**	JIBOR + 3.48%	125,937
GCFHN				
Financial institution - unsecured	**2.50%**	**27,624**	2.50%	60,992
Aboitizland				
Financial institution - secured	**3.97% - 4.41%**	**1,900,000**	3.96% - 4.41%	2,000,000
TCP				
Financial institution - unsecured	**5.50% - 7.50%**	**176,350**	6.50%	206,350
FSI				
Financial institution - unsecured	**6.22% - 6.23%**	**143,531**	2.78 %	124,000
Joint Operation - PEC				
Financial institution - secured	**5.77% - 6.27%**	**9,951,718**	5.77% to 6.27%	11,146,343
Total		**305,528,358**		273,681,025
Deferred financing costs		**(1,989,340)**		(2,002,382)
		303,539,018		271,678,643
Less current portion		**17,926,663**		18,608,778
Noncurrent portion		**₱285,612,355**		₱253,069,865

The Company

In December 2022, the Company issued a total of ₱20.0 billion bonds, broken down into ₱9.1 billion 3.5-year bonds due 2026 at a fixed rate equivalent to 6.87% and a ₱10.1 billion 7-year bond due 2029 at a fixed rate equivalent to 7.53%.

In August 2021, the Company issued a total of ₱10.0 billion bonds, broken down into ₱5.0 billion 4-year and ₱5.0 billion 7-year bonds at fixed interest rates ranging from 3.30% to 4.32%.

In November 2020, the Company issued a total of ₱7.6 billion bonds, broken down into ₱6.9 billion 3-year and ₱0.7 billion 5-year bonds at fixed interest rates ranging from 2.84% to 3.31%.

In June 2019, the Company issued a total of ₱5.0 billion bonds, broken down into ₱3.4 billion 5-year and ₱1.6 billion 10-year bonds at fixed interest rates ranging from 6.02% to 6.32%.

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In August 2015, the Company issued a total of ₱24.0 billion bonds, broken down into ₱10.5 billion 5-year, ₱8.5 billion 7-year and ₱5.0 billion 12-year bonds at annual fixed interest rates ranging from 4.47% to 6.02%. As of December 31, 2020, the ₱10.5 billion 5-year bonds were fully paid upon maturity. As of December 31, 2021, the ₱8.5 billion 7-year bonds were prepaid in full.

In November 2013, the Company issued a total of ₱8.0 billion bonds, broken down into ₱6.2 billion 7-year and ₱1.8 billion 10-year bonds at fixed interest rates ranging from 4.41% to 4.62%. As of December 31, 2020, the ₱6.2 billion 7-year bonds were fully paid upon maturity. As of December 31, 2021, the ₱1.8 billion 10-year bonds were prepaid in full.

All of the Company's issued retail bonds have been rated PRS Aaa by the Philippine Rating Services Corporation (PhilRatings).

The principal amount of the above bonds shall be payable on a lump sum basis on the respective maturity date at its face value. These bonds may be redeemed in advance by the Company based on stipulated early redemption option dates and on agreed early redemption price.

In April 2020, the Company executed an agreement with Metropolitan Bank and Trust Company (MBTC) for a 7-year loan in the amount of ₱10.0 billion at an annual fixed rate of 4.45%. In November 2020, ₱10.0 billion was drawn from this facility.

GMEC

On August 29, 2017, GMEC entered into a Notes Facility Agreement (NFA) with local banks with BDO Capital and Investment Corporation as Lead Arranger, with the maximum principal amount of US$800.0 million, the proceeds of which will be used to refinance GMEC's existing loan obligation and for other general corporate purposes.

On September 29, 2017, US$600.0 million was drawn from the NFA, out of which US$462.4 million was used to prepay the outstanding loans. In February 2018, the remaining principal amount of $200.0 million was drawn from the NFA.

Loans payable consist of the following dollar denominated loans as of December 31, 2022 and 2021 (in thousands):

	2022	2021	Interest Rate Per Annum	Payment Schedule
NFA				
Fixed Rate Loan	**$366,125**	$396,118	(i) Fixed rates of 2.5514% and 3.4049% plus 1.45% margin for the first seven-year period and (ii) Fixed Rate Loan Benchmark plus 1.45% margin for the subsequent five-year period	24 semi-annual payments starting from the first
LIBOR Loan	**218,625**	236,475	Six-month LIBOR plus 1.70% margin	Interest Payment Date
Working Capital				
BDO	**30,000**	30,000	LIBOR plus 4.21% applicable margin	Payable within six months
SCB	**17,000**	—	LIBOR plus 4.50% applicable margin	Payable within six months
ICBC Manila	**—**	5,000	LIBOR plus 1.95% applicable margin	Payable within six months
ICBC Dubai	**—**	25,000	LIBOR plus 1.95% applicable margin	Payable within six months
PBCOM	**8,476**	9,830	Fixed Rate 7.00%	Payable within one year
Chinabank	**30,000**	20,000	LIBOR plus 4.00% and 3.75% applicable margin	Payable within six months
	85,476	89,830		

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	2022	2021	Interest Rate Per Annum	Payment Schedule
Total borrowings	**$670,226**	$722,423		
Less unamortized portion of deferred financing costs	**342**	1,438		
	669,884	720,985		
Less current portion	**142,926**	135,189		
Loans payable - net of current portion	**$526,958**	$585,796		

TMI

On February 23, 2021, TMI entered into a Loan Agreement with China Banking Corporation (CBC) for an aggregate principal amount of ₱2.6 billion. The loan proceeds will be utilized, among others, to finance capital expenditures for the development and integration of a Battery Energy Storage System, working capital requirements, and for other financing and corporate purposes of TMI. Total amount drawn as of December 31, 2021 is ₱1.8 billion. In 2022, TMI made additional drawdown totaling ₱810.0 million.

Interest is payable semiannually and is fixed at 4.54% for the first five years, with an adjustment for inflation on the five-year period thereafter. The principal amount is payable starting September 1, 2023 in 16 equal semi-annual installments.

HSAB

On December 16, 2021, HSAB entered into an Omnibus Notes Facility and Security Agreement (Agreement) with Bank of the Philippine Islands (Lender) for a loan facility in the principal amount of ₱1.2 billion for capital expenditures and other general purposes.

Based on the loan agreement, borrowing shall be for a term of ten (10) years reckoned from initial borrowing date. HSAB shall pay the first principal amount in six months from the initial borrowing date and shall continue on every six months interval. HSAB may not re-borrow any part of the loan that has already been paid.

This loan is subject to an annual interest fixed at 4.92% for the first 5 years. For the remaining five years, interest rate will be repriced. HSAB shall pay interest on the unpaid principal amount of the loan on each interest payment date. The interest rate shall be set on an interest rate setting date, and on the interest rate resetting date, as applicable.

TVI

On June 18, 2015, TVI entered into an omnibus agreement with local banks for a project loan facility with an aggregate principal amount of ₱32.0 billion. As of December 31, 2022 and 2021, ₱31.5 billion has been drawn from the loan facility.

The loan is available in two tranches, as follows:

- Tranche A, in the amount of ₱25.6 billion, with interest rate fixed for the first eight years and will be repriced and fixed for another seven years.
- Tranche B, in the amount of ₱5.9 billion, with a fixed interest rate for fifteen years.

70% of the principal amount of the loan is payable in 22 equal semi-annual installments, with the remaining 30% payable in full on the final maturity date. TVI may prepay the loan in part or in full beginning on the end of the fourth year from the initial advance or on the project completion date,

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whichever is earlier. Any prepayment shall be subject to a certain percentage of prepayment penalty on the principal to be prepaid.

The loan is secured by a mortgage of all its assets with carrying amount of ₱42.5 billion as of December 31, 2022, and a pledge of TVI's shares of stock held by its shareholders.

AP

In September 2014, AP issued a total of ₱10.0 billion bonds, broken down into a ₱6.6 billion 7-year bond due 2021 at an annual fixed rate equivalent to 5.21% and a ₱3.4 billion 12-year bond due 2026 at an annual fixed rate equivalent to 6.10%.

In July 2017, AP issued a ₱3.0 billion 10-year bond due 2027 at an annual fixed rate equivalent to 5.34%.

In October 2018, AP issued a total of ₱10.2 billion bonds, broken down into a ₱7.7 billion 5.25-year bond due 2024 at an annual fixed rate equivalent to 7.51% and a ₱2.50 billion 10-year bond due 2028 at an annual fixed rate equivalent to 8.51%.

In October 2019, AP issued ₱7.3 billion 7-year bond due 2026 at an annual fixed rate equivalent to 5.28%.

In July 2020, AP issued the fourth and last tranche of its ₱30.0 billion debt securities program, totaling to ₱9.6 billion, broken down into a ₱9.0 billion 2-year bonds due 2022 at an annual fixed rate equivalent to 3.13% and a ₱0.5 billion 5-year bonds due 2025 at an annual fixed rate equivalent to 3.94%.

In March 2021, AP issued the first tranche of its ₱30.0 billion debt securities program equivalent to ₱8.0 billion (the "Series A Bonds") with an annual fixed rate of 3.82% due in 2026.

In July 2021, AP availed ₱6.0 billion 5-year fixed-rate notes due 2026 at an annual fixed rate equivalent to 4%.

In September 2021, AP settled its 2014 Series 'B' bonds by prepaying ₱3.4 billion twelve-year bond maturing in 2026 and paying as scheduled its ₱6.6 billion ten-year bond.

In December 2021, AP issued the second tranche of its ₱30.0 billion debt securities program equivalent to ₱12.0 billion (the "Series B and Bonds") with annual fixed rates of 4.00% and 5.03% due in 2025 and 2028, respectively.

In March 2022, the AP issued ₱3.0 billion 5-year bond due 2027 and ₱7.0 billion 7-year bond due 2029 at an annual fixed rate equivalent to 5.31% and 5.74%, respectively, and as part of the third tranche of its ₱30.0 billion debt securities program.

In July 2022, the AP fully paid the 2-year bond availed in 2020 amounting to ₱9.0 billion.

In October 2022, the AP prepaid the 5.25-year bond amounting to ₱7.70 billion.

All of AP's issued retail bonds have been rated PRS Aaa by PhilRatings.

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The principal amount of the bonds shall be payable on a lump sum basis on the respective maturity date at its face value. These bonds may be redeemed in advance by AP based on stipulated early redemption option dates and on agreed early redemption price.

In April 2019, AP executed and availed a US$300.0 million syndicated bridge loan facility loan agreement with foreign banks to finance the AA Thermal, Inc. acquisition. The loan bears a floating interest based on credit spread over applicable LIBOR plus 1.2% margin. The loan will mature on the 5th anniversary of the first utilization date.

In April and July 2021, AP prepaid a total of $245.0 million of the $300.0 million syndicated bridge loan facility availed in 2019 to finance the AA Thermal, Inc. acquisition.

In April 2022, the Company fully paid the remaining balance amounting to $55.0 million out of the $300.0 million loan.

Loss on extinguishment of the above loans amounted to ₱45.0 million and ₱447.5 million included as part of the “Interest expense and other financing costs” account in the consolidated statement of income for the years ended December 31, 2022 and 2021, respectively.

In November 2019, AP obtained a ₱5.0 billion 7-year long term loan from a local bank at an annual fixed rate of 5.28%.

In 2020, AP amended the "Mode of Payment" for the Principal from bullet payment to partial payments equal to 1% of total principal amount payable annually starting November 2020 and the remaining 94% upon maturity.

On July 13, 2021, AP reached a rate reduction agreement to amend the interest rates of the loan from fixed rate loan of 5.28% to the sum of a benchmark rate and a spread of 0.90%, divided by an applicable factor and 4.125% per annum, whichever is higher.

AESI

On April 16, 2020, AESI entered into a loan agreement with BPI with a principal amount of ₱600.0 million, which was fully drawn in 2020. The term of the loan is 10 years and interest is fixed at 4.87% for 5 years subject to reset 2 days prior to the 5th anniversary. The loan is payable in equal, semi-annual amortizations of at least one percent (1%) of the loan amount per annum, with balloon payment at maturity date.

TSI

On October 14, 2013, TSI entered into an omnibus agreement with local banks for a project loan facility with an aggregate principal amount of ₱24.0 billion, which was fully drawn in 2014.

On October 28, 2015, TSI entered into an additional loan agreement with principal amount of ₱1.7 billion, which was fully drawn in 2016.

The loan is secured by a mortgage of all its assets with carrying amount of ₱28.6 billion as of December 31, 2021, and a pledge of TSI’s shares of stock held by the shareholders and TPI.

Interest rate ranging from 4.50% - 5.15% is fixed for the first seven years and will be repriced and fixed for another five years. In 2018, upon release of AP guarantee, interest was increased by 0.5%.

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Fifty percent of the principal amount of the loan is payable at semi-annual installments within 12 years with a two-year grace period, with the remaining 50% payable in full on the final maturity date.

TSI may prepay the loan in part or in full beginning on the end of the third year from the initial advance or on the project completion date, whichever is earlier. Any prepayment shall be subject to a certain percentage of prepayment penalty on the principal to be prepaid. In 2021, TSI prepaid its loan amounting to ₱2.26 billion which resulted in a prepayment penalty of ₱48.4 million including gross receipts tax.

In 2021, TSI also entered into amendments of its existing loan agreements with local banks to obtain additional financing intended to finance the prepayment of its loan, to pay costs, expenses and fees in relation to the loan prepayment and amendments and to re-leverage and optimize the capital structure of TSI. Moreover, the parties have agreed to amend certain financial terms of the existing loan agreements, including but not limited to the interest rate and final maturity date, and shall take effect after the prepayment.

The amendments resulted in the following:

a. TSI has drawn additional loan principal in the amount of ₱2.5 billion;
b. Interest rate for the initial 5-year period from the effective date of amendment until the 5th anniversary of the effective date will be the 3-day average of the 5-year BVAL rate plus a spread of 130 basis points (the original spread), divided by the applicable premium factor, subject to a floor rate of 4.25% per annum. For the subsequent 7-year period commencing on the date following the 5th anniversary of the effective date, interest rate will be the 3-day average of the 7-year BVAL rate plus a spread equivalent to the original spread, divided by the applicable premium factor, subject to a floor rate equivalent to the initial 5-year rate divided by the applicable premium factor; and,
c. 58.5% of the outstanding principal amount is payable in 18 equal semi-annual installments, 16.5% of the remaining principal amount is payable in another 5 equal semi-annual installments, with the remaining 25% payable in the final maturity date of the loan in 2033.

These amendments were considered as extinguishment of the old loan, accordingly, TSI recognized a loss amounting to ₱90.5 million for the year ended December 31, 2021.

APRI

On February 29, 2016, APRI entered into an omnibus agreement with BPI, Asian Development Bank (ADB) and Credit Guarantee and Investment Facility (CGIF). This has been certified to have met the requirements of the Climate Bond Standard. The loan proceeds were used for return of equity to shareholders and to fund necessary operating and capital expenditures.

The loan is available in two tranches, as follows:

a. The Notes Facility Agreement, in the amount of ₱10.7 billion, with interest rate already fixed for ten years. 41.6% of the principal amount is payable in ten equal semi-annual installments and the balance payable in another ten semi-annual installments;
b. The ADB Facility Agreement, in the amount of ₱1.8 billion, with interest rate fixed for five years and principal repayments made in ten equal semi-annual installments.

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On December 23, 2021, APRI entered into a ₱12.0 billion loan facility agreement with Bank of the Philippine Islands (BPI) to refinance its existing term loan under the Omnibus Agreement; finance the design, development, construction, and operation of the 16 MW Binary Cycle Geothermal Plant to be developed in Tiwi, Albay (Project); and other general corporate purposes.

The loan is available in three tranches, as follows:

a. A portion of the Facility in the amount equivalent to the total amount outstanding under the Omnibus Agreement, duly supported by a Statement of Account to be provided by the Intercreditor Agent, and to be used to finance its payment of all outstanding obligations under the Omnibus Agreement.
b. A portion of the Facility to be used by APRI for other general corporate purposes, in the amount equivalent to the resulting difference after deducting Tranche A and Tranche C from the maximum amount of the Facility.
c. A portion of the Facility to be used by APRI to finance the Project up to the total amount of ₱1.4 billion.

Tranche A and B were already drawn from the initial borrowing date on December 31, 2021 and Tranche C was drawn in July 7, 2022, with the interest rate already fixed for 5 years. Maturity of all tranches shall be up to ten (10) years from initial drawdown date. 40% of the principal amount is payable in ten equal semi-annual installments, 20% is payable in succeeding four equal semi-annual installments, 30% is payable in succeeding five equal semi-annual installments, and the 10% balance is payable in the last installment.

The loan is secured by mortgage of its assets with carrying amount of ₱29.0 billion as of December 31, 2022, and pledge of APRI's shares of stock held by shareholders and assignment of Project Agreements and Project Accounts.

This loan refinancing is considered as an extinguishment of the old loan, accordingly, APRI recognized a loss amounting to ₱62.1 million for the year ended December 31, 2021.

Hedcor Bukidnon

On April 3, 2020, Hedcor Bukidnon entered into a loan agreement with BPI, up to the maximum principal amount of ₱225.0 million which was fully drawn in 2020, for the construction of the Transformer Facility and other general corporate purposes.

The term of the loan is 8 years and the loan shall be paid as follows: (i) payment of an aggregate amount equivalent to 70% of the total principal amount of the loans, by equal semi-annual amortizations beginning on the seventh interest payment date up to and including the maturity date; and (ii) payment of the amount equivalent to 30% of the total principal amount of the loans, on the maturity date.

On September 29, 2020, Hedcor Bukidnon entered into an omnibus agreement for a loan facility in the principal amount of ₱9.1 billion which was fully drawn in 2020 to refinance the project loan availed in 2015.

The term of the loan is 10 years and the loan shall be paid as follows: (i) payment of an aggregate amount equivalent to 70% of the total original amount of the Loan, by equal semi-annual amortizations beginning on the first interest payment date up to and including the Maturity Date;

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and (ii) payment of the amount equivalent to 30% of the total original amount of the loan, on the maturity date.

TPVI

On December 23, 2019, TPVI entered into a Loan Agreement with the Philippine National Bank (PNB) for an aggregate amount of ₱1.5 billion available in two drawdowns. The loan proceeds were utilized, among others, in funding necessary operating and capital expenditures. Drawdowns were made on December 26, 2019 and April 27, 2020 for ₱1.3 billion and ₱200.0 million respectively. The loan is payable for 15 years, with a grace period of 3 years. The mode of repayment is sculpted with balloon payment of 70%.

TPVI will pay PNB an interest of 5.06% and 3.32% for the first 8 years, with the rate being expected to go up to 5.25% for the rest of the term due to: (1) continued inflation, and; (2) liquidity tightness due to funds held and additional borrowings by the Bureau of Treasury. The interest is payable semi-annually, every 30th of June and 31st of December.

HSI

On November 17, 2016, HSI entered into a NFA with various institutions with Metrobank - Trust Banking Group as the Notes Facility Agent, for a loan facility with an aggregate principal amount of up to ₱4.1 billion to return equity to shareholders, and for other general corporate purposes.

The unsecured notes were issued in ten tranches with interest payable semi-annually at annual fixed rates ranging from 4.05% - 5.42% with principal maturity as follows:

Tranche	Maturity Date	Principal Amount
1	Fifteen months from issue date	₱96.8 million
2	Two (2) years from issue date	₱96.8 million
3	Three (3) years from issue date	₱84.0 million
4	Four (4) years from issue date	₱84.0 million
5	Five (5) years from issue date	₱284.0 million
6 (Series A&B)	Six (6) years from issue date	₱388.4 million
7 (Series A&B)	Seven (7) years from issue date	₱445.8 million
8	Eight (8) years from issue date	₱451.4 million
9	Nine (9) years from issue date	₱508.1 million
10 (Series A&B)	Ten (10) years from issue date	₱1,660.7 million

Prior to maturity date, HSI may redeem in whole or in part the relevant outstanding notes on any interest payment date plus a one percent prepayment penalty.

PFC

PFC availed of ₱1.0 billion and ₱500 million loans from the NFA it signed on May 5, 2015, with Land Bank of the Philippines (LBP) as the Note Holder on May 11, 2015 and July 13, 2015, respectively. As provided for in the NFA, the 12-year corporate notes are issued as an exempt security pursuant to Section 9.2 of RA No. 8799 and Rule 9.2(2)(B) of the amended implementing rules of the Securities Regulation Code (SRC) (“exempt security”).

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In October 2019, PFC availed of ₱1.4 billion from the NFA it signed with LBP as the Note Holder. The NFA provided for the issuance of 10-year corporate notes issued as an exempt security.

PFC may early redeem in whole or in part the relevant outstanding notes on any interest payment date without premium or penalty. If prepayment is made on a different date, a certain fee shall be charged on the principal to be prepaid.

PANC

On December 28, 2016, PANC availed of a total of ₱700 million loan from NFA signed on December 28, 2016 with Security Bank Corporation (SBC) as Note Holder.

On September 17, 2014, PANC availed of a total of ₱2.0 billion loan from NFA signed on September 17, 2014 with LBP as Note Holder.

The 2016 and 2014 notes are redeemable on a lump sum basis on their respective maturity dates at December 29, 2029 and September 27, 2026, respectively, at its face value. PANC may early redeem in whole or in part the relevant outstanding notes on any interest payment date without premium or penalty. If prepayment is made on a different date, a certain fee shall be charged on the principal to be prepaid.

On June 30, 2022, PANC availed ₱600.0 million from SBC with an annual interest rate of 6.35%.

Annual principal repayment of ₱17.13 million starting June 30, 2026 until June 30, 2029, ₱137.16 million on June 30, 2030 and ₱197.16 million on June 30, 2031 till maturity date June 30, 2032.

HI

On August 6, 2013, HI availed of a ten-year ₱900 million loan from a local bank. This loan is subject to a semi-annual principal payment with annual interest fixed at 5.25% for the first 5 years. For the remaining five years, interest rate will be repriced and fixed on the fifth anniversary from the drawdown date. The debt is secured by a pledge of HI's shares of stock held by ARI.

On December 14, 2018, HI entered into a Notes Facility Agreement with a local bank to borrow ₱1.4 billion, which will mature on August 31, 2033, to finance the rehabilitation and/or expansion of the Bineng hydropower plant, refinance its short-term loans and for other general corporate purposes. This loan is subject to a semi-annual principal payment with annual interest fixed at 7.87% for the first 5 years. For the next five years, interest rate will be repriced and fixed one banking day prior to August 31, 2023. For the remaining five years, interest rate will be repriced and fixed one banking day prior to August 31, 2028. The debt is secured by a continuing suretyship from ARI.

PV Sinag

On November 11, 2022, PV Sinag entered into an Omnibus Notes Facility and Security Agreement (Agreement) with Bank of the Philippine Islands (Lender) for a loan facility in the principal amount of ₱3.6 billion for capital expenditures of project.

Based on the loan agreement, the borrowing shall be for a term of ten (15) years, reckoned from initial borrowing date. PV Sinag shall pay the first principal amount at the end of twelve (12) months after the First Issue Date, seventy percent (70%) of the principal amount outstanding shall be repaid

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in semi-annual installments, and the balance of thirty percent (30%) of the principal amount outstanding shall be paid on Maturity Date.

All payments of interest (including default interest) shall be computed on the basis of number of actual days elapsed in three hundred sixty (360) day year basis. The interest shall:

a. be paid on the outstanding principal amount of the Notes on each Interest Payment Date at the determines interest rates
b. be accrued during each Interest Period applicable thereto from the relevant Issue Date until the Maturity Date at a rate per annum, which shall be equal to the higher of, on each relevant Applicable Interest Rate Determination Date: (i) the sum of the applicable Margin and applicable Benchmark rate, and (ii) the applicable Floor rate
c. benchmark rate determination
d. replacement of PHP BVAL Reference Rate
e. be remitted from the Revenue and Operating Account or cause the Trustee to remit from the Trustee Collection Account through RTGS

ARI

On December 23, 2022, ARI entered into a Notes Facility Agreement with Land bank of the Philippines as the issuer, with a principal amount of up to ₱20.0 billion worth of fixed-rate corporate notes, of which ₱12.0 billion was drawn on December 28, 2022, at an annual interest rate of 6.91%, to be repriced on the 5th anniversary of the first issue date.

Based on the facility agreement, interest is payable every six months. The principal's maturity date is 10 years after the issue date, inclusive of 12-month grace period. Ten percent (10%) of the principal amount shall be paid in equal semi-annual installments commencing after the expiration of the grace period until maturity date. Thereafter, the remaining ninety percent (90%) of the principal amount shall be paid on maturity date.

VECO

On December 20, 2013, VECO availed of a ₱2.0 billion loan from the NFA it signed on December 17, 2013 with the LBP. The unsecured notes were issued in ten tranches of ₱200 million with interest payable semi-annually at fixed annual rates ranging from 3.5% - 4.9% and principal amortized as follows:

Tranche	Maturity Date	Principal Repayment Amount
A, B	December 20, 2014 and 2015	₱200M balloon payment on maturity date
C	December 20, 2016	₱1M each on first 2 years; ₱198M on maturity date
D	December 20, 2017	₱1M each on first 3 years; ₱197M on maturity date
E	December 20, 2018	₱1M each on first 4 years; ₱196M on maturity date
F	December 20, 2019	₱1M each on first 5 years; ₱195M on maturity date
G	December 20, 2020	₱1M each on first 6 years; ₱194M on maturity date
H	December 20, 2021	₱1M each on first 7 years; ₱193M on maturity date
I	December 20, 2022	₱1M each on first 8 years; ₱192M on maturity date
J	December 20, 2023	₱1M each on first 9 years; ₱191M on maturity date

Prior to maturity date, VECO may redeem in whole or in part the relevant outstanding notes on any interest payment date without premium or penalty. If it redeems the notes on a date other than an

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interest payment date, then a certain percentage of prepayment penalty on the principal amount to be prepaid shall be imposed.

HTI

On December 16, 2021, HTI entered into an Omnibus Notes Facility and Security Agreement (Agreement) with Bank of the Philippine Islands (Lender) for a loan facility in the principal amount of ₱752.0 million for capital expenditures and other general purposes.

Based on the loan agreement, borrowing shall be for a term of ten (10) years reckoned from initial borrowing date. HTI shall pay the first principal amount in six months from the initial borrowing date and shall continue on every six months interval. HTI may not re-borrow any part of the loan that has already been paid.

This loan is subject to an annual interest fixed at 4.92% for the first 5 years. For the remaining five years, interest rate will be repriced. HTI shall pay interest on the unpaid principal amount of the loan on each interest payment date. The interest rate shall be set on an interest rate setting date, and on the interest rate resetting date, as applicable.

LHC

On April 24, 2012, LHC entered into an omnibus agreement with Philippine National Bank and Banco De Oro to borrow US$43.1 million with maturity on April 26, 2022 and payable in 20 semi-annual installments. Interest is repriced and paid semi-annually.

Intangible asset arising from service concession arrangement with carrying value of ₱898.6 million as of December 31, 2022, was used as collateral to secure LHC's long-term debt (see Note 14).

DLP

On December 20, 2013, DLP availed of a ₱1.5 billion loan from the NFA it signed on December 17, 2013 with LBP. The unsecured notes were issued in ten tranches of ₱150 million with interest payable semi-annually at annual fixed rates ranging from 3.50% to 4.92% and principal amortized as follows:

Tranche	Maturity Date	Principal Repayment Amount
A, B	December 20, 2014 and 2015	₱150M balloon payment on maturity date
C	December 20, 2016	₱0.75M each on first 2 years; ₱148.5M on maturity date
D	December 20, 2017	₱0.75M each on first 3 years; ₱147.8M on maturity date
E	December 20, 2018	₱0.75M each on first 4 years; ₱147M on maturity date
F	December 20, 2019	₱0.75M each on first 5 years; ₱146.2M on maturity date
G	December 20, 2020	₱0.75M each on first 6 years; ₱145.5M on maturity date
H	December 20, 2021	₱0.75M each on first 7 years; ₱144.8M on maturity date
I	December 20, 2022	₱0.75M each on first 8 years; ₱144M on maturity date
J	December 20, 2023	₱0.75M each on first 9 years; ₱143.2M on maturity date

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Prior to maturity date, DLP may redeem in whole or in part the relevant outstanding notes on any interest payment date without premium or penalty. If it redeems the notes on a date other than an interest payment date, then a certain percentage of prepayment penalty on the principal amount to be prepaid shall be imposed.

TLI

On October 21, 2022, TLI entered into a term loan agreement with a local bank intended for the settlement of monthly payments to PSALM in the amount of P15.0 billion. Interest rate is 7.39% floating rate every five years. 2% of the principal is payable on the third year in equal semi-annual installments, 8.5% is payable on the fourth year, 4.95% is payable in 11 equal semi-annual installments and the 40% is payable on the final maturity date of the loan.

CLP

On December 20, 2013, CLP availed of ₱300.0 million notes from the NFA it signed on December 17, 2013 with LBP. The unsecured notes were issued in ten tranches of ₱30.0 million with interest payable semi-annually at annual fixed rates ranging from 3.5% - 4.9% and principal amortized as follows:

Tranche	Maturity Date	Principal Repayment Amount
A, B	December 20, 2014 and 2015	₱30M balloon payment on maturity date
C	December 20, 2016	₱0.15M each on first 2 years; ₱29.7M on maturity date
D	December 20, 2017	₱0.15M each on first 3 years; ₱29.6M on maturity date
E	December 20, 2018	₱0.15M each on first 4 years; ₱29.4M on maturity date
F	December 20, 2019	₱0.15M each on first 5 years; ₱29.2M on maturity date
G	December 20, 2020	₱0.15M each on first 6 years; ₱29.1M on maturity date
H	December 20, 2021	₱0.15M each on first 7 years; ₱29M on maturity date
I	December 20, 2022	₱0.15M each on first 8 years; ₱28.8M on maturity date
J	December 20, 2023	₱0.15M each on first 9 years; ₱28.62M on maturity date

Prior to maturity date, CLP may redeem in whole or in part the relevant outstanding notes on any interest payment date without premium or penalty. If it redeems the notes on a date other than an interest payment date, then a certain percentage of prepayment penalty on the principal amount to be prepaid shall be imposed.

Apo Agua

On November 29, 2018, Apo Agua entered into an Omnibus Notes Facility and Security Agreement with various banks for a project loan facility in the aggregate principal amount of up to ₱9.0 billion to design, develop, procure, construct, operate and maintain a water treatment plant facility at Brgy. Gumalang, Davao City. The loan drawdown mode is staggered based on an agreed schedule. As of December 31, 2020, ₱9.0 billion has been drawn from this facility.

The loan is secured by a mortgage of all the assets of Apo Agua and a pledge of Apo Agua's shares held by its pledgors: AEV, the Parent Company, JVACC and JVAGHC. The term of the loan is 15 years and the first principal payment will be made at the earlier of fifty-four (54) months after the date of issuance of the agreement or six (6) months after commercial operation date whichever comes earlier. The remaining principal balance shall be paid in semi-annual equal installments. No payment shall be made to the principal during the grace period.

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LWC

On December 15, 2021, LWC entered into a loan agreement with Rizal Commercial Banking Corporation amounting to ₱250 million with an interest rate of 5.47% and payable in 10 years.

AEV International

On July 20, 2018, AEV International availed of a syndicated loan facility with the amount of US$338 million (₱18.6 billion). The loan bears a floating interest rate computed based on applicable spread over LIBOR and will mature in five (5) years.

On December 28, 2018, the loan was partially prepaid in the amount of US$115 million (₱6.3 billion).

On January 31, 2022, AEV International settled its US$223.0 million (₱11.4 billion) syndicated loan with original maturity date of July 20, 2023.

In January 2020, AEV International issued a US dollar-denominated Regulation S-only senior unsecured notes, at an aggregate principal amount of US$ 400 million and a tenor of 10 years (the "Notes"). The Notes are unrated, have a fixed coupon rate of 4.2% payable semiannually, and are unconditionally and irrevocably guaranteed by the Company as the guarantor. The Notes are listed on the Singapore Exchange.

TCP

TCP entered into a various loan agreement with a local bank whereby the latter agreed to provide TCP an aggregate principal amount of loan up to ₱250.0 million to finance the construction of TCP's real estate projects. Interest is payable quarterly and was initially set at 8.65% per annum for the first 3 months, subject to reset thereafter.

Drawdown Date	Maturity Date	Outstanding as of December 31, 2022
June 19, 2018	June 16, 2028	₱13.0M
October 15, 2018	October 12, 2028	₱14.2M
July 26, 2019	July 23, 2029	₱14.2M
September 17, 2019	September 14, 2029	₱14.2M
September 13, 2018	September 11, 2028	₱17.1M
July 25, 2019	July 25, 2028	₱17.1M
September 30, 2019	July 25, 2028	₱13.6M
February 7, 2019	January 29, 2029	₱7.4M
September 27, 2019	February 4, 2029	₱14.8M
December 27, 2018	December 27, 2028	₱17.8M
March 6, 2019	July 22, 2029	₱18.6M
August 20, 2019	September 12, 2028	₱14.2M
		₱176.4M

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AbotizLand

On September 16, 2021, AboitizLand entered into a loan agreement with the Bank of the Philippine Islands with a principal amount of P2.0 billion, which was fully drawn in 2021. The term of the loan is 5 years and bears a floating interest based on BVAL reference rate plus margin or floor rate, whichever is higher. At least 5% of the loan amount is payable on the 1st to the 3rd anniversary of the first drawdown, 15% on the 4th anniversary and balloon payment at maturity date. The loan is secured by landbank assets of the AboitizLand.

Drawdown Date	Maturity Date	Principal Amount
September 16, 2021	September 16, 2026	₱900.0M
October 1, 2021	September 16, 2026	₱600.0M
November 9, 2021	September 16, 2026	₱500.0M

LLI

In December 2021, LLI availed of P2.0 billion long term loan with Bank of the Philippine Islands, payable over 5 years. Interest is initially set at 5.76%-5.97%, payable semi-annually.

Drawdown Date	Maturity Date	Principal Amount
December 6, 2021	December 6, 2026	₱1,413.50M
December 16, 2021	December 6, 2026	₱586.50M

GCMH and Subsidiaries

GCMH Group obtained loans from various lenders with floating interest rates ranging from 1.52% to 7.54% and from 1.59% to 8.6% in 2022 and 2021, respectively.

Long-term debt of Joint Operation

This pertains to TPI's share of the outstanding project debt of its joint operation.

In May 2014, PEC entered into an omnibus agreement with various local banks for a loan facility in the aggregate principal amount of up to ₱33.3 billion with maturity period of 15 years.

The loan facility is subject to a semi-annual interest payment with annual fixed interest ranging from 5.50% - 8.31%. The loans may be voluntarily prepaid in full or in part commencing on and from the third year of the date of initial drawdown with a prepayment penalty.

The loans are secured by a mortgage of substantially all its assets with carrying amount of ₱36.7 billion as of December 31, 2022, and a pledge of the shares of stock held by the joint operators.

Loan covenants

The loan agreements on long-term debts of the Group provide for certain restrictions with respect to, among others, mergers or consolidations or other material changes in their ownership, corporate set-up or management, investment and guaranties, incurrence of additional debt, disposition of mortgage of assets, payment of dividends, and maintenance of financial ratios at certain levels.

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These restrictions and requirements were complied with by the Group as of December 31, 2022 and 2021.

20. Customers' Deposits

	2022	2021
Bill and load	**₱5,335,318**	₱4,551,775
Lines and poles	**1,406,384**	1,275,934
Transformers	**1,402,352**	1,372,632
Others	**170,831**	174,426
	₱8,314,885	₱7,374,767

Transformers and lines and poles deposits are obtained from certain customers principally as cash bond for their proper maintenance and care of the said facilities while under their exclusive use and responsibility.

Effective April 1, 2010, the Amended Distribution Services and Open Access Rules (Amended DSOAR), increased the refund rate from 25% to 75% of the gross distribution revenue generated from the extension lines and facilities until such amounts are fully refunded.

Bill deposit serves to guarantee payment of bills by a customer which is estimated to equal one month's consumption or bill of the customer.

Both the Magna Carta and Distribution Services and Open Access Rules (DSOAR) also provide that residential and non-residential customers, respectively, must pay a bill deposit to guarantee payment of bills equivalent to their estimated monthly billing. The amount of deposit shall be adjusted after one year to approximate the actual average monthly bills. A customer who has paid his electric bills on or before due date for three consecutive years, may apply for the full refund of the bill deposit, together with the accrued interests, prior to the termination of the service; otherwise, bill deposits and accrued interests shall be refunded within one month from termination of service, provided all bills have been paid.

In cases where the customer has previously received the refund of his bill deposit pursuant to Article 7 of the Magna Carta, and later defaults in the payment of his monthly bills, the customer shall be required to post another bill deposit with the distribution utility and lose his right to avail of the right to refund his bill deposit in the future until termination of service. Failure to pay the required bill deposit shall be a ground for disconnection of electric service.

Other customer deposits pertain mainly to deposits from real estate buyers.

Interest expense on customers' deposits amounted to ₱1.2 million in 2022, ₱4.2 million in 2021, and ₱4.0 million in 2020 (see Note 36).

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The Group classified customers' deposits under noncurrent liabilities due to the expected long-term nature of these accounts. The portion of customers' deposit to be refunded within the next 12 months amounted to ₱39.1 million and ₱130.0 million as of December 31, 2022 and 2021, respectively, and are presented as part of "Trade and other payables" (see Note 17).

21. Decommissioning liability

Decommissioning liability includes the estimated costs to decommission, abandon and perform surface rehabilitation on a subsidiary's steam field assets at the end of their useful lives, and the best estimate of the expenditure required to settle the obligation to decommission power plant at the end of its lease term (see Note 13).

	2022	2021
Balances at beginning of year	**₱5,686,224**	₱5,008,033
Change in accounting estimate (see Note 13)	**(331,353)**	459,228
Accretion of decommissioning liability (see Note 36)	**299,363**	218,963
Balances at end of year	**₱5,654,234**	₱5,686,224

The actual dismantling and removal cost could vary substantially from the above estimate because of new regulatory requirements, changes in technology, increased cost of labor, materials, and equipment or actual time required to complete all dismantling and removal activities. Adjustment, if any, to the estimated amount will be recognized prospectively as they become known and reliably estimable.

22. Leases

TLI

In 2009, TLI was appointed by PSALM as Administrator of the coal-fired power plant in Pagbilao, Quezon under the IPP Administration Agreement, giving TLI the right to receive, manage and control the capacity of the power plant for its own account and at its own cost and risk; and the right to receive the transfer of the power plant at the end of the IPP Administration Agreement for no consideration.

In view of the nature of the IPP Administration Agreement, the arrangement has been accounted for as a lease. Accordingly, TLI recognized the right-of-use asset and related liability of ₱44.8 billion (equivalent to the present value of the minimum lease payments using TLI's incremental borrowing rates of 10% and 12% for dollar and peso payments, respectively) in the consolidated financial statements as part of "ROU - Power plant" and "Lease liabilities" accounts, respectively (see Notes 3 and 13).

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APRI

On May 25, 2009, APRI entered into a lease agreement with PSALM for a parcel of land owned by the latter on which a portion of the assets purchased under the Asset Purchase Agreement (APA) is situated. The lease term is for a period of twenty-five (25) years commencing from the Closing Date as defined in the APA which falls on May 25, 2009. The rental fees for the whole term of 25 years amounting to ₱492.0 million were paid in full after the receipt by APRI of the Certificate of Effectivity on the lease.

GMEC

In August 2007, a 25-year lease agreement with Authority of the Freeport Area of Bataan for land at Bataan Economic Zone, used as an access road and right of way for electric power transmission lines.

In January 2010, a 50-year land lease agreement with PMR Group Retirement Plan, Inc. (PGRPI), used for its power plant facilities. GMEC, upon mutual agreement of PGRPI, has the right and option to extend the lease for a period of twenty-five years. In August 2016, GMEC entered into another lease agreement with PGRPI for land to be used for staff house.

Sacasun

Sacasun entered into a contract for lease of land where the power plant is located. The contract pertains to rent for 25 years renewable upon mutual agreement by the parties.

HI, HTI, HBI, HSAB, LHC and HSI

HI, HTI, HBI, HSAB, LHC and HSI entered into contracts with various lot owners for lease of land where their power plants are located. Terms of contract are for a period of 1 to 50 years renewable upon mutual agreement by the parties.

Therma Mobile

On April 26, 2014, a 10-year lease for portions of the breakwater area of the Navotas Fishport Complex (NFPC), including the mooring facility, marine and land transmission lines.

TMI

TMI entered into a lease contract with the Philippine Fisheries Development Authority on April 26, 2022 for some portions of the breakwater area of the Navotas Fishport Complex for a period of 15 years. They also have a lease contract with Montgomery Real Estate Lessor for their administrative office for a period of 15 years.

EAUC

Lease agreement with PEZA for a piece of land located inside Mactan Economic Zone for its power plant facilities for a period of 25 years.

TPVI

TPVI entered into a contract for lease of land where the power plant is located. The contract pertains to rent for 25 years renewable upon mutual agreement by the parties. The lease term may be renewed or extended for another 5 years upon the mutual written agreement of the parties.

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Set out below, are the carrying amounts of the Group's right-of-use assets and lease liabilities and the movements during the year:

2022

	Right-of-use assets					
	Land	**Building**	**Power Plant**	**Manufacturing Plant, Equipment and Others**	**Total**	**Lease Liability**
As at January 1	**₱3,506,339**	**₱319,773**	**₱31,405,054**	**₱227,827**	**₱35,458,993**	**₱34,256,228**
Additions	**717,828**	**135,855**	**—**	**1,696**	**855,379**	**850,620**
Amortization expense	**(165,612)**	**(184,057)**	**(1,108,868)**	**(26,933)**	**(1,485,470)**	**—**
Capitalized amortization	**(4,422)**	**—**	**—**	**—**	**(4,422)**	**—**
Interest expense	**—**	**—**	**—**	**—**	**—**	**2,418,570**
Payments	**—**	**—**	**—**	**—**	**—**	**(10,232,070)**
Others	**96,974**	**(67,661)**	**—**	**2,934**	**32,247**	**567,575**
As at December 31	**₱4,151,107**	**₱203,910**	**₱30,296,186**	**₱205,524**	**₱34,856,727**	**₱27,860,923**

2021

	Right-of-use assets					
	Land	Building	Power Plant	Manufacturing Plant, Equipment and Others	Total	Lease Liability
As at January 1	₱3,413,409	₱389,708	₱32,504,564	₱92,073	₱36,399,754	₱39,768,846
Additions	282,816	98,935	7,486	158,125	547,362	537,784
Amortization expense	(203,509)	(154,387)	(1,106,996)	(24,304)	(1,489,196)	—
Capitalized amortization	(2,214)	—	—	—	(2,214)	—
Interest expense	—	—	—	—	—	2,782,576
Payments	—	—	—	—	—	(9,611,197)
Others	15,837	(14,483)	—	1,933	3,287	778,219
As at December 31	₱3,506,339	₱319,773	₱31,405,054	₱227,827	₱35,458,993	₱34,256,228

The carrying amount of the Group's right-of-use assets as of December 31, 2022 and 2021 is presented as part of "Property, plant and equipment" account.

The Group also has certain leases of equipment, meeting rooms and event sites with lease terms of 12 months or less. The Group applies the short-term lease recognition exemption of these leases.

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Set out below, are the amounts recognized in the consolidated statements of income:

	2022	2021	2020
Amortization expense of right-of-use assets	**₱1,485,470**	₱1,489,196	₱1,536,699
Interest expense on lease liabilities	**2,418,570**	2,782,576	3,287,801
Rent expense - short-term leases	**179,939**	129,672	129,672
Rent expense - low value assets	**8,461**	4,759	4,759
	₱4,092,440	₱4,406,203	₱4,958,931

23. **Capital Stock**

Information on the Company's authorized capital stock as of December 31, 2022 and 2021 are as follows:

	Number of Shares
Authorized capital stock:	
Common shares, ₱1 par value	9,600,000,000
Preferred shares, ₱1 par value	400,000,000

Outstanding capital stock as of December 31, 2022 and 2021 are as follows:

	Number of Shares
Common shares issued	5,694,599,621
Less treasury shares	64,374,164
Balance at end of year	5,630,225,457

On November 16, 1994, the Company listed with the Philippine Securities Exchange its 3,650,385,204 common shares with a par value of ₱1.00 per share to cover the initial public offering (IPO) of 821,486,204 common shares at an offer price of ₱5.70 per share. Gross proceeds from this issuance of new shares amounted to ₱4.6 billion. Transaction costs incidental to the IPO totaling ₱528.0 million were charged against "Additional paid-in capital" in the consolidated balance sheets.

On May 23, 1995 and August 30, 1996, the Company distributed 20% stock dividend equivalent to 730.08 million shares and 30% stock dividend equivalent to 1.31 billion shares, respectively. Both stock dividends were issued at ₱1.00 per share. At the end of 1996, common shares issued totaled 5.69 billion.

The preferred shares are non-voting, non-participating, non-convertible, cumulative re-issuable and redeemable and may be issued from time to time by the BOD in one or more series and fixed before issuance thereof, the number of shares in each series, and all designations, relative rights,

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preferences and limitations of the shares in each series. Preferred shares that are redeemed by the Company may be re-issued.

There were no preferred shares issued as of December 31, 2022 and 2021.

As of December 31, 2022, and 2021, the Company has 8,288 and 8,347 shareholders, respectively.

Treasury Shares
The Company purchased 2.6 million treasury shares amounting to ₱82.4 million in March 2020. This brings total treasury shares held by the Company to ₱64.4 million with corresponding acquisition cost of ₱647.7 million.

24. **Retained Earnings**

On March 4, 2022, the BOD approved the following:

a. Declaration of a regular cash dividend of ₱1.62 per share (₱9.1 billion) to all stockholders of record as of March 18, 2022. These dividends were taken out of the unrestricted retained earnings as of December 31, 2021, and were paid on March 30, 2022.

b. Appropriation of ₱70.6 billion of the Company's retained earnings as of December 31, 2021 for the additional capital infusion into UBP and AIC to finance their on-going projects, and for debt payment of AEV.

On March 5, 2021, the BOD approved the declaration of a regular cash dividend of ₱0.91 per share (₱5.1 billion) to all stockholders of record as of March 19, 2021. These dividends were taken out of the unrestricted retained earnings as of December 31, 2020, and were paid on March 31, 2021.

On March 6, 2020, the BOD approved the following:

a. Declaration of a regular cash dividend of ₱1.30 per share (₱7.3 billion) to all stockholders of record as of March 20, 2020. These dividends were taken out of the unrestricted retained earnings as of December 31, 2019, and were paid on April 3, 2020.

b. Appropriation of ₱5.0 billion of the retained earnings as of December 31, 2019 for the additional capital infusion into AboitizLand to finance its on-going projects.

As mentioned in Note 19, the Company shall not permit its DE ratio to exceed 3:1 calculated based on the Company's year-end debt and consolidated equity.

The balance of retained earnings includes the accumulated equity in net earnings of subsidiaries, associates and joint arrangements amounting to ₱138.9 billion and ₱129.0 billion as at December 31, 2022 and 2021, respectively. Such amounts are not available for distribution until such time that the Company receives the dividends from the respective subsidiaries, associates and joint arrangements (see Note 10).

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25. **Other Comprehensive Income**

	2022	2021
Cumulative Translation Adjustments		
Balance at beginning of year	**₱2,862,189**	₱785,141
Sale of non-controlling interest	**—**	(480,413)
Movements	**(1,053,047)**	2,557,461
Balance at end of year	**1,809,142**	2,862,189
Cash Flow Hedge Reserve		
Balance at beginning of year	**399,055**	(1,259,874)
Sale of non-controlling interest	**—**	(229,338)
Movements	**977,074**	1,888,267
Balance at end of year	**1,376,129**	399,055
Actuarial Losses on Defined Benefit Plans		
Balances at beginning of year	**(867,916)**	(1,468,919)
Sale of non-controlling interest	**—**	267,907
Movements	**266,598**	333,096
Balance at end of year	**(601,318)**	(867,916)
Net Unrealized Losses on Financial Assets at FVOCI		
Balance at beginning of year	**(118)**	3,009
Movements	**(31,263)**	(3,127)
Balance at end of year	**(31,381)**	(118)
Share in Cumulative Translation Adjustments of Associates and Joint Ventures		
Balance at beginning of year	**(849,471)**	(765,424)
Sale of non-controlling interest	**—**	(17,480)
Movements	**1,086,983**	(66,567)
Balance at end of year	**237,512**	(849,471)
Share in Actuarial Losses on Defined Benefit Plans of Associates and Joint Ventures		
Balance at beginning of year	**(1,122,519)**	(1,356,084)
Sale of non-controlling interest	**—**	(4,166)
Movements	**220,972**	237,731
Balance at end of year	**(901,547)**	(1,122,519)
Share in Fair Value Changes on Financial Assets at FVOCI of Associates		
Balance at beginning of year	**(656,595)**	102,748
Sale of non-controlling interest	**—**	(24,591)
Movements	**(6,299,539)**	(734,752)
Balance at end of year	**(6,956,134)**	(656,595)
Revaluation surplus	**642,672**	—
	(₱4,424,925)	(₱235,375)

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26. **Revenues**

a. Power

Sale from Distribution of Power

The Uniform Rate Filing Requirements (UFR) on the rate unbundling released by the ERC on October 30, 2001 specified that the billing for sale and distribution of power and electricity will have the following components: Generation Charge, Transmission Charge, System Loss Charge, Distribution Charge, Supply Charge, Metering Charge, the Currency Exchange Rate Adjustment and Interclass and Lifeline Subsidies. National and local franchise taxes, the Power Act Reduction (for residential customers) and the Universal Charge are also separately indicated in the customer's billing statements.

Pursuant to Section 43(f) of Republic Act (R.A.) No. 9136, otherwise known as the Electric Power Industry Reform Act of 2001 (EPIRA), and Rule 15, section 5(a) of its Implementing Rules and Regulations (IRR), the ERC promulgated the Distribution Wheeling Rates Guidelines on December 10, 2004. These were subsequently updated and released on July 26, 2006 as the Rules for Setting Distribution Wheeling Rates (RDWR) for Privately Owned Utilities entering Performance Based Regulation (PBR).

Details of the PBR regulatory period and the date of implementation of the approved rates are as follows:

	CLP	DLP	VECO	SEZ
Current regulatory period	April 1, 2023 to March 31, 2027	July 1, 2024 to June 30, 2028	July 1, 2024 to June 30, 2028	October 1, 2025 to September 30, 2029
Date of implementation of approved distribution supply and metering charges	May 1, 2009	August 1, 2010	August 1, 2010	November 26, 2011

The reset process for the Third Regulatory Period to adjust the previously approved distribution supply and metering charges were deferred due to the changes on PBR rules.

The Energy Regulatory Commission has issued ERC Resolution No. 10, Series of 2021 Modifying the Rules for Setting the Distribution Wheeling Rates (RDWR) for Privately-Owned Distribution Utilities Entering Performance-Based Regulation (PBR) and ERC Resolution No. 11, Series of 2021 Adopting the Regulatory Asset Base (RAB) Roll-Forward Handbook for Privately-Owned Electricity Distribution Utilities.

Based on the RDWR, the regulatory periods shall be as follows:

i. CLP: April 1, 2023 to March 31, 2027
ii. DLP and VECO: July 1, 2024 to June 30, 2028
iii. SEZ: October 1, 2025 to September 30, 2029

The reset process for the Fourth Regulatory Period has not started for all private DUs as the above-mentioned ERC rules have not been published, which is a condition for their effectivity.

Total sale from distribution of power amounted to ₱57.2 billion, ₱44.4 billion and ₱41.9 billion in 2022, 2021 and 2020, respectively.

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Sale from Generation of Power and Retail Electricity

Energy Trading through the Philippine Wholesale Electricity Spot Market (WESM)

Certain subsidiaries are trading participants and direct members under the generator sector of the WESM. These companies are allowed to access the WESM Market Management System through its Market Participant Interface (MPI). The MPI is the facility that allows the trading participants to submit and cancel bids and offers, and to view market results and reports. Under its price determination methodology as approved by the ERC, locational marginal price method is used in computing prices for energy bought and sold in the market on a per node, per hour basis. In the case of bilateral power supply contracts, however, the involved trading participants settle directly with their contracting parties.

Total sale of power to WESM amounted to ₱27.7 billion in 2022, ₱14.7 billion in 2021 and ₱6.4 billion in 2020, respectively.

Power Supply Agreements

a. Power Supply Contracts assumed under Asset Purchase Agreement (APA) and IPP Administration Agreement

Revenue recognition for customers under the power supply contracts assumed under the APA and IPP Administration Agreements are billed based on the contract price which is calculated based on the pricing structure approved by the ERC. Rates are calculated based on the time-of-use pricing schedule with corresponding adjustments using the GRAM and the ICERA.

ii. Power Supply Contracts assumed under Asset Purchase Agreement (APA) and IPP Administration Agreement

Certain subsidiaries have negotiated contracts with NPC, Private Distribution Utilities, Electric Cooperatives and Commercial and Industrial Consumers referred to as PPA/PSA or ESA. These contracts provide a tariff that allows these companies to charge for capacity fees, fixed operating fees and energy fees.

iii. Feed-in-Tariff (FIT)

Certain subsidiaries were issued a FIT Certificate of Compliance from the ERC which entitles them to avail the FIT rate. These subsidiaries also signed agreements with the National Transmission Corporation (NTC), the FIT administrator. These agreements enumerate the rights and obligations under the FIT rules and FIT-All guidelines, in respect to the full payment of the actual energy generation of the generator, at a price equivalent to the applicable FIT rate, for the entire duration of its FIT eligibility period.

Total sale of power under power supply agreements amounted to ₱70.0 billion in 2022, ₱52.4 billion in 2021 and ₱42.4 billion in 2020.

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Ancillary Services Procurement Agreement (ASPA)
Certain subsidiaries have ASPA with the NGCP. Ancillary services are support services such as as frequency regulating, contingency and dispatchable reserves, reactive power support, and black start capability which are necessary to support the transmission capacity and energy that are essential in maintaining power quality and security of the grid.

Total sale of power under ASPA amounted to ₱3.5 billion in 2022 and ₱2.7 billion in 2021 and 2020.

Retail Electricity Supply Agreements
Certain subsidiaries have negotiated contracts with contestable customers. These contracts provide supply and delivery of electricity where capacity fees, fixed operating fees and energy fees are at fixed price/kwh or time of use.

Total sale of power under retail electricity supply agreements amounted to ₱35.2 billion in 2022, ₱19.9 billion in 2021 and ₱16.5 billion in 2020, respectively.

Real estate revenues consist of the following:

	2022	2021	2020
Real estate sales	**₱5,845,404**	₱4,324,337	₱2,730,257
Rental income	**1,488,174**	617,851	527,832
	₱7,333,578	₱4,942,188	₱3,258,089

27. Purchased Power

Distribution
The Group's distribution utilities entered into contracts with NPC/PSALM and generation companies for the purchase of electricity, and into Transmission Service Agreements with NGCP for the transmission of electricity.

To avail of opportunities in the competitive electricity market, some of the Group's distribution utilities registered as direct participants of the WESM.

Total purchased power amounted to ₱29.6 billion, ₱19.8 billion, ₱20.0 billion in 2022, 2021 and 2020, respectively.

Generation
Purchased power takes place during periods when power generated from power plants are not sufficient to meet customers' required power as stated in the power supply contracts. Insufficient supply of generated energy results from the shutdowns due to scheduled maintenance or an emergency situation. The Group purchases power from WESM to ensure uninterrupted supply of power and meet the requirements in the power supply contracts.

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The Group entered into Replacement Power Contracts with certain related parties (see Note 34). Under these contracts, the Group supplies power to counterparties when additional power is needed. Correspondingly, when faced with energy shortfalls, the Group purchases power from counterparties.

Total purchased power amounted to ₱23.9 billion, ₱16.3 billion, ₱7.7 billion in 2022, 2021 and 2020, respectively.

Retail Electricity Supply

The Group also purchases from WESM in order to supply its contestable customers.

Total purchased power amounted to ₱15.9 billion, ₱5.4 billion and ₱3.7 billion in 2022, 2021 and 2020, respectively.

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28. **Costs and Expenses**

Cost of generated power consists of:

	2022	2021	2020
Fuel costs (see Note 6)	**₱52,189,877**	₱27,484,810	₱19,650,746
Steam supply costs (see Note 40)	**7,514,100**	4,950,813	2,974,611
Energy fees	**664,405**	746,182	565,676
Wheeling expenses	**185,299**	148,436	44,909
Ancillary charges	**65,448**	169,467	225,916
	₱60,619,129	₱33,499,708	₱23,461,858

Cost of goods sold consists of:

	2022	2021	2020
Raw materials used, purchases and changes in biological assets and inventories (see Notes 6 and 8)	**₱88,125,036**	₱67,976,574	₱56,243,449
Direct labor (see Note 29)	**732,621**	401,144	375,476
Manufacturing overhead			
Depreciation (see Note 13)	**1,345,190**	1,229,953	1,142,955
Power	**912,901**	773,469	679,519
Repairs and maintenance	**756,517**	594,034	532,641
Indirect labor (see Note 29)	**729,682**	881,403	834,018
Fuel and lubricants	**402,211**	322,086	283,416
Outside services	**285,256**	242,785	479,294
Employees' benefits (see Notes 29 and 30)	**256,432**	258,783	204,396
Toll milling expenses	**182,606**	159,235	68,969
Insurance	**157,157**	132,250	115,182
Office and general supplies	**146,061**	81,402	107,074
Rental	**104,808**	67,967	35,277
Taxes and licenses	**102,709**	89,074	81,096
Freight and handling	**77,971**	80,232	63,897
Medicines and vaccines	**51,849**	50,490	22,661
Pest control	**29,844**	29,999	25,280
Royalty fee	**—**	—	8,912
Others	**457,354**	206,616	195,813
	5,998,548	5,199,778	4,880,400
Cost of goods manufactured	**94,856,205**	73,577,496	61,499,325
Finished goods inventory (see Note 6)			
Beginning of year	**1,437,567**	1,449,166	1,468,608
End of year	**(2,928,323)**	(1,437,567)	(1,449,166)
	₱93,365,449	₱73,589,095	₱61,518,767

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Operating expenses consist of:

	2022	2021	2020
Depreciation and amortization (see Notes 13 and 14)	**₱12,433,264**	₱11,732,659	₱11,553,868
Personnel costs (see Notes 29 and 30)	**10,085,981**	8,274,889	8,146,599
Repairs and maintenance	**4,200,084**	3,330,570	2,672,138
Outside services (see Note 35)	**3,409,286**	3,457,561	3,264,600
Taxes and licenses	**3,366,300**	3,680,613	3,350,398
Insurance	**3,007,163**	2,246,849	1,738,902
Freight and handling	**1,961,078**	1,512,732	1,340,004
Management and professional fees (see Note 35)	**1,245,574**	758,496	927,392
Transportation and travel	**925,990**	605,629	506,814
Advertising	**711,404**	457,670	369,263
Provision for impairment of trade receivables (see Note 5)	**280,651**	1,367,439	1,105,839
Utilities	**173,780**	100,316	182,914
Training and development	**156,420**	69,995	66,520
Rent	**138,132**	111,030	108,400
Commissions	**38,368**	—	1,394
Fuel and lubricants	**10,740**	7,495	22,210
Others	**2,200,655**	2,182,148	1,756,637
	₱44,344,870	₱39,896,091	₱37,113,892

Other operating expenses consist of miscellaneous items, the most significant of which are materials and supplies.

Sources of depreciation and amortization are as follows:

	2022	2021	2020
Property, plant and equipment (see Note 13)	**₱11,670,964**	₱10,925,911	₱10,612,189
Right of use assets (see Note 22)	**1,485,470**	1,489,196	1,536,699
Intangible assets (see Note 14)	**622,020**	547,505	547,935
	₱13,778,454	₱12,962,612	₱12,696,823

29. **Personnel Costs**

	2022	2021	2020
Salaries and wages	**₱9,406,853**	₱7,955,165	₱8,112,268
Employee benefits (see Note 30)	**2,175,690**	1,553,659	1,286,581
	₱11,582,543	₱9,508,824	₱9,398,849

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30. **Pension Benefit Plans**

Under the existing regulatory framework, Republic Act 7641, otherwise known as *The Retirement Pay Law*, requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity. It further states that the employees' retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The Company and its subsidiaries have funded, noncontributory, pension benefit plans ("Plan") covering all regular and full-time employees and requiring contributions to be made to separately administered funds. The retirement benefit fund ("Fund") of each subsidiary is in the form of a trust being maintained and managed by AEV, under the supervision of the Board of Trustees (BOT) of the Plan. The BOT, whose members are also corporate officers, is responsible for the investment of the Fund assets. Taking into account the Plan's objectives, benefit obligations and risk capacity, the BOT periodically defines the investment strategy in the form of a long-term target structure.

The following tables summarize the components of net benefit expense recognized in the consolidated statements of income and the funded status and amounts recognized in the consolidated balance sheets for the respective plans.

Net benefit expense (recognized as part of personnel costs under operations)

	2022	2021	2020
Retirement expense recognized in the consolidated statements of income:			
Service cost	**₱688,002**	₱424,951	₱327,922
Net interest cost	**9,056**	21,377	27,204
Remeasurement of other long-term employee benefits	**831**	2,319	(1,396)
	₱697,889	₱448,647	₱353,730

	2022	2021	2020
Remeasurement gains (losses) recognized in the consolidated statements of comprehensive income:			
Actuarial gains (losses) on defined benefit plan	**₱280,321**	₱273,979	(₱437,544)
Return (losses) on assets excluding amount included in net interest cost	**72,837**	324,517	(573,483)
	₱353,158	₱598,496	(₱1,011,027)

Net pension liabilities

	2022	2021
Present value of obligation	**₱4,139,439**	₱3,993,697
Fair value of plan assets	**(3,870,164)**	(3,793,572)
Pension liability	**₱269,275**	₱200,125

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Changes in the present value of the defined benefit obligation are as follows:

	2022	2021
At January 1	**₱3,993,697**	₱4,003,447
Net benefit costs in the consolidated statements of income		
Current service costs	**683,353**	398,272
Interest cost	**202,451**	152,922
Past service costs	**4,649**	26,679
Transfers and others	**3,280**	16,359
Remeasurement of other long-term employee benefits	**831**	2,319
Benefits paid	**(465,197)**	(332,322)
Remeasurements in other comprehensive income:		
Actuarial losses due to experience adjustments	**270,904**	109,725
Actuarial losses due to changes in financial assumptions	**(551,225)**	(383,704)
	4,142,743	3,993,697
Disposal of subsidiaries (see Note 9)	**(3,304)**	—
At December 31	**₱4,139,439**	₱3,993,697

Changes in the fair value of plan assets are as follows:

	2022	2021
At January 1	**₱3,793,572**	₱3,544,253
Actual contributions	**258,087**	90,053
Interest income included in net interest cost	**193,395**	131,545
Transfers and others	**575**	6,080
Actual return excluding amount included in net interest cost	**72,837**	324,517
Benefits paid	**(448,302)**	(302,876)
At December 31	**₱3,870,164**	₱3,793,572

Changes in net pension liability recognized in the consolidated balance sheets are as follows:

	2022	2021
At January 1	**₱200,125**	₱459,194
Contribution to retirement fund	**(258,087)**	(90,053)
Retirement expense for the year	**697,889**	448,647
Actuarial losses recognized for the year	**(353,158)**	(598,496)
Transfers and others	**2,705**	10,279
Benefits paid from Group operating funds	**(16,895)**	(29,446)
Disposal of subsidiaries (see Note 9)	**(3,304)**	—
At December 31	**₱269,275**	₱200,125

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The fair value of plan assets by each class as at the end of the reporting period are as follows:

	2022	2021
Cash and fixed-income investments	**₱2,184,703**	₱2,050,089
Equity instruments:		
Power	**449,271**	458,890
Holding	**522,613**	623,724
Financial institution	**166,458**	248,805
Others	**547,119**	412,064
Fair value of plan assets	**₱3,870,164**	₱3,793,572

All equity and debt instruments held have quoted prices in active market. The remaining plan assets do not have quoted market prices in active market.

The plan assets have diverse investments and do not have any concentration risk.

The principal assumptions used in determining pension benefit obligations for the Group's plans are shown below:

	2022	2021	2020
Discount rate	**3.51% - 8.55%**	3.46% - 9.70%	2.75% - 7.83%
Salary increase rate	**5% - 7%**	6% - 7%	6% - 7%

The sensitivity analysis below has been determined based on reasonable possible changes of each significant assumption on the defined benefit obligation as of December 31, 2022 and 2021, assuming all other assumptions were held constant:

December 31, 2022

	Increase (decrease) in basis points	**Effect on defined benefit obligation**
Discount rates	**100**	**(₱154,141)**
	(100)	**183,556**
Future salary increases	**100**	**₱192,407**
	(100)	**(164,019)**

December 31, 2021

	Increase (decrease) in basis points	Effect on defined benefit obligation
Discount rates	100	(₱218,760)
	(100)	307,004
Future salary increases	100	₱321,651
	(100)	(236,541)

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The pension benefit plans are funded by the Company and its subsidiaries. The Group expects to contribute approximately ₱755.8 million to the retirement benefit funds in 2023.

The average durations of the defined benefit obligation as of December 31, 2022 and 2021 are 7.99 - 20.40 years and 2.53 - 23.42 years, respectively.

The Board of Trustees reviews the performance of the plans on a regular basis. It assesses whether the retirement plans will achieve investment returns which, together with contributions, will be sufficient to pay retirement benefits as they fall due. The Group also reviews the solvency position of the different member companies on an annual basis and estimates, through the actuary, the expected contribution to the Plan in the subsequent year.

31. Other Income (Expense) - Net

	2022	2021	2020
Net foreign exchange gains	**₱2,984,416**	₱584,641	₱1,185,689
Surcharges	**633,962**	561,367	447,703
Net unrealized fair valuation gains on investment properties (see Note 15)	**527,154**	976,228	401,410
Rental income (see Note 35)	**327,195**	188,846	49,385
Non-utility operating income	**146,723**	138,922	142,013
Dividend income	**3,380**	2,984	4,827
Increase (decrease) in fair value of biological assets (see Note 8)	**(111,768)**	133,774	305,711
Unrealized valuation gain (loss) on financial assets at FVTPL	**(191,710)**	(4,727)	79,501
Gain (loss) on sale/disposal of:			
Investments and advances	**183,299**	(44,258)	—
Financial assets at FVTPL	**31,283**	115,707	15,622
Property, plant and equipment	**(158,832)**	(209,420)	(27,097)
Write off of project development costs	**(314,490)**	(369,918)	(56,410)
Provision for impairment losses on property, plant and equipment and other assets (see Notes 13 and 14)	**(1,224,108)**	(340,597)	(113,683)
Others - net	**1,411,072**	1,408,745	2,374,604
	₱4,247,576	₱3,142,294	₱4,809,275

Provision for impairment losses pertain to the following:

(a) The impairment test calculation of TPVI in 2022 resulted to the recognition of an impairment loss amounting to ₱685.0 million.
(b) Goodwill impairment loss amounting to ₱431.6 million.

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"Others" include derivative gains arising from TLI's commodity hedge amounting to ₱1.70 billion in 2022 and ₱240.0 million in 2021, insurance claims from GMEC, APRI and DLPC amounting to ₱384.0 million in 2021 and insurance claims from plant outages of TSI amounting to ₱1.80 billion and liquidating damages from contractor due to the delay in the completion of TVI's power plant amounting to ₱611.0 million in 2020. In August 2021, the Company received ₱324.9 million from a fund held in escrow as compensation for warranties and contingencies from its previous investment transaction. "Others" also includes non-recurring items like sale of scrap and sludge oil, and reversal of provisions

32. Income Taxes

The provision for (benefit from) income tax consists of:

	2022	2021	2020
Current			
Corporate income tax	**₱4,019,584**	₱3,338,935	₱6,111,431
Final tax	**222,637**	158,340	218,334
	4,242,221	3,497,275	6,329,765
Deferred	**(424,416)**	(689,022)	1,253,493
	₱3,817,805	₱2,808,253	₱7,583,258

A reconciliation between the statutory income tax rate and the Group's effective income tax rates follows:

	2022	2021	2020
Statutory income tax rate	**25.00%**	25.00%	30.00%
Tax effects of:			
Changes on unrecognized deferred income tax assets	**2.48**	1.22	11.93
Non-deductible interest expense	**1.54**	1.93	8.50
Non-deductible depreciation expense	**0.59**	0.77	2.30
Deductible lease payments	**(5.14)**	(6.33)	(17.54)
Nontaxable share in net earnings of associates and joint ventures	**(10.79)**	(11.66)	(9.53)
Income under ITH	**(2.41)**	(2.81)	(1.13)
Interest income subjected to final tax at lower rates - net	**(0.35)**	(0.08)	(0.57)
Others	**(0.85)**	(0.45)	2.75
	10.07%	7.59%	26.71%

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Net deferred income tax assets at December 31 relate to the following:

	2022	2021
Deferred income tax assets:		
Unrealized foreign exchange losses	**₱1,185,980**	₱—
Net income from commissioning	**1,147,782**	1,191,899
NOLCO	**798,714**	1,888,272
Allowances for impairment and probable losses	**774,558**	647,220
Accrued retirement benefits	**50,930**	41,969
Unamortized contributions for past service	**45,525**	167,471
Tax effects of items in other comprehensive income	**7,279**	134,082
MCIT	**7,040**	16,715
Others	**583,880**	—
	4,601,688	4,087,628
Deferred income tax liabilities:		
Difference between the carrying amount of nonmonetary assets and related tax base	**1,770,906**	1,053,314
Revaluation prior to transfer to investment property (see Note 13)	**214,224**	—
Consumable biological assets	**95,322**	—
Pension asset	**5,738**	140,985
Unrealized foreign exchange gain	**3,239**	512,572
Others	**788,584**	404,209
	2,878,013	2,111,080
	₱1,723,675	₱1,976,548

Net deferred income tax liabilities at December 31 relate to the following:

	2022	2021
Deferred income tax liabilities:		
Unrealized gain on investment property	**₱1,485,678**	₱1,502,670
Unamortized franchise	**585,223**	604,463
Percentage-of-completion recognition of real estate sales and related costs	**126,941**	126,941
Unamortized customs duties and taxes capitalized	**3,884**	4,197
Unrealized foreign exchange gains	**21,724**	2,165
Pension asset	**121,615**	—
Others	**387,017**	265,968
	2,732,082	2,506,404
Deferred income tax assets:		
Tax effects of items in other comprehensive income	**6,548**	67,395
NOLCO	**5,948**	6,093

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	2022	2021
Allowances for:		
Impairment and probable losses	**₱127,710**	₱107,628
Inventory obsolescence	**—**	30,683
Pension asset	**78,135**	—
Unamortized past service cost	**35,736**	15,962
Unrealized foreign exchange losses	**7,825**	7,846
Others	**512**	—
	262,414	235,607
	₱2,469,668	₱2,270,797

In computing for deferred income tax assets and liabilities, the tax rates used were 30% and 10%, which are the rates expected to apply to taxable income in the years in which the deferred income tax assets and liabilities are expected to be recovered or settled and considering the tax rate for renewable energy developers as allowed by the Renewable Energy Act of 2008.

The Group did not recognize deferred income tax liability on its undistributed retained earnings of its subsidiaries on the basis that there are no income tax consequences to the Group attaching to the payment of dividends to its shareholders or that the reversal of the temporary differences are not expected to reverse in the foreseeable future (see Note 24).

33. Earnings per Common Share

Earnings per common share amounts were computed as follows:

		2022	2021	2020
a.	Net income attributable to equity holders of the parent	**₱24,827,398**	₱27,309,623	₱15,433,613
b.	Weighted average number of common shares issued and outstanding	**5,630,225**	5,630,225	5,630,225
c.	Earnings per common share (a/b)	**₱4.41**	₱4.85	₱2.74

There are no dilutive potential common shares as of December 31, 2022, 2021 and 2020.

34. Operating Segment Information

Operating segments are components of the Group that engage in business activities from which they may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's CODM to make decisions about how resources are to be allocated to the segment and assess their performances, and for which discrete financial information is available.

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For purposes of management reporting, the Group's operating businesses are organized and managed separately according to services provided, with each segment representing a strategic business segment. The Group's identified operating segments, which are consistent with the segments reported to the BOD, the Group's CODM, are as follows:

- power segment, which is engaged in power generation and sale of electricity;
- financial services segment, which is engaged in banking and money remittance operations;
- food manufacturing segment, which is engaged in the production of flour and feeds and swine breeding;
- real estate segment, which is engaged in real property development for sale and lease;
- infrastructure segment, which is engaged in the production of cement and other building materials and in the supply of treated bulk water; and
- the parent company and others, which include the operations of the Company and the service provider subsidiaries that cater mainly to the Group.

In addition, The Group presents geographical segments based on two categories, as follows:

- Philippines, which represents the Group's local operations; and
- Rest of Asia, which represents the foreign operations of the Group across several countries in Asia.

Management monitors the operating results of its segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment revenue and segment expenses are measured in accordance with PFRS. The presentation and classification of segment revenue and segment expenses are consistent with the consolidated statements of income. Interest expense and financing charges, depreciation and amortization expense and income taxes are managed on a per segment basis.

The Group has inter-segment revenues in the form of management fees as well as inter-segment sales of electricity and other services which are eliminated in consolidation. The transfers are accounted for at competitive market prices on an arm's-length basis.

Segment assets do not include deferred income tax assets, pension asset and other noncurrent assets. Segment liabilities do not include deferred income tax liabilities, income tax payable and pension liability. Capital expenditures consist of additions of property, plant and equipment and intangible asset - service concession rights. Adjustments as shown below include items not presented as part of segment assets and liabilities.

Revenue is recognized to the extent that it is probable that economic benefits will flow to the Group, and that the revenue can be reliably measured. Sale of power to Manila Electric Company (MERALCO) accounted for —%, 8% and 10% of the power generation revenues of the Group in 2022, 2021, and 2020, respectively.

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Financial information on the operations of the various business segments are summarized as follows:

	2022							
	Power	Financial Services	Food Manufacturing	Real Estate	Infrastructure	Parent Company and Others	Eliminations	Consolidated
REVENUES								
Third parties	**₱193,703,938**	**₱—**	**₱104,094,671**	**₱7,730,830**	**₱87,017**	**₱1,136,225**	**₱—**	**₱306,752,681**
Inter-segment	**289,650**	**—**	**6,631,194**	**49,407**	**55,615**	**1,044,592**	**(8,070,458)**	**—**
Total revenue	**₱193,993,588**	**₱—**	**110,725,865**	**₱7,780,237**	**₱142,632**	**₱2,180,817**	**(₱8,070,458)**	**₱306,752,681**
RESULTS								
Segment results	**₱29,802,974**	**₱—**	**₱3,180,628**	**₱1,622,316**	**₱688,015**	**(₱376,633)**	**₱69,321**	**₱34,986,621**
Unallocated corporate income (expenses) - net	**493,128**	**—**	**(1,128,379)**	**412,780**	**435,428**	**4,034,619**	**—**	**4,247,576**
INCOME FROM OPERATIONS								**39,234,197**
Interest expense	**(13,420,348)**	**—**	**(1,565,638)**	**(166,239)**	**(60,012)**	**(2,667,614)**	**23,167**	**(17,856,684)**
Interest income	**678,696**	**—**	**74,353**	**13,843**	**121,370**	**1,002,129**	**(23,167)**	**1,867,224**
Share in net earnings of associates and joint ventures	**15,134,970**	**6,316,778**	**9,619**	**(13,614)**	**(665,405)**	**16,144,672**	**(16,145,155)**	**20,781,865**
Provision for income tax	**(3,164,205)**	**—**	**(344,011)**	**(128,878)**	**(40,610)**	**(140,101)**		**(3,817,805)**
NET INCOME	**₱29,525,215**	**₱6,316,778**	**₱226,572**	**₱1,740,208**	**₱478,786**	**₱17,997,072**	**(₱16,075,834)**	**₱40,208,797**
OTHER INFORMATION								
Segment assets	**₱132,976,387**	**₱—**	**₱41,908,310**	**₱31,838,909**	**₱4,035,552**	**₱53,213,873**	**(₱6,014,093)**	**₱257,958,938**
Investments and advances	**77,928,459**	**77,700,780**	**92,402**	**1,708,053**	**38,310,505**	**160,508,904**	**(160,393,358)**	**195,855,745**
Unallocated corporate assets	**266,689,035**	**—**	**33,402,056**	**11,981,344**	**31,017,785**	**11,793,641**	**(716,322)**	**354,167,539**
Consolidated total assets								**₱807,982,222**
Segment liabilities	**₱295,735,859**	**₱—**	**₱45,197,132**	**₱16,862,576**	**₱10,302,664**	**₱90,213,796**	**(₱6,314,093)**	**₱451,997,934**
Unallocated corporate liabilities	**1,683,254**	**—**	**23,009,673**	**989,972**	**109,765**	**(22,011,013)**		**3,781,651**
Consolidated total liabilities								**₱455,779,585**
Capital expenditures	**₱12,085,502**	**₱—**	**₱1,754,712**	**₱332,572**	**₱109,129**	**₱119,687**	**₱—**	**₱14,401,602**
Depreciation and amortization	**₱11,863,670**	**₱—**	**₱1,627,470**	**68,285**	**₱36,741**	**₱182,288**	**₱—**	**₱13,778,454**

	2021							
	Power	Financial Services	Food Manufacturing	Real Estate	Infrastructure	Parent Company and Others	Eliminations	Consolidated
REVENUES								
Third parties	₱134,144,405	₱—	₱83,643,746	₱5,234,842	₱122,776	₱783,650	₱—	₱223,929,419
Inter-segment	214,816	—	3,555,851	91,887	2,810	1,220,369	(5,085,733)	—
Total revenue	₱134,359,221	₱—	₱87,199,597	₱5,326,729	₱125,586	₱2,004,019	(₱5,085,733)	₱223,929,419
RESULTS								
Segment results	₱28,209,796	₱—	₱3,386,863	₱1,699,343	(₱284,752)	₱89,834	₱—	₱33,101,084
Unallocated corporate income (expenses) - net	213,565	—	(90,566)	1,294,680	39,289	1,685,326	—	3,142,294

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	2021							
	Power	Financial Services	Food Manufacturing	Real Estate	Infrastructure	Parent Company and Others	Eliminations	Consolidated
INCOME FROM OPERATIONS								36,243,378
Interest expense	(₱13,590,365)	₱—	(₱818,828)	(₱66,651)	(₱453)	(₱2,591,729)	₱25,870	(₱17,042,156)
Interest income	343,233	—	68,553	5,335	30,278	109,322	(25,870)	530,851
Share in net earnings of associates and joint ventures	9,479,696	6,376,021	16,194	(4,831)	1,380,211	20,370,751	(20,372,399)	17,245,643
Provision for income tax	(2,110,710)	—	(533,305)	(69,396)	(6,895)	(87,947)	—	(2,808,253)
NET INCOME	₱22,545,215	₱6,376,021	₱2,028,911	₱2,858,480	₱1,157,678	₱19,575,557	(₱20,372,399)	₱34,169,463
OTHER INFORMATION								
Segment assets	₱104,419,938	₱—	₱33,331,377	₱24,505,318	₱7,542,447	₱86,837,632	(₱2,287,631)	₱254,349,081
Investments and advances	64,952,728	59,428,617	56,702	1,721,667	28,521,561	116,882,696	(116,748,358)	154,815,613
Unallocated corporate assets	258,042,953	—	32,486,682	10,516,613	13,349,620	10,619,935	(573,875)	324,441,928
Consolidated total assets								₱733,606,622
Segment liabilities	₱270,682,017	₱—	₱35,205,305	₱14,256,695	₱10,407,878	₱74,977,513	(₱2,835,857)	₱402,693,551
Unallocated corporate liabilities	1,152,899	—	32,618,245	948,055	11,656	(31,584,542)	—	3,146,313
Consolidated total liabilities								₱405,839,864
Capital expenditures	₱9,149,864	₱—	₱1,754,712	₱331,588	₱109,129	₱33,912	₱—	₱11,379,205
Depreciation and amortization	₱11,202,273	₱—	₱1,486,698	₱74,655	₱34,078	₱164,908	₱—	₱12,962,612

	2020							
	Power	Financial Services	Food Manufacturing	Real Estate	Infrastructure	Parent Company and Others	Eliminations	Consolidated
REVENUES								
Third parties	₱110,144,339	₱—	₱72,597,093	₱3,541,272	₱93,253	₱349,871	₱—	₱186,725,828
Inter-segment	232,310	—	—	77,096	2,590	1,099,846	(1,411,842)	—
Total revenue	₱110,376,649	₱—	₱72,597,093	₱3,618,368	₱95,843	₱1,449,717	(₱1,411,842)	₱186,725,828
RESULTS								
Segment results	₱26,879,887	₱—	₱4,481,626	₱507,768	(₱189,192)	(₱283,067)	₱76,768	₱31,473,790
Unallocated corporate income (expenses) - net	4,928,563	—	(13,136)	62,941	10,679	(103,005)	(76,767)	4,809,275
INCOME FROM OPERATIONS								36,283,065
Interest expense	(14,253,528)	—	(941,119)	(83,610)	—	(2,706,411)	67,581	(17,917,087)
Interest income	653,076	—	93,047	9,138	16,394	303,162	(67,581)	1,007,236
Share in net earnings of associates and joint ventures	2,675,136	5,855,311	19,781	(33,456)	525,013	11,766,479	(11,789,231)	9,019,033
Provision for income tax	(6,061,912)	—	(1,289,752)	(52,324)	(11,248)	(168,022)	—	(7,583,258)
NET INCOME	₱14,821,222	₱5,855,311	₱2,350,447	₱410,457	₱351,646	₱8,809,136	(₱11,789,230)	₱20,808,989
OTHER INFORMATION								
Segment assets	₱77,504,703	₱—	₱27,288,310	₱19,182,052	₱3,385,735	₱21,443,628	(₱1,423,195)	₱147,381,233

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	2020							
	Power	Financial Services	Food Manufacturing	Real Estate	Infrastructure	Parent Company and Others	Eliminations	Consolidated
Investments and advances	₱61,828,801	₱55,369,791	₱71,020	₱2,069,756	₱26,025,132	₱126,890,485	(₱126,838,341)	₱145,416,644
Unallocated corporate assets	258,591,615	—	41,561,960	8,300,160	8,023,658	454,533	(573,876)	316,358,050
Consolidated total assets								₱609,155,927
Segment liabilities	₱261,578,030	₱—	₱28,397,739	₱12,256,824	₱9,824,430	₱71,843,403	(₱1,971,504)	₱381,928,922
Unallocated corporate liabilities	1,762,015	—	31,000,041	581,967	17,009	(29,734,026)	—	3,627,006
Consolidated total liabilities								₱385,555,928
Capital expenditures	₱5,428,730	₱—	₱1,605,410	₱352,711	₱207,335	₱54,732	₱—	₱7,648,918
Depreciation and amortization	₱10,973,364	₱—	₱1,395,118	₱118,989	₱22,146	₱187,206	₱—	₱12,696,823

Revenues and noncurrent operating assets by geographical locations are summarized below:

	Revenue			Property, Plant and Equipment		Intangible Assets	
	2022	**2021**	**2020**	**2022**	**2021**	**2022**	**2021**
Philippines	**₱242,674,145**	₱171,804,664	₱142,541,418	**₱184,529,621**	₱179,353,934	**₱18,337,986**	₱16,669,351
Rest of Asia	**89,461,098**	71,797,275	56,659,866	**5,325,372**	5,205,280	**46,837**	93,640
	₱332,135,243	₱243,601,939	₱199,201,284	**₱189,854,993**	₱184,559,214	**₱18,384,823**	₱16,762,991

The revenue information above is based on the locations of customers. Noncurrent operating assets consist of property, plant and equipment and intangible assets.

35. Related Party Disclosures

Parties are considered to be related if one party has the ability to control, directly or indirectly, the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions. The Group enters into transactions with its parent, associates, joint ventures and other related parties, principally consisting of the following:

a. Service contracts of certain associates with ACO, AEV and AP at fees based on agreed rates. Professional and technical fees paid by these associates and joint ventures to ACO, AEV and AP totaled ₱722.1 million, ₱577.0 million and ₱399.0 million in 2022, 2021 and 2020, respectively.

b. Cash deposits and placements with UBP earn interest at prevailing market rates (see Note 4).

c. Aviation services are rendered by AEV Aviation to ACO and certain associates.

d. Lease of commercial office units by ACO and certain associates from CPDC.

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e. Purchase of lots for residential and commercial project development by AboitizLand from ACO in 2012. The purchase was for a total consideration of ₱595.8 million, a portion of which was paid upon execution of the Contract to Sell. The remaining balance is payable on quarterly installments for the next 10 years. The current portion of the related liability amounted to ₱— million as of December 31, 2022, and ₱14.2 million as of December 31, 2021 (see Note 19).

f. Power sales to and purchases from certain associates and joint ventures based on the Group's power supply and purchase agreements, respectively (see Notes 26 and 27).

g. Services rendered by Aboitiz Construction, Inc. (ACI), a wholly owned subsidiary of ACO, to the Group for various construction projects.

The above transactions are settled in cash.

Significant outstanding account balances with related parties as of December 31, 2022 and 2021 are as follows:

a. Revenue - Management, Professional and Technical Fees

	Revenue			Accounts Receivable			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Ultimate Parent							
ACO	**₱16,757**	₱14,199	₱11,823	**₱—**	₱—	30-day; interest-free	Unsecured; no impairment
Associates and Joint Ventures							
RCBM (see Note 10)	**236,379**	168,145	82,065	**—**	—	30-day; interest-free	Unsecured; no impairment
SFELAPCO	**116,181**	123,025	108,838	**—**	—	30-day; interest-free	Unsecured; no impairment
CEDC	**82,700**	84,260	88,445	**—**	—	30-day; interest-free	Unsecured; no impairment
RCMI (see Note 10)	**86,849**	60,252	21,594	**—**	—	30-day; interest-free	Unsecured; no impairment
RCII (see Note 10)	**—**	—	6,055	**—**	—	30-day; interest-free	Unsecured; no impairment
GNPD	**43,478**	39,502	39,884	**9**	7,575	30-day; interest-free	Unsecured; no impairment
SNAP-Magat	**13,819**	10,038	13,814	**1,518**	—	30-day; interest-free	Unsecured; no impairment
SNAP-Benguet	**13,478**	9,620	13,591	**1,746**	—	30-day; interest-free	Unsecured; no impairment
SNAP-Res, Inc.	**—**	5	—	**—**	—	30-day; interest-free	Unsecured; no impairment
MORE	**843**	2,139	1,358	**74**	—	30-day; interest-free	Unsecured; no impairment
UBP	**95,921**	63,877	8,756	**1,925**	—	30-day; interest-free	Unsecured; no impairment
CSB	**9,830**	600	—	**8,315**	—	30-day; interest-free	Clean; no impairment
SNAP-Generation	**1,310**	474	371	**60**	—	30-day; interest-free	Unsecured; no impairment
RCSI	**4,526**	894	2,413	**(5,795)**	—	30-day; interest-free	Unsecured; no impairment
Total	**₱722,071**	₱577,030	₱399,007	**₱7,852**	₱7,575		

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b. Cash Deposits and Placements with UBP

	Interest Income			Outstanding Balance			
	2022	2021	2020	**2022**	2021	Terms	Condition
AP and Subsidiaries	**₱91,330**	₱45,793	₱159,058	**₱18,117,326**	₱13,827,284	90 days or less; interest-bearing	No impairment
AEV	**108,626**	25,040	42,189	**8,661,576**	22,801,039	90 days or less; interest-bearing	No impairment
PILMICO and Subsidiaries	**1,084**	971	9,968	**837,495**	645,254	90 days or less; interest-bearing	No impairment
AboitizLand and Subsidiaries	**1,431**	1,752	1,110	**331,729**	1,130,482	90 days or less; interest-bearing	No impairment
AIC and Subsidiaries	**5,866**	20,388	10,108	**1,265,267**	4,708,066	90 days or less; interest-bearing	No impairment
CPDC	**456**	117	978	**62,798**	6,231	90 days or less; interest-bearing	No impairment
AEV AVIATION	**187**	105	89	**58,314**	67,021	90 days or less; interest-bearing	No impairment
AIPL	**—**	—	—	**12,658**	11,591	90 days or less; interest-bearing	No impairment
Weather Solutions, Inc.	**—**	—	5	**—**	—	90 days or less; interest-bearing	No impairment
	₱208,980	₱94,166	₱223,505	**₱29,347,163**	₱43,196,968		

c. Revenue - Aviation Services

	Revenue			Accounts Receivable			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Associates and Joint Ventures							
SNAP-Magat	**7,162**	7,992	7,179	**—**	—	30-day; interest-free	Unsecured; no impairment
SNAP-Benguet	**1,844**	2,017	1,734	**—**	—	30-day; interest-free	Unsecured; no impairment
UBP	**1,500**	1,500	1,500	**—**	—	30-day; interest-free	Unsecured; no impairment
SNAP-Generation	**—**	—	126	**—**	—	30-day; interest-free	Unsecured; no impairment
Tsuneishi Holdings (Cebu), Inc.	**297**	—	456	**—**	—	30-day; interest-free	Unsecured; no impairment
	₱10,803	₱11,509	₱10,995	**₱—**	₱—		

d. Revenue - Rental

	Revenue			Accounts Receivable			
	2022	2021	2020	**2022**	2021	Terms	Conditions
Ultimate Parent							
ACO	**₱4,997**	₱4,730	₱6,590	**₱—**	₱—	30-day; interest-free	Unsecured; no impairment
Associates							
UBP	**2,558**	4,263	5,038	**—**	—	30-day; interest-free	Unsecured; no impairment
	₱7,555	₱8,993	₱11,628	**₱—**	₱—		

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e. Land Acquisition

	Purchase			Payable			
	2022	2021	2020	**2022**	2021	Terms	Condition
Ultimate Parent							
ACO	**₱—**	₱—	₱—	**₱—**	₱14,177	Quarterly installment	Unsecured

f. Revenue - Sale of Power

	Revenue (see Note 26)			Receivable			
	2022	2021	2020	**2022**	2021	Terms	Condition
Associate and Joint Ventures							
SFELAPCO	**₱2,142,713**	₱2,710,153	₱2,351,358	**₱60,951**	₱234,517	30-day; interest-free	Unsecured; no impairment
RCBM	**2,587,557**	2,464,158	1,509,512	**2,114,195**	180,143	30-day; interest-free	Unsecured; no impairment
SNAP-Magat	**1,511,909**	2,912	7,355	**660,362**	2,901	30-day; interest-free	Unsecured; no impairment
GNPD	**516,901**	9,452,701	1,882,942	**—**	—	30-day; interest-free	Unsecured; no impairment
MEC	**11,738**	13,867	764,862	**4,803**	36,038	30-day; interest-free	Unsecured; no impairment
Investees of ACO							
Tsuneishi Heavy Industries (Cebu), Inc.	**174,355**	—	30,662	**—**	—	30-day; interest-free	Unsecured; no impairment
Aboitiz Construction International, Inc.	**1,767**	1,319,651	—	**—**	—	30-day; interest-free	Unsecured; no impairment
	₱6,946,940	₱15,963,442	₱6,546,691	**₱2,840,311**	₱453,599		

g. Cost of Purchased Power

	Purchases (see Note 26)			Payable			
	2022	2021	2020	**2022**	2021	Terms	Condition
Associates and Joint Ventures							
CEDC	**₱5,005,221**	₱4,522,422	₱3,955,490	**₱85,659**	₱341,528	30-day; interest-free	Unsecured
SNAP-Magat	**2,815,696**	73,350	94,730	**8,004**	103,516	30-day; interest-free	Unsecured
SFELAPCO	**33,664**	—	30,002	**3,131**	—	30-day; interest-free	Unsecured
SNAP-Benguet	**1,478,492**	—	—	**—**	—	30-day; interest-free	Unsecured
	₱9,333,073	₱4,595,772	₱4,080,222	**₱96,794**	₱445,044		

h. Capitalized Construction and Rehabilitation Costs

	Purchases			Payable			
	2022	2021	2020	**2022**	2021	Terms	Condition
Fellow Subsidiary							
ACI	**₱313,249**	₱340,286	₱271,383	**₱—**	₱—	30-day; interest-free	Unsecured

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i. Advances to Suppliers (Contractors)

	Purchases			Payable			
	2022	2021	2020	**2022**	2021	Terms	Condition
Fellow Subsidiary							
ACI	**₱—**	₱—	₱—	**₱—**	₱151,698	30-day; interest-free	Unsecured

Retirement Benefit Fund

The Company's retirement benefit fund is in the form of a trust being maintained and managed by ACO under the supervision of the BOT of the plan.

The Fund has a carrying amount and a fair value of ₱1.0 billion and ₱1.3 billion as of December 31, 2022 and 2021, respectively. The assets and investments of the Fund are as follows:

	2022	2021
Equity investments at FVTPL	**₱916,185**	₱1,160,920
Financial assets at amortized cost	**67,642**	84,954
Debt investments at FVOCI	**17,407**	18,342
	₱1,001,234	₱1,264,216

The Company's retirement benefit fund for its employees has investments in the equities of the Company and one of its subsidiaries. The carrying values of these investments as of December 31, 2022 and 2021 and the gains and losses of the Fund arising from such investments for the years then ended are as follows:

	2022		2021	
	Carrying Value	**Gains**	Carrying Value	Losses
AEV common shares	**₱309,741**	**₱33,769**	₱461,752	₱165,241
AP common shares	**316,699**	**(33,847)**	343,342	65,893

The above investments of the Fund were approved by the BOT. The voting rights over these equity securities are exercised by the chairman of the BOT.

Compensation of Key Management Personnel

	2022	2021	2020
Short-term benefits	**₱208,359**	₱167,714	₱219,528
Post-employment benefits	**10,350**	9,446	10,145
	₱218,709	₱177,160	₱229,673

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36. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise of cash and cash equivalents, investments in FVTPL or FVOCI, bank loans, and long-term debts. The main purpose of these financial instruments is to raise finances for the Group's operations and its investments in existing subsidiaries and associates and in new projects. The Group has other financial assets and liabilities such as trade and other receivables, trade and other payables, customer deposits and lease liabilities which arise directly from operations.

The Group also enters into derivative transactions, particularly foreign currency forwards to economically hedge its foreign currency risk from foreign currency denominated liabilities and purchases, commodity swap contracts to hedge the price volatility of forecast coal purchases and interest rate swap agreement to hedge the variability in the interest cash flow of its LIBOR loan.

Risk Management Structure

The BOD is mainly responsible for the overall risk management approach and for the approval of risk strategies and principles of the Group.

Financial risk committee

The Financial Risk Committee has the overall responsibility for the development of risk strategies, principles, frameworks, policies and limits. It establishes a forum of discussion of the Group's approach to risk issues in order to make relevant decisions.

Treasury service group

The Treasury Service Group is responsible for the comprehensive monitoring, evaluating and analyzing of the Group's risks in line with the policies and limits.

The main risks arising from the Group's financial instruments are interest rate risk resulting from movements in interest rates that may have an impact on outstanding long-term debts; credit risk involving possible exposure to counter-party default on its cash and cash equivalents, investments in financial assets at FVOCI and trade and other receivables; liquidity risk in terms of the proper matching of the type of financing required for specific investments; and foreign exchange risk in terms of foreign exchange fluctuations that may significantly affect its foreign currency denominated placements and borrowings.

Market Risk

The risk of loss, immediate or over time, due to adverse fluctuations in the price or market value of instruments, products, and transactions in the Group's overall portfolio (whether on or off-balance sheet) is market risk. These are influenced by foreign and domestic interest rates, foreign exchange rates and gross domestic product growth.

Interest rate risk

The Group's exposure to market risk for changes in interest rates relates primarily to its long-term debt obligations. To manage this risk, the Group determines the mix of its debt portfolio as a function of the level of current interest rates, the required tenor of the loan, and the general use of the proceeds of its various fund-raising activities. As of December 31, 2022, 9.1% of the Group's long-term debt had annual floating interest rates ranging from 3.32% to 8.26%, and 90.9% are with fixed rates ranging from 2.50% to 8.51%. As of December 31, 2021, 15.3% of the Group's long-term

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debt had annual floating interest rates ranging from 2.00% to 8.26%, and 84.7% are with fixed rates ranging from 2.84% to 9.00%.

The following tables set out the carrying amount, by maturity, of the Group's financial instruments that are exposed to cash flow interest rate risk:

December 31, 2022

	Less than 1 year	**1-5 years**	**More than 5 years**	**Total**
Long-term debts				
Floating rate	**₱1,442,973**	**₱8,036,055**	**₱18,216,250**	**₱27,695,278**

December 31, 2021

	Less than 1 year	1-5 years	More than 5 years	Total
Long-term debts				
Floating rate	₱1,178,812	₱23,911,673	₱16,530,611	₱41,621,096

Interest on financial instruments classified as floating rate is repriced at intervals of less than one year. Interest on the other financial instruments of the Group that are not included in the above tables are either fixed-rate or non-interest bearing, and are therefore not subject to interest rate risk. Its derivative assets and liabilities are subject to fair value interest rate risk.

The interest expense recognized during the years ended December 31 is as follows:

	2022	2021	2020
Long-term debts (see Note 19)	**₱13,918,060**	₱12,507,449	₱13,208,979
Lease liabilities (see Note 22)	**2,418,570**	2,782,576	3,287,801
Long-term obligation on PDS and others	**774,249**	301,512	205,634
Bank loans (see Note 18)	**683,154**	998,937	1,210,646
Loss on loan extinguishment	**61,444**	447,502	–
Customers' deposits (see Note 20)	**1,207**	4,180	4,027
	₱17,856,684	₱17,042,156	₱17,917,087

The interest income recognized during the years ended December 31 is as follows:

	2022	2021	2020
Cash and cash equivalents (see Note 4)	**₱971,835**	₱456,869	₱921,440
Short-term cash deposits (see Note 7)	**750,013**	24,211	300
Others	**145,376**	49,771	85,496
	₱1,867,224	₱530,851	₱1,007,236

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The following table demonstrates the sensitivity to a reasonable possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on floating rate borrowings) as of December 31, 2022, 2021 and 2020:

	Increase (decrease) in basis points	Effect on income before tax
2022	**200**	**(₱553,906)**
	(100)	**276,953**
2021	200	(₱834,703)
	(100)	417,351
2020	200	(₱813,082)
	(100)	406,541

The Group's sensitivity to an increase/decrease in interest rates pertaining to derivative instruments is expected to be insignificant in 2022, 2021 and 2020 due to their short-term maturities and immateriality relative to the total assets and liabilities of the Group.

There is no other impact on the Group's equity other than those already affecting the consolidated statements of income.

Commodity Price Risk
Commodity price risk of the Group arises from transactions on the world commodity markets to secure the supply of fuel, particularly coal, which is necessary for the generation of electricity.

The Group's objective is to minimize the impact of commodity price fluctuations and this exposure is hedged in accordance with the Group's commodity price risk management strategy.

Based on a 36-month forecast of the required coal supply, the Group hedges the purchase price of coal using commodity swap contracts. The commodity swap contracts do not result in physical delivery of coal, but are designated as cash flow hedges to offset the effect of price changes in coal.

Currently, the management is monitoring the development of the situation in Ukraine which could directly impact the Group because of higher prices of fuel.

Foreign exchange risk
The foreign exchange risk of the Group pertains significantly to its foreign currency denominated borrowings, including lease liabilities. To mitigate the risk of incurring foreign exchange losses, foreign currency holdings are matched against the potential need for foreign currency in financing equity investments and new projects. As of December 31, 2022 and 2021, foreign currency denominated borrowings account for 24.0% and 27.6%, respectively, of total consolidated borrowings.

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The following table presents the Group's foreign currency denominated assets and liabilities:

	2022		2021	
	US dollar	**Philippine peso Equivalent[1]**	US dollar	Philippine peso Equivalent[2]
Financial assets:				
Cash and cash equivalents	**$544,778**	**₱30,374,097**	$1,595,772	₱81,382,790
Short-term cash deposits	**380,161**	**21,195,877**	134,370	6,852,745
Trade and other receivables	**175,017**	**9,758,073**	54,164	2,762,312
Investments in FVTPL and FVOCI	**98,256**	**5,478,263**	38,887	1,983,198
Total financial assets	**1,198,212**	**66,806,310**	1,823,193	92,981,045
Financial liabilities:				
Bank loans	**137,452**	**7,663,636**	4,000	203,996
Trade and other payables	**257,192**	**14,339,740**	164,553	8,392,048
Long-term debts	**440,000**	**24,532,200**	714,902	36,459,287
Lease liabilities	**241,244**	**13,450,559**	323,620	16,504,296
Total financial liabilities	**1,075,888**	**59,986,135**	1,207,075	61,559,627
Net foreign currency denominated assets	**$122,324**	**₱6,820,175**	$616,118	₱31,421,418

[1]$1= ₱55.76
[2]$1= ₱51.00

The following table demonstrates the sensitivity to a reasonable possible change in the US dollar exchange rates, with all other variables held constant, of the Group's profit before tax as of December 31, 2022 and 2021.

	Increase (decrease) in US dollar rate against the Philippine peso	Effect on income before income tax
2022	**US dollar strengthens by 5%**	**₱341,009**
	US dollar weakens by 5%	**(341,009)**
2021	US dollar strengthens by 5%	₱1,571,070
	US dollar weakens by 5%	(1,571,070)

The increase in US dollar rate represents depreciation of Philippine peso while the decrease in US dollar rate represents appreciation of Philippine peso.

The following table presents LHC's and GMEC's foreign currency denominated assets and liabilities:

	2022		2021	
	Philippine Peso	**US Dollar Equivalent[1]**	Philippine Peso	US Dollar Equivalent[2]
Financial assets:				
Cash and cash equivalents	**₱4,194,517**	**$75,231**	₱2,400,523	$47,070
Trade and other receivables	**8,398,854**	**150,639**	4,378,060	85,846
	12,593,371	**225,870**	6,778,583	132,916
Financial liabilities:				
Trade and other payables	**5,761,218**	**103,331**	2,797,091	54,846
Net foreign currency denominated assets	**₱6,832,153**	**$122,539**	₱3,981,492	$78,070

[1]$1= ₱55.76
[2]$1= ₱51.00

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The following tables demonstrate the sensitivity to a reasonable possible change in the US dollar exchange rate in relation to Philippine peso, with all variables held constant, of the Group's income before tax as of December 31:

	Effect on income before tax
2022	
US dollar appreciates against Philippine peso by 5.0%	($6,127)
US dollar depreciates against Philippine peso by 5.0%	6,127
2021	
US dollar appreciates against Philippine peso by 5.0%	($3,904)
US dollar depreciates against Philippine peso by 5.0%	3,904

There is no other impact on the Group's equity other than those already affecting the consolidated statements of income.

Equity price risk
Equity price risk is the risk that the fair value of traded equity instruments decreases as the result of the changes in the levels of equity indices and the value of the individual stock.

As of December 31, 2022 and 2021, the Group's exposure to equity price risk is minimal.

Credit Risk
For its cash investments (including restricted portion and short-term cash deposits), financial assets at FVTPL and FVOCI, debt investments at amortized cost, derivative assets, and receivables, the Group's credit risk pertains to possible default by the counterparty, with a maximum exposure equal to the carrying amount of these financial assets. With respect to cash and financial assets at FVTPL or FVOCI, the risk is mitigated by the short-term and or liquid nature of its cash investments mainly in bank deposits and placements, which are placed with financial institutions and entities of high credit standing. With respect to receivables, credit risk is controlled by the application of credit approval, limit and monitoring procedures. It is the Group's policy to enter into transactions with a diversity of credit-worthy parties to mitigate any significant concentration of credit risk. The Group ensures that sales are made to customers with appropriate credit history and has internal mechanism to monitor the granting of credit and management of credit exposures.

Concentration risk
Credit risk concentration of the Group's receivables according to the customer category as of December 31, 2022 and 2021 is summarized in the following table:

	2022	2021
Power distribution:		
Industrial	**₱10,089,301**	₱4,934,502
Residential	**3,394,574**	2,566,449
Commercial	**1,059,520**	778,568
City street lighting	**27,372**	109,700

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	2022	2021
Power generation:		
Power supply contracts	**₱13,033,267**	₱11,930,242
Spot market	**2,745,316**	2,318,412
	₱30,349,350	₱22,637,873

The above receivables were provided with allowance for ECL amounting to ₱3.3 billion and ₱3.0 billion as of December 31, 2022 and 2021, respectively (see Note 5).

The following are the details of the Group's assessment of credit quality and related ECLs as at December 31, 2022 and 2021:

	2022				
	Stage 1 12-month ECL	**Stage 2 Lifetime ECL**	**Stage 3 Lifetime ECL**	**Lifetime ECL Simplified Approach**	**Total**
Gross carrying amount	**₱162,531,122**	**₱–**	**₱–**	**₱56,534,908**	**₱219,066,030**
Loss allowance	**–**	**–**	**–**	**4,791,957**	**4,791,957**
Carrying amount	**₱162,531,122**	**₱–**	**₱–**	**₱51,742,951**	**₱214,274,073**

	2021				
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	Lifetime ECL Simplified Approach	Total
Gross carrying amount	₱173,911,186	₱–	₱–	₱43,334,640	₱217,245,826
Loss allowance	–	–	–	4,430,583	4,430,583
Carrying amount	₱173,911,186	₱–	₱–	₱38,904,057	₱212,815,243

Trade and other receivables that are individually determined to be impaired at the balance sheet date relate to debtors that are in significant financial difficulties and have defaulted on payments and accounts under dispute and legal proceedings.

The Group evaluated its cash and cash equivalents, restricted cash and short-term cash deposits as high-quality financial assets since these are placed in financial institutions of high credit standing.

With respect to other receivables, debt investments at amortized cost, FVOCI and FVTPL investments and derivative asset, the Group evaluates the counterparty's external credit rating in establishing credit quality.

The aging analysis per class of financial assets that are past due but not impaired is as follows:

December 31, 2022

	Total	**Current**	**Less than 30 days**	**31 days to 60 days**	**Over 60 days**	**Impaired**
Cash and cash equivalents	**₱101,526,260**	**₱101,526,260**	**₱–**	**₱–**	**₱–**	**₱–**
Restricted cash	**6,023,425**	**6,023,425**	**–**	**–**	**–**	**–**
Short-term deposits	**20,915,669**	**20,915,669**	**–**	**–**	**–**	**–**
Trade and other receivables						
Trade receivables						
Power	**30,196,685**	**20,917,658**	**2,375,923**	**708,503**	**2,865,204**	**3,329,397**
Food manufacturing	**10,296,325**	**6,828,671**	**1,450,836**	**537,067**	**173,530**	**1,306,221**
Real estate	**11,299,170**	**6,406,706**	**126,221**	**191,650**	**4,418,254**	**156,339**
Holding and others	**4,742,730**	**4,581,081**	**1,226**	**–**	**160,423**	**–**

(Forward)

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	Total	Current	Less than 30 days	31 days to 60 days	Over 60 days	Impaired
Other receivables	**₱9,905,735**	**₱8,738,433**	**₱29,271**	**₱67,983**	**₱1,070,048**	**₱–**
Exchangeable notes	**15,526,400**	**15,526,400**	**–**	**–**	**–**	**–**
Debt investments at amortized cost	**42,861**	**42,861**	**–**	**–**	**–**	**–**
Financial assets at FVTPL:						
Quoted shares of stock	**870,912**	**870,912**	**–**	**–**	**–**	**–**
Unquoted shares of stock	**28,274**	**28,274**	**–**	**–**	**–**	**–**
Financial assets at FVOCI	**4,626,724**	**4,626,724**	**–**	**–**	**–**	**–**
Derivative asset	**3,064,862**	**3,064,862**	**–**	**–**	**–**	**–**
	₱219,066,030	**₱200,097,936**	**₱3,983,477**	**₱1,505,203**	**₱8,687,459**	**₱4,791,957**

December 31, 2021

	Total	Current	Less than 30 days	31 days to 60 days	Over 60 days	Impaired
Cash and cash equivalents	₱147,534,035	₱147,534,035	₱–	₱–	₱–	₱–
Restricted cash	4,073,381	4,073,381	–	–	–	–
Short-term deposits	6,986,505	6,986,505	–	–	–	–
Trade and other receivables						
Trade receivables						
Power	22,637,872	14,000,257	1,375,798	522,292	3,720,544	3,018,981
Food manufacturing	9,606,123	5,527,454	1,477,940	189,702	1,229,582	1,181,445
Real estate	9,672,636	9,355,869	72,551	88,520	–	155,696
Holding and others	1,418,009	1,418,009	–	–	–	–
Other receivables	9,483,014	9,391,198	724	464	16,167	74,461
Debt investments at amortized cost	31,690	31,690	–	–	–	–
Financial assets at FVTPL:						
Quoted shares of stock	997,467	997,467	–	–	–	–
Unquoted shares of stock	12,070	12,070	–	–	–	–
Financial assets at FVOCI	3,333,403	3,333,403	–	–	–	–
Derivative asset	1,459,621	1,459,621	–	–	–	–
	217,245,826	204,120,959	2,927,013	800,978	4,966,293	4,430,583

Trade and other receivables that are individually determined to be impaired at the balance sheet date relate to debtors that are in significant financial difficulties and have defaulted on payments and accounts under dispute and legal proceedings.

Liquidity Risk

Liquidity risk is the risk that an entity in the Group will be unable to meet its obligations as they become due. The Group manages liquidity risk by effectively managing its working capital, capital expenditure and cash flows, making use of a centralized treasury function to manage pooled business unit cash investments and borrowing requirements.

Currently, the Group is maintaining a positive cash position, conserving its cash resources through renewed focus on working capital improvement and capital reprioritization. The Group meets its financing requirements through a mixture of cash generated from its operations and short-term and long-term borrowings. Adequate banking facilities and reserve borrowing capacities are maintained.

The Group is in compliance with all of the financial covenants per its loan agreements, none of which is expected to present a material restriction on funding or its investment policy in the near future. The Group has sufficient undrawn borrowing facilities, which could be utilized to settle obligations.

In managing its long-term financial requirements, the policy of the Group is that not more than 25% of long-term borrowings should mature in any twelve-month period. As of December 31, 2022

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and 2021, the portion of the total long-term debt, inclusive of customers' deposits, that will mature in less than one year is 8.05% and 8.59%, respectively. For its short-term funding, the policy of the Group is to ensure that there are sufficient working capital inflows to match repayments of short-term debt.

Cash and cash equivalents and trade and other receivables, which are all short-term in nature, have balances of ₱101.5 billion and ₱61.3 billion as of December 31, 2022, respectively and of ₱147.5 billion and ₱48.0 billion as of December 31, 2021, respectively (see Notes 4 and 5). These financial assets will be used to fund short-term and operational liquidity needs of the Group.

The table below analyzes the financial liabilities of the Group into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity. The amounts disclosed in the table are the contractual undiscounted cash flows and include interest.

December 31, 2022

	Total carrying value	Contractual undiscounted payments				
		Total	On demand	Less than 1 year	1-5 years	> 5 years
Financial liabilities:						
Operating						
Trade and other payables*	**₱60,100,077**	**₱60,100,077**	**₱5,567,573**	**₱53,425,145**	**₱1,107,359**	**₱–**
Customers' deposits	**8,314,885**	**8,314,884**	**–**	**–**	**662,599**	**7,652,285**
Financing						
Bank loans	**45,367,586**	**45,592,939**	**–**	**45,592,939**	**–**	**–**
Long-term debts	**303,539,018**	**356,598,541**	**–**	**26,912,558**	**162,450,862**	**167,235,121**
Lease liabilities	**27,860,923**	**35,221,458**	**–**	**11,521,010**	**17,877,296**	**5,823,152**
Long-term obligation on PDS	**145,390**	**200,000**	**–**	**40,000**	**160,000**	**–**
Others						
Derivative liabilities	**661,401**	**818,784**	**–**	**157,600**	**661,184**	**–**
	₱445,989,280	**₱506,846,683**	**₱5,567,573**	**₱137,649,252**	**₱182,919,300**	**₱180,710,558**

**Excludes statutory liabilities*

December 31, 2021

	Total carrying value	Contractual undiscounted payments				
		Total	On demand	Less than 1 year	1-5 years	> 5 years
Financial liabilities:						
Operating						
Trade and other payables*	₱42,244,829	₱42,244,829	₱3,111,065	₱38,151,147	₱982,617	₱–
Customers' deposits	7,374,767	7,374,767	–	–	473,811	6,900,956
Financing						
Bank loans	35,415,424	35,489,783	–	35,489,783	–	–
Long-term debts	271,678,643	315,896,735	–	23,842,763	156,462,998	135,590,974
Lease liabilities	34,256,228	44,697,803	–	11,117,560	28,160,862	5,419,381
Long-term obligation on PDS	165,532	240,000	–	40,000	200,000	–
Others						
Derivative liabilities	1,354,712	1,354,712	–	1,180,048	174,664	—
	₱392,490,135	₱447,298,629	₱3,111,065	₱109,821,301	₱186,454,952	₱147,911,311

**Excludes statutory liabilities*

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Capital Management

Capital includes equity attributable to the equity holders of the parent. The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

Certain entities within the Group that are registered with the Board of Investments (BOI) are required to raise a minimum amount of capital in order to avail of their registration incentives. As of December 31, 2022 and 2021, these entities have complied with this requirement as applicable (see Note 39).

The Group monitors capital using a gearing ratio, which is net debt divided by equity plus net debt. The Group's policy is to keep the gearing ratio at 70% or below at the consolidated level. The Group determines net debt as the sum of interest-bearing short-term and long-term obligations (comprised of long-term debts and lease liabilities) less cash and short-term deposits (including restricted cash).

Gearing ratios of the Group as of December 31, 2022 and 2021 are as follows:

	2022	2021
Bank loans	**₱45,367,586**	₱35,415,424
Long-term obligations	**331,399,941**	305,934,871
Cash funds	**(128,465,354)**	(158,593,921)
Net debt (a)	**248,302,173**	182,756,374
Equity	**352,202,637**	327,766,758
Equity and net debt (b)	**₱600,504,810**	₱510,523,132
Gearing ratio (a/b)	**41.35%**	35.80%

Part of the Group's capital management is to ensure that it meets financial covenants attached to long-term borrowings. Breaches in meeting the financial covenants would permit the banks to immediately call loans and borrowings. The Group is in compliance with the financial covenants attached to its long-term debt as of December 31, 2022 and 2021 (see Note 19).

No changes were made in the objectives, policies or processes during the years ended December 31, 2022 and 2021.

Financial and Other Risk Relating to Livestock

The Group is exposed to financial risks arising from the change in cost and supply of feed ingredients and the selling price of hogs, all of which are determined by constantly changing market forces of supply and demand, and other factors. The other factors include environmental regulations, weather conditions and livestock diseases which the Group has little control. The mitigating factors are listed below:

- The Group is subject to risks relating to its ability to maintain animal health status considering that it has no control over neighboring livestock farms. Livestock health problems could

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adversely impact production and consumer confidence. However, the Group monitors the health of its livestock on a daily basis and proper procedures are put in place.

- The livestock industry is exposed to risk associated with the supply and price of raw materials, mainly grain prices. Grain prices fluctuate depending on the harvest results. The shortage in the supply of grain will result in adverse fluctuation in the price of grain and will ultimately increase production cost. The Group monitors the prices of grains regularly. The formulation of feeds at a least cost being done by the Group considers the appropriate nutrients the hogs need. It is the Group's policy not to enter into forward contracts until a firm commitment is in place.

37. **Financial Instruments**

Fair Value of Financial Instruments

Fair value is defined as the amount at which the financial instrument could be sold in a current transaction between knowledgeable willing parties in an arm's length transaction, other than in a forced liquidation or sale. Fair values are obtained from quoted market prices, discounted cash flow models and option pricing models, as appropriate.

A financial instrument is regarded as quoted in an active market if quoted prices are readily available from an exchange, dealer, broker, pricing services or regulatory agency and those prices represent actual and regularly occurring market transactions on an arm's length basis. For a financial instrument with an active market, the quoted market price is used as its fair value. On the other hand, if transactions are no longer regularly occurring even if prices might be available and the only observed transactions are forced transactions or distressed sales, then the market is considered inactive. For a financial instrument with no active market, its fair value is determined using a valuation technique (e.g. discounted cash flow approach) that incorporates all factors that market participants would consider in setting a price.

Set out below is a comparison by category of carrying amounts and fair values of the Group's financial instruments whose fair values are different from their carrying amounts.

	2022		2021	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
Financial asset:				
PSALM deferred adjustment	**₱54,503**	**₱54,224**	₱1,097,366	₱1,032,511
Financial liabilities				
Lease liabilities	**₱27,860,923**	**₱25,939,517**	₱34,256,228	₱32,394,835
Long-term debt - fixed rate	**275,843,740**	**237,738,956**	230,057,547	239,426,108
PSALM deferred adjustment	**54,503**	**54,224**	1,097,366	1,032,511
Long-term obligation on PDS	**145,390**	**143,225**	165,532	151,878
	₱303,904,556	**₱263,875,922**	₱265,576,673	₱273,005,332

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The following methods and assumptions are used to estimate the fair value of each class of financial instruments:

Cash and cash equivalents (including restricted cash), short-term cash deposits, trade and other receivables, short-term loans and trade and other payables
The carrying amounts of cash and cash equivalents, short-term cash deposits, trade and other receivables, short-term loans and trade and other payables approximate their fair values due to the relatively short-term maturity of these financial instruments.

Lease liabilities
The fair value of the lease liabilities was calculated by discounting future cash flows using discount rates of 9.11% for dollar payments and 4.06% to 9.75% for peso payments in 2022; and 9.11% for dollar payments and 2.86% to 9.75% for peso payments in 2021.

Fixed-rate borrowings
The fair value of fixed rate interest-bearing loans is based on the discounted value of future cash flows using the applicable rates for similar types of loans. Interest-bearing loans were discounted using credit-adjusted interest rates ranging from 1% to 8.47% in 2022 and 1% to 6.44% in 2021. The disclosed fair value is determined using Level 3 inputs.

Variable-rate borrowings
Where the repricing of the variable-rate interest-bearing instruments is frequent (i.e., three-month repricing), the carrying value approximates the fair value. Otherwise, the fair value is determined by discounting the principal plus the known interest payment using current market rates.

Long-term obligation on PDS and PSALM deferred adjustment
The fair values of the long-term obligations on PDS and PSALM deferred adjustment are calculated by discounting expected future cash flows at prevailing market rates. Discount rates used in discounting the obligation ranges from 1.66% to 4.63% in 2022 and 3.11% to 5.09% in 2021.

Customers' deposits
The fair value of bill deposits approximates their carrying values as these deposits earn interest at the prevailing market interest rate in accordance with regulatory guidelines. The timing and related amounts of future cash flows relating to transformers and lines and poles deposits cannot be reasonably and reliably estimated for purposes of establishing their fair values using an alternative valuation technique.

Financial assets at FVTPL and FVOCI
These securities are carried at fair value.

Exchangeable Note
The fair value of the Exchangeable Note, including the embedded derivative, was determined using a binomial model, using the current stock price of GMCAC, the expected volatility of GMCAC's stock price, the risk-free interest rate, and the credit spread.

Derivative asset and liabilities
The fair value of forward contracts is calculated by reference to prevailing interest rate differential and spot exchange rate as of valuation date, taking into account its remaining term to maturity. The

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fair value of the embedded prepayment options is determined using Binomial Option Pricing Model which allows for the specification of points in time until option expiry date. This valuation incorporates inputs such as interest rates and volatility. The fair value of the IRS and interest rate cap are determined by generally accepted valuation techniques with reference to observable market data such as interest rates.

The Group also entered into an IRS agreement to fully hedge its floating rate exposure on its foreign currency-denominated loan and par forward contracts to hedge the floating rate exposure on foreign currency-denominated payments.

The Group enters into deliverable and non-deliverable short-term forward contracts with counterparty banks to manage its foreign currency risks associated with foreign currency-denominated liabilities, purchases and highly probable forecasted purchases.

The Group also entered into commodity swap contracts to hedge the price volatility of its forecasted coal purchases.

IRS

In August 2012, LHC entered into an IRS agreement effective October 31, 2012 to fully hedge its floating rate exposure on its US dollar denominated loan. Under the IRS agreement, LHC, on a semi-annual basis, pays a fixed rate of 1.505% per annum and receives variable interest at 6-month LIBOR plus margin. The interest payments and receipts are based on the outstanding USD notional amount simultaneous with the interest payments on the hedged loan. Similar with the hedged loan, the IRS has amortizing notional amounts which cover a period up to final maturity. LHC designated the swap as a cash flow hedge.

As of December 31, 2022, the outstanding notional amount and derivative liability as a result of the swap amounted to US$0.2 million and ₱0.1 million respectively. As of December 31, 2021, the outstanding notional amount and derivative asset as a result of the swap amounted to US$5.7 million and ₱2.8 million, respectively.

On September 29, 2017, GMEC entered into an IRS agreement to hedge the variability in the interest cash flows on the entire amount of its LIBOR Loan (see Note 19), which bears interest based on six-month US LIBOR. Under the swap agreement, GMEC pays a fixed rate of 2.18% and receives six-month US LIBOR rate, semi-annually from March 29, 2018 until September 27, 2024. The IRS settlement dates coincide with the semi-annual interest payment dates of the NFA. GMEC designated the swap as a cash flow hedge.

As of December 31, 2022, the outstanding notional amount and derivative liability as a result of the swap amounted to US$236.5 million and ₱393.7 million, respectively. As of December 31, 2021, the outstanding notional amount and derivative asset as a result of the swap amounted to US$267.5 million and ₱252.3 million, respectively.

In August and September 2019, AEV International entered into IRS agreements (IRS 1 and 2) to fully hedge its floating rate exposure on its US Dollar-denominated loan. Under the IRS agreements, AEV International, on a quarterly basis, pays an annual fixed rate (IRS 1 = 1.464%; IRS 2 = 1.435%) and receives variable interest at 3-month LIBOR plus margin, subject to a floor of 0% on LIBOR. The interest payments and receipts are based on the outstanding USD notional amount simultaneous with the interest payments on the hedged loan. Similar with the hedged loan, the IRS has amortizing

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notional amounts which cover a period up to final maturity of the hedged loan. AEV International designated the swaps as cash flow hedges.

As of December 31, 2021, the outstanding notional amount and derivative liability as a result of the swaps amounted to US$114.0 million and ₱91.3 million, respectively.

In September 2019, AP entered into an IRS agreement effective September 30, 2019 to hedge US$150.0 million of its floating rate exposure on its loan (see Note 18). Under the agreement, AP, on a quarterly basis, pays a fixed rate of 1.4493% per annum and received variable interest at 3-month LIBOR, subject to a floor of 0%. The interest payments and receipts are based on the outstanding USD notional amount simultaneous with the interest payments on the hedged loan. Similar with the hedged loan, the IRS has amortizing notional amounts which cover a period up to April 30, 2024. AP designated the swap as a cash flow hedge.

As of December 31, 2022, the outstanding notional amount and fair value of the swap amounted to ₱2.8 billion and ₱34.0 million, respectively. As of December 31, 2021, the outstanding notional amount and fair value of the swap amounted to ₱9.6 billion and ₱389.4 million, respectively.

Foreign currency forward contracts
In 2020, AP entered into foreign currency forward contracts, namely Principal-only Swap (POS) and Call Spread (CS), with counterparty banks to manage foreign currency risks associated with its US dollar denominated liabilities and purchases. The notional amount of the forward contract is $25.0 million (₱1.2 billion) and $10.0 million (₱480.8 million) for POS and CS, respectively. In 2021, AP entered into additional POS contract with a notional amount of $10.0 million (₱485.8 million). AP designated these forward contracts as cash flow hedges.

TLI entered into forward contracts to hedge the foreign currency risk arising from forecasted US dollar denominated coal purchases. These forecasted transactions are highly probable, and they comprise about 20% of the TLI's total expected coal purchases. The forward contracts were designated as cash flow hedges.

On January 1, 2020, TLI re-designated its foreign currency forwards with notional amount of $22.5 million and average forward rate of ₱48.00 as cash flow hedges of the monthly fees due to PSALM under its IPP Administration Agreement, the settlement of which is in USD. The cash flow hedges of PSALM fees were all matured as of December 31, 2020.

As of December 31, 2022 and 2021, the aggregate notional amount of the forward contracts is ₱15.4 billion and ₱5.3 billion, respectively.

Commodity swap contracts
In 2018, TLI entered into commodity swap contracts to hedge the price volatility of forecasted coal purchases. The commodity swaps do not result in physical delivery of coal, but are designated as cash flow hedges to offset the effect of price changes in coal. TLI hedges approximately 30% of its expected coal purchases considered to be highly probable. There is an economic relationship between the hedged items and the hedging instruments as the terms of the foreign currency forward and commodity swap contracts match the terms of the expected highly probable forecasted transactions.

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There is an economic relationship between the hedged items and the hedging instruments as the terms of the foreign currency forward, IRS and commodity swap contracts match the terms of the expected highly probable foreign currency denominated forecasted purchases and floating rate loans. The Group has established a hedge ration of 1:1 for the hedging relationships as the underlying risk of the foreign currency forward, IRS and commodity swap contracts are identical to the hedged risk components. To test the hedge effectiveness, the Group uses the hypothetical derivative technique and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks.

The hedge ineffectiveness can arise from:

- Different reference prices linked to the hedged risk of the hedged items and hedging instruments
- Differences in the timing of the cash flows of the hedged items and the hedging instruments
- The counterparties' credit risk differently impacting the fair value movements of the hedging instruments and hedged items
- Changes to the forecasted amount of cash flows of hedged items and hedging instruments
- Non-zero fair value hedging instruments

The Company is holding the following hedging instruments designated as cash flow hedges:

December 31, 2022

	Maturity					
	Less than 3 months	3 to 6 months	6 to 12 months	1 to 2 years	More than 2 years	Total
IRS - Derivative Liabilities						
Notional amount (in PHP)	526,885	–	468,342	1,990,454	9,203,757	12,189,438
Average fixed interest rate (%)	–	–	–	–	–	
Foreign Currency Forward Contracts - Derivative Assets						
Notional amount (in PHP)	615,925	645,612	1,104,329	3,768,288	–	6,134,154
Average forward rate (in PHP)	52	52	53	55	–	
Commodity swaps - Derivative Asset						
Notional amount (in metric tonnes)	90,000	39,000	36,000	1,000	–	166,000
Notional amount (in PHP)	538,391	212,314	212,069	7,151	–	969,925
Average hedged rate (in PHP per metric tonne)	5,982	5,444	5,891	7,151	–	
NDF - Derivative Liability						
Notional amount (in PHP)	–	–	1,638,081	4,443,674	–	6,081,755
Average forward rate (in PHP)	–	–	61	61	–	
Commodity swaps - Derivative Liability						
Notional amount (in metric tonnes)	5,000	9,000	18,000	–	–	32,000
Notional amount (in PHP)	96,456	165,676	318,648	–	–	580,780
Average hedged rate (in PHP per metric tonne)	19,291	18,408	17,703	–	–	

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December 31, 2021

	Maturity					
	Less than 3 months	3 to 6 months	6 to 12 months	1 to 2 years	More than 2 years	Total
IRS - Derivative Assets						
Notional amount (in PHP)	428,392	–	481,941	1,820,664	9,328,992	12,059,989
Average fixed interest rate (%)	–	–	–	–	2.18%	
IRS - Derivative Liability						
Notional amount (in PHP)	–	(7,650)	–	(5,813,886)	(2,805)	(5,824,341)
Average fixed interest rate (%)	–%	1.51%	–%	–%	1.45%-1.51%	
Foreign Currency Forward Contracts - Derivative Assets						
Notional amount (in PHP)	1,745,437	2,844,785	4,972,328	3,960,874	3,257,050	16,780,474
Average forward rate (in PHP)	50	51	51	52	55	
Foreign Currency Forward Contracts - Derivative Liability						
Notional amount (in PHP)	283,276	252,063	377,561	–	504,326	1,417,226
Average forward rate (in PHP)	54	55	54	–	56	
Commodity swaps - Derivative Asset						
Notional amount (in metric tonnes)	273,000	191,000	304,000	105,000	–	873,000
Notional amount (in PHP)	1,410,758	946,281	1,353,512	476,921	–	4,187,472
Average hedged rate (in PHP per metric tonne)	5,168	4,954	4,452	4,542	–	
Commodity swaps - Derivative Liability						
Notional amount (in metric tonnes)	76,000	103,000	164,000	59,000	–	402,000
Notional amount (in PHP)	617,606	753,062	1,105,646	390,880	–	2,867,194
Average hedged rate (in PHP per metric tonne)	8,126	7,311	6,742	6,625	–	

Non-deliverable forward contracts

In 2022, AP entered into non-deliverable forward (NDF) contracts with counterparty banks to manage foreign currency risks associated with ARI's US Dollar commitments for the completion of its renewable projects. The notional amount of these contracts amounted to $109.1 million (₱6.69 billion). AP designated these NDF contracts as a cash flow hedge.

As of December 31, 2022, the outstanding notional amount and fair value of the NDF contracts amounted to ₱6.08 billion and ₱447.3 million, respectively.

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The impact of the hedged items and hedging instruments in the consolidated balance sheets and consolidated statements of income and comprehensive income is as follows:

	December 31, 2022			
	Carrying amount	**Change in fair value used for measuring ineffectiveness**	**Total hedging gain (loss) recognized in OCI**	**Ineffectiveness recognized in other comprehensive income (charges)**
IRS				
Derivative asset	**₱542,024**	**₱972,380**	**₱972,380**	**₱–**
Derivative liability	**–**	**–**	**–**	**–**
Forward exchange currency forwards				
Derivative asset	**309,786**	**309,786**	**309,786**	**–**
Derivative liability	**–**	**–**	**–**	**–**
Commodity swaps				
Derivative asset	**2,060,259**	**2,060,259**	**2,060,259**	**–**
Derivative liability	**(42,336)**	**(36,865)**	**(36,865)**	**(5,471)**
Non-deliverable forwards				
Derivative asset	**–**	**–**	**–**	**–**
Derivative liability	**(447,264)**	**(447,264)**	**(447,264)**	**–**

	As at December 31, 2021			
	Carrying amount	Change in fair value used for measuring ineffectiveness	Total hedging gain (loss) recognized in OCI	Ineffectiveness recognized in other comprehensive income (charges)
IRS				
Derivative asset	₱–	₱–	₱–	₱–
Derivative liability	(518,962)	(582,789)	(585,741)	–
Forward exchange currency forwards				
Derivative asset	263,254	263,255	263,254	–
Derivative liability	(42,124)	(42,124)	(42,124)	–
Principal only swap foreign currency				
Derivative asset	64,789	64,789	64,789	–
Derivative liability	–	–	–	–
Call spread currency foreign currency				
Derivative asset	44,887	44,887	44,887	–
Derivative liability	–	–	–	–
Commodity swaps				
Derivative asset	1,460,544	1,460,315	1,460,315	229
Derivative liability	(297,771)	(250,930)	(250,930)	(46,841)

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The movements in fair value changes of all derivative instruments for the years ended December 31, 2022 and 2021 are as follows:

	2022	2021
At beginning of year	**₱104,909**	(₱1,983,877)
Net changes in fair value of derivatives designated as cash flow hedges	**1,729,380**	2,526,217
Net changes in fair value of derivatives not designated as accounting hedges	**(52,377)**	(851,375)
Fair value of settled instruments	**621,549**	413,944
At end of year	**₱2,403,461**	₱104,909

The net losses from the net fair value changes of derivatives not designated as accounting hedges are included under "Other income (expense) - net". In 2021, this pertains to a foreign currency forward not designated as an accounting hedge to economically hedge the Group's exposure on foreign currency fluctuation.

The changes in the fair value of derivatives designated as accounting hedges were deferred in equity under "Cash flow hedge reserve".

The net movement of changes to cash flow hedge reserve is as follows:

	2022	2021
Balance at beginning of year (net of tax)	**₱785,004**	(₱1,720,254)
Changes in fair value recorded in equity	**614,151**	4,595,170
	1,399,155	2,874,916
Changes in fair value transferred to profit or loss	**526,398**	(2,435,888)
Balance at end of year before deferred tax effect	**1,925,553**	439,028
Deferred tax effect	**210,094**	345,976
Balance at end of year (net of tax)	**₱2,135,647**	₱785,004

The Group has not bifurcated any embedded derivatives as of December 31, 2022 and 2021.

The Group held the following financial instruments that are measured and carried or disclosed at fair value:

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December 31, 2022

	Total	Level 1	Level 2	Level 3
Carried at fair value:				
Investments in financial assets:				
At FVTPL	**₱899,186**	**₱899,186**	**₱–**	**₱–**
At FVOCI	**4,626,724**	**4,626,724**	**–**	**–**
Exchangeable notes	**15,526,400**	**15,526,400**	**–**	**–**
Derivative asset	**3,064,862**	**–**	**3,064,862**	**–**
Derivative liability	**661,401**	**–**	**661,401**	**–**
Disclosed at fair value:				
Lease liabilities	**25,939,517**	**–**	**–**	**25,939,517**
Long-term debt - fixed rate	**237,738,956**	**–**	**–**	**237,738,956**
PSALM deferred adjustment	**54,224**	**–**	**–**	**54,224**
Long-term obligation on PDS	**143,225**	**–**	**–**	**143,225**

December 31, 2021

	Total	Level 1	Level 2	Level 3
Carried at fair value:				
Investments in financial assets:				
At FVTPL	₱1,009,537	₱1,009,537	₱–	₱–
At FVOCI	3,333,403	3,333,403	–	–
Derivative asset	1,459,621	–	1,459,621	–
Derivative liability	1,354,712	–	1,354,712	–
Disclosed at fair value:				
Lease liabilities	32,394,835	–	–	32,394,835
Long-term debt - fixed rate	239,426,108	–	–	239,426,108
PSALM deferred adjustment	1,032,511	–	–	1,032,511
Long-term obligation on PDS	151,878	–	–	151,878

During the years ended December 31, 2022 and 2021, there were no transfers between level 1 and level 2 fair value measurements and transfers into and out of level 3 fair value measurement.

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38. Notes to Consolidated Statements of Cash Flows

The following are the cash flow movements of the Group's financing liabilities in 2022 and 2021:

			Non-cash Changes					
	January 1, 2022	Net cash flows	Amortized deferred financing costs	Foreign exchange movement	Changes in fair values	Accreted interest	Others	December 31, 2022
Current interest-bearing loans and borrowings, excluding lease liabilities	**₱54,064,202**	**(₱8,903,580)**	**₱9,607**	**₱—**	**₱—**	**₱—**	**₱18,124,020**	**₱63,294,249**
Current lease liabilities	**8,291,721**	**(10,232,070)**	**—**	**22,951**	**—**	**26,666**	**11,310,865**	**9,420,133**
Non-current interest-bearing loans and borrowings, excluding lease liabilities	**253,069,865**	**44,805,509**	**470,804**	**5,243,787**	**—**	**—**	**(17,977,610)**	**285,612,355**
Non-current lease liabilities	**25,964,507**	**—**	**—**	**(277,987)**	**—**	**2,391,904**	**(9,637,634)**	**18,440,790**
Derivatives	**1,354,712**	**—**	**—**	**—**	**(693,311)**	**—**	**—**	**661,401**
Total liabilities from financing activities	**₱342,745,007**	**₱25,669,859**	**₱480,411**	**₱4,988,751**	**(₱693,311)**	**₱2,418,570**	**₱1,819,641**	**₱377,428,928**

			Non-cash Changes					
	January 1, 2021	Net cash flows	Amortized deferred financing costs	Foreign exchange movement	Changes in fair values	Accreted interest	Others	December 31, 2021
Current interest-bearing loans and borrowings, excluding lease liabilities	₱46,788,357	(₱43,066,539)	(₱1,201)	₱—	₱—	₱—	₱50,343,585	₱54,064,202
Current lease liabilities	7,283,183	(9,611,197)	—	—	—	23,621	10,596,114	8,291,721
Non-current interest-bearing loans and borrowings, excluding lease liabilities	243,767,042	54,556,816	583,710	3,041,362	—	—	(48,879,065)	253,069,865
Non-current lease liabilities	32,485,663	—	—	1,007,764	—	2,758,955	(10,287,875)	25,964,507
Derivatives	1,983,877	—	—	5,328	(525,400)	—	(109,093)	1,354,712
Total liabilities from financing activities	₱332,308,122	₱1,879,080	₱582,509	₱4,054,454	(₱525,400)	₱2,782,576	₱1,663,666	₱342,745,007

39. Registrations with the Board of Investments (BOI)

a. Power Segment

Certain power generation companies in the Group have been registered with the BOI. Accordingly, they are entitled to, among others, ITH incentives covering four (4) to seven (7) years. The ITH shall be limited only to sales/revenue generated from sales of electricity of the power plant and revenues generated from the sales of carbon emission reduction credits. To be able to avail of the incentives, the companies are required to maintain a minimum equity level. As of December 31, 2022 and 2021 these companies have complied with the requirements.

b. Food Manufacturing Segment

PFC

On October 9, 2015, the BOI approved the registration of PFC's feedmill plant expansion as "Expanding Producer of Animal Feeds" (2015-210) on a nonpioneer status under the Omnibus Investment Code of 1987. Among others, said registration entitles PFC to three-year ITH from

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January 2016 or actual start of commercial operations, whichever is earlier, and importation of capital equipment at zero duty for a period of five years.

On January 22, 2020, the BOI approved the registration of the PFC's feedmill plant expansion as "New Producer of Animal Feeds" (2020-016) on a nonpioneer status under the Omnibus Investment Code of 1987. Among others, said registration entitles PFC to four-year ITH from January 2021 or actual start of commercial operations, whichever is earlier, and importation of capital equipment at zero duty for a period of five years.

PFC's ITH incentive is ₱32.0 million and ₱16.5 million on December 31, 2022 and 2021, respectively. As of December 31, 2022, PFC has complied with the terms and conditions indicated in the above BOI registrations.

PANC
PANC has been registered with the BOI and granted the following incentives:

- ITH for a period of three to five years;

Type of Registration	BOI Approval Date	Start of ITH Period	ITH Period
Expanding Producer of Animal Feeds	June 24, 2016	July 2016[1]	3 years
New Producer of Table Eggs and By- Products	April 7, 2015	October 2015[1]	4 years
New Producer of Hogs and Pork Meat *	July 16, 2017	July 2017[1]	3 years
New Operator of Slaughterhouse Integrated with Fabrication and Cold Storage/Blast Freezing Facility	October 8,2020	January 2025[1]	5 years

[1] Or actual start of commercial operations, whichever is earlier, but not earlier than registration date,
** ITH period for taxable year 2020 was deferred and can be availed for the period January 1, 2021 to June 30, 2022*

- Importation of capital equipment at zero duty for a period of five years from date of registration;
- Other tax and duty exemptions on purchase of certain inventories.

PANC's ITH incentive is ₱75.1 million and ₱115.5 million in 2022 and 2021, respectively. There is no income tax incentive availed in 2020 and 2019 since PANC has incurred losses and did not exceed the base figure in the registered project's operation. As of December 31, 2022, PANC has complied with the terms and conditions indicated in the above BOI registrations.

c. Infrastructure Segment

On January 24, 2018, the BOI approved Apo Agua's application for registration as new operator of Bulk Water Supply (Davao City Bulk Water Project) under the 2017 IPP on a non-pioneer status under Omnibus Investments Code of 1987. The BOI issued the Certificate of Registration on April 12, 2018 which entitles Apo Agua to an ITH of four years from February 2022 or actual start of commercial operations, whichever is earlier but availment shall in no case be earlier than the date of registration.

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40. **Fuel Supply and Other Agreements**

a. Steam Supply Agreement

On May 26, 2013, APRI's steam supply contract with Chevron Geothermal Philippines Holdings, Inc. (CGPHI) shifted to a Geothermal Resource Sales Contract (GRSC). The change is due to an existing provision under the government's existing contract with CGPHI when the Tiwi-Makban facilities were bidded out under the former's privatization program. Under the GRSC, the effective steam price of APRI payable to CGPHI will be at a premium to coal.

To ensure that APRI will continue to remain competitive in the market, a two-month interim agreement supplementing the GRSC was implemented on August 4, 2013 and extended until August 25, 2018. On August 24, 2018, a new contract was signed by the Company and Philippine Geothermal Production Company, Inc. which aims to ensure long-term operations of both parties. The Geothermal Resources Supply and Services Agreement took effect August 26, 2018 and shall continue in effect until October 22, 2034, unless earlier terminated or extended by mutual agreement of the Parties.

Total steam supply cost incurred by APRI, reported as part of "Cost of generated power" amounted to ₱7.5 billion in 2022, ₱5.0 billion in 2021 and ₱3.0 billion in 2020.

b. Coal Supply Agreements (CSA)

TLI enters into coal supply agreements. Outstanding coal supply agreements as of December 31, 2022 and 2021 have aggregate supply quantity of 2,748,000 MT and 3,763,104 MT, respectively. In 2022 and 2021, the equivalent dollar value is estimated to be at $419.2 million and $641.5 million which are due for delivery from January 2023 to December 2025 and January 2022 to July 2023, respectively. Terms of payment are by letter of credit where payment is due at sight against presentation of documents, and by telegraphic transfer where payment is due within 7 days from receipt of original invoice.

GMEC has a current CSA with Avra Commodities Pte. Ltd. (Avra) and PT Arutmin Indonesia (Arutmin) dated December 20, 2019 and December 23, 2019, respectively, for coal deliveries commencing on January 1, 2020. Avra shall annually deliver between minimum of 500,000 MT to a maximum of 1,200,000 MT of coal until the CSA expires on December 31, 2024, while Arutmin shall annually deliver 1,650,000 MT with an option for an additional 160,000 MT at GMEC's option until the CSA expires on December 31, 2029. In addition, GMEC entered into a CSA with PT Bayan Resources TBK (Bayan) on April 8, 2020. Bayan shall annually deliver between a minimum of 500,000 MT to a maximum of 1,000,000 MT of coal until the CSA expires on April 30, 2030.

c. Fuel Supply Agreements

TMI has a Heavy Fuel Oil (HFO) Supply Agreement with Pilipinas Shell Petroleum Corporation (PSPC) dated September 1, 2014. The said agreement provides for the supply and delivery of HFO by PSPC to TMI, subject to terms and conditions of the agreement. The actual quantities may vary from month to month and are contingent to the actual generation of the TMI's power plant. The actual aggregate HFO delivered to the TMI from PSPC as of December 31, 2022 and

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2021 is 579.5 million liters and 572.7 million liters, respectively. Moreover, on December 1, 2016, TMI entered into a Lube Oil Supply Agreement with PSPC for the supply and delivery of lube oil products with an agreed aggregate volume of 3.8 million liters. The actual aggregate of lube oil products delivered to TMI from PSPC as of December 31, 2022 and 2021 is 1,605,163 liters and 1,502,796 liters, respectively.

EAUC has a Lube Oil Supply Agreement (LOSA) with PSPC dated December 1, 2016. The LOSA provides for PSPC to supply and deliver an agreed aggregate volume of 220,000 liters. The actual aggregate lube oil delivered to the Company from PSPC as of December 31, 2022 and 2021 are 403,432 liters and 318,167 liters, respectively. Total consumption of lube oil amounted to 11.9 million and 5.5 million in 2022 and 2021, respectively. On March 20, 2018, EAUC entered into an HFO Supply Agreement with Phoenix Petroleum Philippines Inc. (PPPI) for the supply and delivery of HFO on a consignment basis with an agreed aggregate volume of 38.2 million liters. The actual quantities may vary from month to month and are contingent on the actual generation of the EAUC's power plant. As of December 31, 2022 and 2021, the actual HFO consumed from the supply agreement is 55.6 million liters and 39.2 million liters, respectively. Total consumption of HFO acquired from PPPI amounted to ₱722.6 million and ₱361.7 million in 2022 and 2021 respectively.

d. Pagbilao IPP Administration Agreement

TLI and PSALM executed the IPP Administration Agreement wherein PSALM appointed TLI to manage the 700MW contracted capacity (the "Capacity") of NPC in the coal-fired power plant in Pagbilao, Quezon.

The IPP Administration Agreement includes the following obligations TLI would have to perform until the transfer date of the power plant (or the earlier termination of the IPP Administration Agreement):

a. Supply and deliver all fuel for the power plant in accordance with the specifications of the original Energy Conservation Agreement (ECA); and
b. Pay to PSALM the monthly payments (based on the bid) and energy fees (equivalent to the amount paid by NPC to the IPP).

TLI has the following rights, among others, under the IPP Administration Agreement:

a. The right to receive, manage and control the Capacity of the power plant for its own account and at its own cost and risk;
b. The right to trade, sell or otherwise deal with the Capacity (whether pursuant to the spot market, bilateral contracts with third parties or otherwise) and contract for or offer related ancillary services, in all cases for its own account and its own risk and cost. Such rights shall carry the rights to receive revenues arising from such activities without obligation to account therefore to PSALM or any third party;
c. The right to receive the transfer of the power plant at the end of the IPP Administration Agreement (which is technically the end of the ECA) for no consideration; and
d. The right to receive an assignment of NPC's interest to existing short-term bilateral Power Supply Contract from the effective date of the IPP Administration Agreement the last of which were scheduled to end in November 2011.

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e. Joint Venture Agreement

On March 17, 2015, Apo Agua entered into a Joint Venture Agreement (JVA) with the Davao City Water District (DCWD) in accordance with the Guidelines and Procedures for Entering into JVAs between Government and Private Entities issued by the National Economic Development Authority. Based on the JVA, Apo Agua shall undertake the development and operations of a treated bulk water supply facility while the DCWD shall assign a water permit to Apo Agua to enable it to operate the treated bulk water supply facility that shall generate revenues, primarily from the supply of treated bulk water to the DCWD. The principal place of business of the joint venture shall be in Davao City.

Pursuant to the JVA, Apo Agua entered into a Bulk Water Purchase Agreement (BWPA) with the DCWD for the supply and delivery of treated bulk water to the latter.

Under the BWPA, Apo Agua shall supply and deliver to the DCWD an agreed volume of Treated Bulk Water sourced from the Tamuga River, for a delivery period of thirty (30) years beginning on the first day of the operations of the Facility. Under the BWPA, the Apo Agua shall be entitled to a fixed rate per cubic meter of water delivered, subject to an annual rate adjustment that is based on the Annual Inflation Rate as determined by the National Statistical Coordination Board. The ownership, commissioning, operation, and management of the Facility required for the delivery of the Treated Bulk Water to the DCWD shall be vested in Apo Agua. Although the legal title to these assets shall remain with Apo Agua at the end of the concession period, the concession period is for the entire estimated useful life of the assets.

41. **Contingencies**

The Group is a party to certain proceedings and legal cases with other parties in the normal course of business. The ultimate outcome of these proceedings and legal cases cannot be presently determined. Management, in consultation with its legal counsels, believes that it has substantial legal and factual bases for its positions and is currently of the opinion that the likely outcome of these proceedings and legal cases will not have a material adverse effect on the Group's financial position and operating results. It is possible, however, that the future results of operations could be materially affected by changes in estimates or in the effectiveness of the strategies relating to these proceedings and legal cases.

42. **Other Matters**

a. Renewable Energy Act of 2008

On January 30, 2009, R.A. No. 9513, *An Act Promoting the Development, Utilization and Commercialization of Renewable Energy Resources and for Other Purposes*, which shall be known as the "Renewable Energy Act of 2008" (the Act), became effective. The Act aims to (a) accelerate the exploration and development of renewable energy resources such as, but not limited to, biomass, solar, wind, hydro, geothermal and ocean energy sources, including hybrid systems, to achieve energy self-reliance, through the adoption of sustainable energy development strategies to reduce the country's dependence on fossil fuels and thereby

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minimize the country's exposure to price fluctuations in the international markets, the effects of which spiral down to almost all sectors of the economy; (b) increase the utilization of renewable energy by institutionalizing the development of national and local capabilities in the use of renewable energy systems, and promoting its efficient and cost-effective commercial application by providing fiscal and non-fiscal incentives; (c) encourage the development and utilization of renewable energy resources as tools to effectively prevent or reduce harmful emissions and thereby balance the goals of economic growth and development with the protection of health and environment; and (d) establish the necessary infrastructure and mechanism to carry out mandates specified in the Act and other laws.

As provided for in the Act, renewable energy (RE) developers of RE facilities, including hybrid systems, in proportion to and to the extent of the RE component, for both power and non-power applications, as duly certified by the DOE, in consultation with the BOI, shall be entitled to incentives, such as, ITH, duty-free importation of RE machinery, equipment and materials, zero percent VAT rate on sale of power from RE sources, and tax exemption of carbon credits, among others.

b. EPIRA of 2001

RA No. 9136 was signed into law on June 8, 2001 and took effect on June 26, 2001. The law provides for the privatization of NPC and the restructuring of the electric power industry. The Implementing Rules and Regulations (IRR) were approved by the Joint Congressional Power Commission on February 27, 2002.

R.A. No. 9136 and the IRR impact the industry as a whole. The law also empowers the ERC to enforce rules to encourage competition and penalize anti-competitive behavior.

R.A. No. 9136, the EPIRA, and the covering IRR provides for significant changes in the power sector, which include among others:

i. The unbundling of the generation, transmission, distribution and supply and other disposable assets of a company, including its contracts with IPPs and electricity rates;
ii. Creation of a WESM; and
iii. Open and non-discriminatory access to transmission and distribution systems.

The law also requires public listing of not less than 15% of common shares of generation and distribution companies within 5 years from the effectivity date of the EPIRA. It provides cross ownership restrictions between transmission and generation companies and a cap of 50% of its demand that a distribution utility is allowed to source from an associated company engaged in generation except for contracts entered into prior to the effectivity of the EPIRA.

There are also certain sections of the EPIRA, specifically relating to generation companies, which provide for a cap on the concentration of ownership to only 30% of the installed capacity of the grid and/or 25% of the national installed generating capacity.

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c. Temporary Restraining Order (TRO) affecting Power Generation Companies trading in WESM

On December 19, 2013, Bayan Muna representatives filed a Petition for Certiorari against the ERC and the Manila Electric Company (MERALCO) with the Supreme Court (SC). On December 20, 2013, National Association of Electricity Consumers for Reforms filed a Petition for Certiorari and/or Prohibition against MERALCO, ERC and DOE. These cases raised and questioned, among others, the alleged substantial increase in MERALCO's power rates for the billing period of November 2013, the legality of Sections 6, 29 and 45 of the EPIRA, the failure of ERC to protect consumers from the high energy prices and the perceived market collusion of the generation companies.

These cases were consolidated by the SC which issued a TRO for a period of 60 days from December 23, 2013 to February 21, 2014, preventing MERALCO from collecting the increase in power rates for the billing period of November 2013. The TRO was subsequently extended for another 60 days ending April 22, 2014 by the SC. Thereafter, the TRO was extended indefinitely.

MERALCO, in turn, filed a counter-petition impleading generation companies supplying power to the WESM. The SC also ordered all the parties in the consolidated cases to file their respective pleadings in response to MERALCO's counter-petition. The Supreme Court set the consolidated cases for oral arguments last January 21, February 4 and 11, 2014. After hearing, all parties were ordered to file their comments and/or memorandum. The case is now submitted for resolution.

As a result of the TRO, Meralco has not been able to fully bill its consumers for the generation costs for the supply month of November 2013; and in turn, it has not been able to fully pay its suppliers of generation costs. In a Decision dated August 3, 2021, the Supreme Court declared that the ERC's action of allowing MERALCO to stagger its collection of pass-through generation costs for the November 2013 billing month in view of the high increase in generation costs was valid, but declared as null and void the Order of the ERC setting aside the Luzon WESM prices and imposing regulated prices for the November 2013 billing period. The Supreme Court denied with finality the motions for reconsideration filed by NASECORE, ERC, and Bayan Muna, in a Resolution dated October 11, 2022.

d. Imposition of financial penalties on Therma Mobile by the Philippine Electricity Market Corporation (PEMC)

This case involves an investigation of Therma Mobile in the dispatch of its power barges during the November and December 2013 supply period. As a result of the Meralco price hike case brought before the SC, the SC ordered the ERC to investigate anti-competitive behavior and abuse of market power allegedly committed by some WESM participants.

PEMC conducted the investigation under the "Must-Offer" rules of the WESM Rules.

PEMC initially found that Therma Mobile violated the "Must-Offer Rule" during the period under investigation. In its letter dated January 30, 2015, the PEM Board imposed financial penalties amounting to ₱234.9 million on Therma Mobile. According to the PEM Board, the penalties will be collected from Therma Mobile through the WESM settlement process.

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Therma Mobile maintains that there is no basis for the PEMC decision. It did not violate the Must-Offer Rule, for the period ended, as it was physically impossible for Therma Mobile to transmit more than 100MW to Meralco. Although Therma Mobile's rated capacity is 234 MW (Net), it could only safely, reliably and consistently deliver 100MW during the November and December 2013 supply period because of transmission constraints. Therma Mobile's engines and transmission lines were still undergoing major repairs to address issues on post rehabilitation.

On February 13, 2015, Therma Mobile filed a notice of dispute with the PEMC to refer the matter to dispute resolution under the WEM Rules and the WESM Dispute Resolution Market Manual.

Therma Mobile also filed a Petition for the Issuance of Interim Measures of Protection with the Regional Trial Court (RTC) of Pasig to hold off enforcement of the payment of the penalties during the pendency of the Therma Mobile and PEMC dispute resolution proceedings. Last February 24, 2015, the RTC issued in favor of Therma Mobile an ex parte 20-day Temporary Order of Protection directing PEMC to refrain from (a) demanding and collecting from Therma Mobile the ₱234.9 million financial penalty; (b) charging and accruing interest on the financial penalty; and (c) transmitting the PEMC-ECO investigation report to the ERC.

On April 1, 2015, the RTC granted the prayer for the issuance of Writ of Preliminary Injunction, which ruling was assailed by the PEMC and elevated to the Court of Appeals (CA) via Petition for Review. On December 15, 2015, the CA issued a Decision confirming the RTC's findings. PEMC filed a Motion for Reconsideration, and in compliance with Resolution of the CA, has filed a comment on the said motion.

On June 6, 2016, PEMC filed a petition before the SC questioning the CA's Decision. TMO also filed its Comment on the Petition on November 14, 2016. On June 1, 2017, TMO received the SC Notice dated March 29, 2017. In the Resolution, the SC noted TMO's Comment and PEMC's Reply. As of December 31, 2022, the petition is still pending resolution with the SC.

e. Therma Marine Cases

In 2013, ERC issued Final Approval of various ESAs of Therma Marine with some modifications on ERC's provisionally approved rates which directed both parties to devise a scheme for the refund of the difference between the final and the provisionally approved rates.

On November 25, 2013, ERC issued its order for Therma Marine to refund the amount of ₱180.0 million to its customers for a period of 6 months with equal installments per month. On August 27, 2014, ERC issued an order directing NGCP to refund its customers the amount of ₱12.7 million and the corresponding VAT for a period of twelve months. As such, Therma Marine will refund the said amount to NGCP and the latter will refund the same to its customers.

In 2015, ERC issued Provisional Approvals (PA) on ESA contracts extensions with capacity fees lower than the previously approved rates. Therma Marine filed MRs on these PAs. During the last quarter of 2015, ERC issued Final Approvals on some of these ESA's sustaining the decision in the PA's, thus Therma Marine filed MRs on the final decisions. As of December 31, 2022, there has been no resolution on the MRs on the Final Approvals.

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f. ERC Case No. 2013-077 MC

On August 29, 2013, MERALCO filed a petition for dispute resolution against TLI/APRI, among other Successor Generating Companies ("SGCs") under ERC Case No. 2013-077 MC. The case arose from a claim of refund of the alleged over charging of transmission line losses pursuant to the ERC Order dated March 4, 2013 and July 1, 2013 in ERC Case No. 2008-083 MC.

On September 20, 2013, TLI, together with the other SGCs, filed a Joint Motion to Dismiss arguing that MERALCO's petition should be dismissed for failure to state a cause of action and ERC's lack of jurisdiction over the subject matter of the case. The SGCs and Meralco have filed their respective comments, reply, rejoinder and sur-rejoinder after the filing of the Joint Motion to Dismiss. The Joint Motion to Dismiss has since then been submitted for resolution with the ERC. As of December 31, 2022, the ERC has yet to render its decision on the Joint Motion to Dismiss.

g. DLP Case

On December 7, 1990, certain customers of DLP filed before the then Energy Regulatory Board (ERB) a letter-petition for recovery claiming that with the SC's decision reducing the sound appraisal value of DLP's properties, DLP exceeded the 12% Return on Rate Base (RORB). The ERB's order dated June 4, 1998, limited the computation coverage of the refund from January 19, 1984 to December 14, 1984. No amount was indicated in the ERB order as this has yet to be recomputed.

The CA, in Court of Appeals General Register Special Proceeding (CA-GR SP) No. 50771, promulgated a decision dated February 23, 2001 which reversed the order of the then ERB, and expanded the computation coverage period from January 19, 1984 to September 18, 1989.

The SC in its decision dated November 30, 2006 per GR150253 reversed the CA's decision CA-GR SP No. 50771 by limiting the period covered for the refund from January 19, 1984 to December 14, 1984, approximately 11 months. The respondent/customers filed a Motion for Reconsideration with the SC, which was denied with finality by the SC in its Order dated July 4, 2007.

The SC, following its decision dated November 30, 2006, ordered the ERC to proceed with the refund proceedings instituted by the respondents with reasonable dispatch.

On March 17, 2010, the ERC directed DLP to submit its proposed scheme in implementing the refund to its customers. In compliance with the order, the DLP filed its compliance stating that DLP cannot propose a scheme for implementing a refund as its computation resulted to no refund.

A clarificatory meeting was held where DLP was ordered to submit its memoranda.

On October 4, 2010, in compliance with the ERC directive, DLP submitted its memoranda reiterating that no refund can be made. In a decision dated February 10, 2021, the ERC ruled in favor of DLP's position that no refund from DLP to its consumers.

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h. LHC Franchise Tax Assessment

In 2007, the Provincial Treasurer of Benguet issued a franchise tax assessment against LHC, requiring LHC to pay franchise tax amounting to approximately ₱40.4 million, inclusive of surcharges and penalties covering the years 2002 to 2007. In 2008, LHC has filed for a petition for the annulment of the franchise tax assessment, based primarily on the fact that LHC is not liable for franchise tax because it does not have a franchise to operate the business. Section 6 of R.A. No. 9136 provides that power generation shall not be considered a public utility operation. As such, an entity engaged, or which shall engage in power generation and supply of electricity shall not be required to secure a national franchise. Accordingly, no provision has been made in the consolidated financial statements. The case remains pending as of December 31, 2022.

i. Retail Competition and Open Access

The EPIRA mandates the implementation of Retail Competition and Open Access (RCOA) subject to the fulfilment of the conditions as provided in the EPIRA. The ERC was tasked under the EPIRA Implementing Rules and Regulations to declare, after due notice and public hearing, the initial implementation of RCOA. Through the RCOA, eligible customers will have the option to source their electricity from eligible suppliers that have secured Retail Electricity Supplier (RES) licenses from the ERC. End users with a monthly average peak demand of at least 1 Megawatt (MW) for the preceding 12 months are eligible to be contestable customers. The 1 MW qualification would gradually be reduced upon evaluation of the ERC.

In June 2011, after due notice and public hearings, the ERC declared December 26, 2011 as the date to mark the commencement of the full operation of RCOA in Luzon and Visayas. However, due to deficiencies in the rules and guidelines governing the RCOA at that time, the December 26, 2011 commencement date was deferred several times until an interim system commenced on July 26, 2013.

The DOE and ERC have issued and revised several circulars, rules and resolutions on the implementation of the RCOA and the issuance of RES licences, including a Code of Conduct, Rules on Contestability, and Rules on RES Licencing.

On February 21, 2017, the SC issued a TRO enjoining the DOE and ERC from implementing the following issuances:

1. DOE Circular No. DC-2015-06-0010 or the DOE Circular Providing Policies to Facilitate the Full Implementation of RCOA in the Philippine Electric Power Industry;
2. ERC Resolution No. 5, Series of 2016 or the Rules Governing the Issuance of Licenses to RES and Prescribing the Requirements and Conditions Therefor;
3. ERC Resolution No. 10, Series of 2016 or a Resolution adopting the Revised Rules for Contestability;
4. ERC Resolution No. 11, Series of 2016 or a Resolution Imposing Restrictions on the Operations of DUs and RES in the Competitive Retail Electricity Market; and
5. ERC Resolution No. 28, Series of 2016 or the Revised Timeframe for Mandatory Contestability, Amending Resolution No. 10, Series of 2016, entitled Revised Rules of Contestability.

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The TRO effectively enjoined the DOE and the ERC from imposing the mandatory migration of end-users with average monthly peak demand of at least 1MW and 750 kW on February 26, 2017 and June 26, 2017, respectively, and barring Local RESs and DUs from supplying electricity to the Contestable Market.

Due to the TRO, no new or renewed RES licenses were issued by the ERC due to the perceived risk of being declared in contempt by the SC. The renewal of PEI, AEI and AESI's RES licenses remain pending before the ERC. The application for RES licenses of TLI and APRI are likewise pending.

On November 29, 2017, DOE issued Department Circular No. 2017-12-0013, which provides, among other things, for voluntary participation of Contestable Customers in the Retail Market. On the same date, DOE issued Department Circular No. 2017-12-0014, which provides, among other things, the guidelines on the licensing of RES. Both DOE Circulars enjoin the ERC to promote the supporting guidelines to the DOE Circulars. Once the ERC promulgates these rules, approval of RES license applications and renewals can be expected.

j. PSALM deferred adjustment

Deferred Accounting Adjustments (DAA)
The ERC issued a Decision dated March 26, 2012 which granted PSALM DAA pertaining to GRAM and ICERA and in its Order dated June 20, 2017, the ERC authorized PSALM to implement the methodology for the recovery/refund of the approved DAA.

Upon Private Electric Power Operators Association's (PEPOA) motion, the ERC, in an Order dated October 19, 2017, deferred the implementation of the approved DAA pending clarification by the ERC of the queries raised in the motion for clarification.

In its Order dated December 19, 2017, the ERC clarified that the GRAM and ICERA DAA are deferred adjustments, which were incurred by PSALM/NPC in supplying energy during the corresponding period; thus, it should be recovered/refunded by PSALM/NPC to its customers. Hence, the Distribution Utilities (DUs) are not just mere collectors of the said DAA but these are charges that they should pay to NPC/PSALM and charged to their customers as part of their generation charge. In the same Order, the ERC directed the DUs to resume the implementation of the GRAM and ICERA starting the January 2018 billing period.

Automatic Cost Recovery Mechanism (ACRM)
On June 20, 2017, the ERC issued its Decision, authorizing PSALM to recover/refund the True-up Adjustments of Fuel and Purchased Power Costs and Foreign Exchange-Related Costs effective its next billing period.

In an Order dated October 19, 2017, the implementation of the ACRM was deferred to the January 2018 billing period pending the evaluation of the clarifications raised in PEPOA's letter and motion and on December 19, 2017, the Commission issued an Order directing PSALM and the DUS to abide with the clarifications issued by the Commission.

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k. Share Purchase Agreement entered into by STEAG GmbH and AP

On September 15, 2022, STEAG GmbH entered into a Share Purchase Agreement with the Company for the purchase by the Company of an additional 35.4% stake in STEAG. The total purchase price for the shares is US$36.1 million, plus locked box interest at a simple rate of 4% per annum (on the basis of a 365-day year) from January 1, 2021 to March 31, 2022. Subject to fulfillment of applicable conditions for closing, the Company will own 69.4% of STEAG. As of December 31, 2022, the closing conditions were not yet completed.

l. Application of the Provisions of Corporate Recovery and Tax Incentives for Enterprises (CREATE) Act

On March 26, 2021, the Office of the President of the Philippines signed into law the CREATE Act to attract more investments and maintain fiscal prudence and stability in the Philippines. RA 11534 or the CREATE Act introduces reforms to the corporate income tax and incentives systems. It takes effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation or April 11, 2021.

The following are the key changes to the Philippine tax law pursuant to the CREATE Act which have an impact on the consolidated financial statements of the Group as of and for the year ended December 31, 2020 because of their retroactive effect:

- Effective July 1, 2020, regular corporate income tax (RCIT) rate is reduced from 30% to 25% for domestic and resident foreign corporations. For domestic corporations with net taxable income not exceeding ₱5 million and with total assets not exceeding ₱100 million (excluding land on which the business entity's office, plant and equipment are situated) during the taxable year, the RCIT rate is reduced to 20%.
- MCIT rate reduced from 2% to 1% of gross income, effective from July 1, 2020 to June 30, 2023.

As clarified by the Philippine Financial Reporting Standards Council in its Philippine Interpretations Committee Q&A No. 2020-07, the CREATE Act was not considered substantively enacted as of December 31, 2020 even though some of the provisions have retroactive effect to July 1, 2020. The passage of the CREATE Act into law on March 26, 2021 is considered as a non-adjusting subsequent event in the consolidated financial statements of the Group as of and for the year ended December 31, 2020. Accordingly, current and deferred income taxes continued to be computed and measured using the applicable income tax rates as of December 31, 2020 (i.e., 30% RCIT / 2% MCIT) for financial reporting purposes.

The Group reflected the changes in the current and deferred income taxes in its consolidated financial statements as of and for the year ended December 31, 2021, including the retroactive effect of the change in tax rates arising from the CREATE Act, reducing provisions for current and deferred income tax by ₱572.9 million.

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m. COVID-19

In a move to contain the COVID-19 outbreak, on March 13, 2020, the Office of the President of the Philippines issued a Memorandum directive to impose stringent social distancing measures in the National Capital Region effective March 15, 2020. On March 16, 2020, Presidential Proclamation No. 929 was issued, declaring a State of Calamity throughout the Philippines for a period of six months and imposed an enhanced community quarantine (ECQ) throughout the island of Luzon until April 12, 2020, as subsequently extended to April 30, 2020. This was further extended to May 15, 2020 in selected areas including the National Capital Region. These measures have caused disruptions to businesses and economic activities, and its impact on businesses continues to evolve.

The Group has experienced the negative effect of the COVID-19 pandemic in its 2020 operations across most of its segments, varying in terms of magnitude. However, because of the diverse business portfolio of the Group covering different industries and to a certain extent, geographical location , the overall effect has been cushioned. In addition, significant improvements have been felt in the latter part of 2020 as the economy started to improve, and has been continuing during 2022 as the community quarantine starts to ease down.

The Group has an in-placed and extensive business continuity plan on similar risk, including the lay out of the necessary steps that will help address or minimize the Group's business exposures. However, considering the evolving nature of this outbreak, the Group will continue to monitor the situation and adjust the steps it is currently implementing in subsequent periods.

43. Events after the Reporting Period

a. To comply with the requirements of Section 43 of the Corporation Code, on March 3, 2023, the BOD approved the declaration of a regular cash dividend of ₱1.47 per share (₱8.3 billion) to all stockholders of record as of March 17, 2023. These dividends will be taken out of the unrestricted retained earnings as of December 31, 2022, and will be paid on March 30, 2023. Said declaration is in compliance with the Company's policy of distributing a regular dividend equivalent to at least 33% of previous year's consolidated net income.

b. On March 3, 2023, the BOD approved the appropriation of ₱20.0 billion of the Company's retained earnings as of December 31, 2022 for debt payment of AEV and the reversal of appropriation of ₱11.0 billion for the prepayment of US dollar loans.

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ABOITIZ EQUITY VENTURES, INC.
AND SUBSIDIARIES

Supplementary Schedules
to the Financial Statements
Required by the Securities and Exchange Commission
For the Year Ended December 31, 2022

and

Independent Auditor's Report

Philippine
Pesos

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SGV
Building a better working world

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INDEPENDENT AUDITOR'S REPORT
ON SUPPLEMENTARY SCHEDULES

The Board of Directors and Stockholders
Aboitiz Equity Ventures, Inc.
32nd Street, Bonifacio Global City
Taguig City, Metro Manila
Philippines

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Aboitiz Equity Ventures, Inc. and Subsidiaries as at December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedules listed in the Index to Financial Statements and Supplementary Schedules are the responsibility of the Company's management. These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68 and are not part of the basic financial statements. These schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, fairly state, in all material respects, the information required to be set forth therein in relation to the basic financial statements taken as a whole.

SYCIP GORRES VELAYO & CO.

Jhoanna Feliza C. Go
Partner
CPA Certificate No. 0114122
Tax Identification No. 219-674-288
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
SEC Partner Accreditation No. 114122-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
SEC Firm Accreditation No. 0001-SEC (Group A)
Valid to cover audit of 2021 to 2025 financial statements of SEC covered institutions
BIR Accreditation No. 08-001998-103-2022, November 7, 2022, valid until November 6, 2025
PTR No. 9564628, January 3, 2023, Makati City

March 3, 2023

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INDEPENDENT AUDITOR'S REPORT ON
COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Board of Directors and Stockholders
Aboitiz Equity Ventures, Inc.
32nd Street, Bonifacio Global City
Taguig City, Metro Manila
Philippines

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Aboitiz Equity Ventures, Inc. and Subsidiaries as at December 31, 2022 and 2021, and for each of the three years in the period ended December 31, 2022. Our audits were made for the purpose of forming an opinion on the basic financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Company's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Company's financial statements as at December 31, 2022 and 2021 and for each of the three years in the period ended December 31, 2022 and no material exceptions were noted.

SYCIP GORRES VELAYO & CO.

Jhoanna Feliza C. Go
Partner
CPA Certificate No. 0114122
Tax Identification No. 219-674-288
BOA/PRC Reg. No. 0001, August 25, 2021, valid until April 15, 2024
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March 3, 2023

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

Supplementary Schedules Required
By the Securities and Exchange Commission
As of and for the Year Ended December 31, 2022

			Page
A	-	Financial Assets	1
B	-	Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Stockholders (Other than Related Parties)	NA
C	-	Amounts Receivable from Related Parties which are Eliminated during the Consolidation of Financial Statements	2
D	-	Intangible Assets – Other Assets	3
E	-	Long-Term Debt	4
F	-	Indebtedness to Related Parties (Long-Term Loans from Related Companies)	NA
G	-	Guarantees of Securities of Other Issuers	NA
H	-	Capital Stock	5
I	-	Trade and Other Receivables from Related Parties which are Eliminated during the Consolidation of Financial Statements	6
J	-	Trade and Other Payables from Related Parties which are Eliminated during the Consolidation of Financial Statements	7
		Statement of Reconciliation of Retained Earnings Available for Dividend Declaration	8
		Financial Ratios	9
		Conglomerate Mapping	10

NA: NOT APPLICABLE

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE A - FINANCIAL ASSETS

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Name of Issuing Entity and Association of each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet	Value Based on Market Quotation at Balance Sheet Date	Income Received and Accrued
CASH ON HAND AND IN BANKS, INCLUDING RESTRICTED CASH				
Australia and New Zealand Banking Group Limited (ANZ)	Not applicable	P 67,871	Not applicable	P 15,078
Asian United Bank	Not applicable	119	Not applicable	6
Banco de Oro	Not applicable	7,014,180	Not applicable	55,473
Bank of Commerce	Not applicable	724	Not applicable	1
Bank of the Philippine Islands	Not applicable	2,425,950	Not applicable	38,066
Bank of Tokyo - Mitsubishi UFJ	Not applicable	100	Not applicable	-
China Banking Corporation	Not applicable	7,174	Not applicable	11
Citibank	Not applicable	138,510	Not applicable	69
City Savings Bank	Not applicable	3,506,471	Not applicable	60,855
Development Bank of the Philippines	Not applicable	30,986	Not applicable	23,778
ING Bank N.V.	Not applicable	3,491	Not applicable	-
JP Morgan	Not applicable	10,774	Not applicable	-
Landbank of the Philippines	Not applicable	87,595	Not applicable	31
Metropolitan Bank and Trust Company	Not applicable	1,361,282	Not applicable	766
PB Com	Not applicable	105	Not applicable	4
Philippine Bank of Communications	Not applicable	110,244	Not applicable	55
Philippine National Bank	Not applicable	11,435	Not applicable	26
Philippine Veterans Bank	Not applicable	455	Not applicable	-
Security Bank Corporation	Not applicable	1,075,205	Not applicable	758
Union Bank of the Philippines	Not applicable	19,256,640	Not applicable	79,903
Agriculutre Bank of China	Not applicable	76,324	Not applicable	249
Bangkok Bank Public Company Limited	Not applicable	3,283	Not applicable	29
Bank Central Asia	Not applicable	24,659	Not applicable	162
Bank Mandiri	Not applicable	2,622	Not applicable	27
Bank Muamalat	Not applicable	6,078	Not applicable	27
Bank of China	Not applicable	332,225	Not applicable	564
China Merchants Bank	Not applicable	13,537	Not applicable	20
Commerce International Merchant Bankers Berhad (CIMB)	Not applicable	30,507	Not applicable	-
EPCI Bank	Not applicable	51	Not applicable	-
Hongkong Shanghai Banking Corporation	Not applicable	4,248,043	Not applicable	6,574
Malayan Banking Berhad	Not applicable	34,104	Not applicable	-
Mizuho Corporatet Bank, Ltd.	Not applicable	8,030	Not applicable	29
Oversea-Chinese Banking Corporation, Limited (OCBC)	Not applicable	131	Not applicable	-
Rizal Commercial Banking Corporation	Not applicable	52,968	Not applicable	116
Robinson's Bank	Not applicable	105	Not applicable	5
Rural Credit Cooperatives Association	Not applicable	252	Not applicable	2
Industrial and Commercial Bank of China	Not applicable	559	Not applicable	-

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE A - FINANCIAL ASSETS

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Name of Issuing Entity and Association of each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet	Value Based on Market Quotation at Balance Sheet Date	Income Received and Accrued
Saigon Thuong Tin Commercial Joint Stock Bank (Sacombank)	Not applicable	86,387	Not applicable	86
Standard Chartered Bank	Not applicable	315,518	Not applicable	2,989
The Bank of China Construction	Not applicable	14,593	Not applicable	39
The Bank of Tokyo - Mitsubishi UFJ, Ltd.	Not applicable	12,572	Not applicable	7,826
Joint Stock Commercial Bank for Foreign Trade of Vietnam (Vietcombank)	Not applicable	107,357	Not applicable	119
Development Bank of Singapore	Not applicable	78,720	Not applicable	-
Fudian Bank Co., Ltd.	Not applicable	33	Not applicable	-
Bank of Dongguan Co.,Ltd.	Not applicable	11	Not applicable	-
Bank Rakyat	Not applicable	2,204	Not applicable	32
Mitsubishi UFJ Financial Group (MUFG)	Not applicable	11,540	Not applicable	1,593
National Development Bank PLC	Not applicable	49,019	Not applicable	15
Sumitomo Mitsui Banking Corporation	Not applicable	6,750	Not applicable	-
Cash on Hand, Cash in Vault and Revolving Fund	Not applicable	431,323	Not applicable	-
TOTAL		P 41,058,816		P 295,383
Money Market Placements, Including Short-term Deposits				
Allied Banking Corporation	Not applicable	P -	Not applicable	P -
Australia and New Zealand Banking Group Limited (ANZ Bank)	Not applicable	11,772,158	Not applicable	283,283
Banco de Oro	Not applicable	1,056,515	Not applicable	17,349
BDO Private Bank, Inc.	Not applicable	-	Not applicable	872
Bank of the Philippine Islands	Not applicable	-	Not applicable	33,713
Bank Muamalat	Not applicable	216,066	Not applicable	6,696
China Trust Banking Corporation	Not applicable	-	Not applicable	1,686
City Savings Bank	Not applicable	16,352,201	Not applicable	352,326
Development Bank of the Phiippines	Not applicable	-	Not applicable	45,285
Hongkong & Shanghai Banking Corporation	Not applicable	37,059	Not applicable	819
JP Morgan	Not applicable	-	Not applicable	8,187
Land Bank of the Philippines	Not applicable	11,999,900	Not applicable	2,667
Metropolitan Bank and Trust Company	Not applicable	2,302,405	Not applicable	67,043
Rizal Commercial Banking Corporation	Not applicable	11,407	Not applicable	13,568
Security Bank Corporation	Not applicable	7,503,074	Not applicable	57,027
Saigon Thuong Tin Commercial Joint Stock Bank (Sacombank)	Not applicable	-	Not applicable	14,083
Standard Chartered Bank	Not applicable	8,761,079	Not applicable	218,443
Joint Stock Commercial Bank for Foreign Trade of Vietnam (Vietcombank)	Not applicable	-	Not applicable	1,513
Mitsubishi UFJ Financial Group (MUFG)	Not applicable	14,774,578	Not applicable	244,569
Union Bank of the Philippines	Not applicable	6,614,364	Not applicable	44,640
TOTAL		P 81,400,806		P 1,413,769

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE A - FINANCIAL ASSETS

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Name of Issuing Entity and Association of each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet	Value Based on Market Quotation at Balance Sheet Date	Income Received and Accrued
Trade Receivables				
Power	Not applicable	P 30,196,685	Not applicable	Not applicable
Food manufacturing	Not applicable	10,296,324	Not applicable	Not applicable
Real estate	Not applicable	11,299,169	Not applicable	Not applicable
Holding and others	Not applicable	4,742,730	Not applicable	Not applicable
TOTAL		P 56,534,908		
Other Receivables				
Nontrade receivables	Not applicable	P 8,125,105	Not applicable	Not applicable
Dividends receivable	Not applicable	792,000	Not applicable	Not applicable
Advances to contractors	Not applicable	285,715	Not applicable	Not applicable
Others	Not applicable	702,916	Not applicable	Not applicable
TOTAL		P 9,905,736		
Financial assets at FVTPL				
Quoted Shares of Stock				
Alta Vista Golf and Country Club	2	₱ 3,245	₱ -	₱ -
Golf and Country Club of Iligan	1,000	1	-	-
Vistamar Country Club	90,000	90	-	-
Mimosa Leisure Park	1	150	-	-
Celebrity Sports Plaza	2	600	-	-
Aboitiz Equity Ventures, Inc.	157,297	9,076	9,076	255
Apo Golf and Country Club	1	2	-	-
CEBECO1-VECO Subtransmission Company, Inc.	375,000	375	-	-
Rizal Commercial Bank	1,382,672	32,769	32,769	854
Empire East Land, Inc.	4,377,063	832	832	-
Filinvest Development Corporation	160,316	1,029	1,029	-
Megaworld Properties, Inc.	1,842,750	3,686	3,686	-
Filinvest Land, Inc.	303,515	273	273	-
JP Morgan	-	818,784	818,784	2,269
		P 870,912	P 866,449	P 3,378

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE A - FINANCIAL ASSETS

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Name of Issuing Entity and Association of each Issue	Number of Shares or Principal Amount of Bonds and Notes	Amount Shown in the Balance Sheet	Value Based on Market Quotation at Balance Sheet Date	Income Received and Accrued
Unquoted Shares of Stock				
AEV Development Corporation	-	65	-	-
International Container Terminal Services, Inc.	100	2	-	1
Cebu Holdings, Inc.	1	1,038	-	-
Cebu Country Club	3	9,600	-	-
Lever VC GP Limited	-	16,203	-	-
PICOP	164	8	-	-
Philex Mining Corporation	2,618	5	-	-
Philippine Long Distance and Telephone Company	44,344	560	-	-
Equitable Banking Corporation	8,050	793	-	-
		P 28,274	P -	P 1
Financial assets at FVOCI				
Union Bank of the Philippines	2,182,600	3,500,787	3,500,787	84,445
BDO Private	-	5,425	5,425	-
Lombard Odier - IMA	-	1,120,512	-	685
		P 4,626,724	P 3,506,212	P 85,130
Debt Investments at Amortized Cost				
SMC Global Power Holdings	-	10,127	-	643
VLL International, Inc.	-	-	-	655
JP Morgan	-	32,734	-	789
		P 42,861	P -	P 2,087
TOTAL		P 5,568,771	P 4,372,661	P 90,596

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE C - AMOUNTS RECEIVABLE FROM RELATED PARTIES WHICH ARE ELIMINATED DURING THE CONSOLIDATION OF FINANCIAL STATEMENTS

AS DECEMBER 31, 2022
(Amounts in Thousands)

Name and Designation of Debtor	Beginning Balance	Additions	Deductions		Current	Non-Current	Ending Balance
			Amounts Collected	Amounts Written Off			
TRADE							
Aboitiz Equity Ventures, Inc. (Parent)	**P 2,897**	P 370	P -	P -	P 3,267	P -	**P 3,267**
Pilmico Animal Nutrition Corporation	**194,806**	100,733	-	-	295,539	-	**295,539**
Pilmico Foods Corporation	**1,294,196**	4,246,994	-	-	5,541,190	-	**5,541,190**
Pilmico International Pte, Ltd.	**-**	430	-	-	430	-	**430**
Abaqa International Pte Ltd. (formerly Comfez Pte. Ltd.)	**8,147**	-	(8,147)	-	-	-	**-**
Lima Water Coporation	**-**	1	-	-	1	-	**1**
Aboitizland, Inc.	**10,949**	-	(10,949)	-	-	-	**-**
Lima Land, Inc.	**8,982**	-	(8,952)	-	30	-	**30**
Aboitiz Power Corporation	**-**	3,769	-	-	3,769	-	**3,769**
Aboitiz Energy Solutions, Inc.	**12,452**	-	(12,452)	-	-	-	**-**
Advent Energy, Inc.	**2,171**	-	(2,171)	-	-	-	**-**
Lima Enerzone Corporation	**4,686**	-	(4,686)	-	-	-	**-**
Therma Luzon, Inc.	**-**	3		-	3	-	**3**
Therma South, Inc.	**-**	277	-	-	277	-	**277**
NON-TRADE							
Aboitiz Equity Ventures, Inc. (Parent)	**-**	25,886	-	-	25,886	-	**25,886**
Aboitizland, Inc.	**-**	36	-	-	36	-	**36**
Aboitiz Energy Solutions, Inc.	**-**	12,452	-	-	12,452	-	**12,452**
Advent Energy, Inc.	**-**	2,171	-	-	2,171	-	**2,171**
Cebu Praedia Development Corporation	**-**	209	-	-	209	-	**209**
Gold Coin Management Holdings Pte. Ltd.	**-**	317	-	-	317	-	**317**
Lima Land, Inc.	**-**	27,342	-	-	27,342	-	**27,342**
Lima Water Coporation	**-**	370	-	-	370	-	**370**
Pilmico Animal Nutrition Corporation	**-**	97,985	-	-	97,985	-	**97,985**
Pilmico Foods Corporation	**-**	889	-	-	889	-	**889**
Aboitiz Equity Ventures, Inc. (Parent) - Advances	**25,648**	-	(25,648)	-	-	-	**-**
Aboitiz Power International Pte. Ltd. - Loan Receivable	**41,309**	-	(41,309)	-	-	-	**-**
AEV Aviation, Inc. - Cash Dividend	**-**	1,930	-	-	1,930	-	**1,930**
Pilmico Foods Corporation - Cash Dividend	**700,000**	-	(700,000)	-	-	-	**-**
Pilmico Foods Corporation - Advances	**279,364**	-	(279,364)	-	-	-	**-**
Adventenergy, Inc. - Advances	**301,547**	-	(1,547)	-	-	300,000	**300,000**
Total	**P 2,887,154**	**P 4,522,164**	**P (1,095,225)**	**P -**	**P 6,014,093**	**P 300,000**	**P 6,314,093**

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE D - INTANGIBLE ASSETS AND OTHER ASSETS

AS OF DECEMBER 31, 2022
(Amount in Thousands)

Description	Beginning Balance	Additions At Cost	DEDUCTIONS		Other Changes Additions (Deductions)	Discontinued Operation	Ending Balance
			Charged to Costs and Expenses	Charged to Other Accounts			
A. Intangibles							
Goodwill	P 57,575,420	P -	P -	P (431,622)	P 2,846,631	P -	P 59,990,429
Service concession right	13,124,883	1,307,844	(395,912)	-	109,339	-	14,146,154
Franchise	2,417,850	-	(76,960)	-	-	-	2,340,890
Project development costs	806,016	1,133,198	-	(314,490)	(92,280)	-	1,532,444
Customer contracts	6,943	-	(3,968)	-	-	-	2,975
Software and licenses	407,299	105,174	(145,181)	(25)	(4,907)	-	362,360
B. Other Noncurrent Assets							
Exchangeable notes	-	15,526,400	-	-	-	-	15,526,400
Input VAT and tax credit receivable	3,478,446	372,528	-	-	-	-	3,850,974
Financial assets at FVTPL	1,009,537	-	-	-	(110,351)	-	899,186
Financial assets at FVOCI	3,333,403	1,293,321	-	-	-	-	4,626,724
Debt investments at amortized cost	31,690	11,171	-	-	-	-	42,861
Prepaid rent and other deposits	488,645	475,318	-	-	-	-	963,963
Prepaid taxes	3,356,509	286,737	-	-	-	-	3,643,246
Advances to contractors and projects	1,218,141	882,253	-	-	-	-	2,100,394
Advances to NGCP - net of current portion	1,044,846	-	-	(483,952)	-	-	560,894
Bearer and breeder	166,271	-	(7,479)	-	-	-	158,792
Others	1,018,184	329,006	-	-	-	-	1,347,190
T o t a l	**P89,484,083**	**P21,722,950**	**(P629,500)**	**(P1,230,089)**	**P2,748,432**	**P0**	**P112,095,876**

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE E - LONG-TERM DEBT

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Name of Issuer and Type of Obligation	Amount Authorized by Indentures	Amount Shown as Current	Amount Shown as Long-Term	Remarks
Parent Company:				
BPI Capital Corporation	5,056,354	-	5,056,354	
BDO Capital & Investment Corporation	4,971,225	-	4,971,225	
Metropolitan Bank and Trust Company	9,896,265	89,852	9,806,413	
BDO Unibank, Inc.	37,177,574	6,824,684	30,352,890	
Subsidiaries:				
Aboitiz Power Corporation	53,693,115	45,182	53,647,933	
AP Renewables, Inc.	11,074,838	835,311	10,239,527	
ARI Parent	12,000,000	-	12,000,000	
Hedcor, Inc.	1,362,641	129,082	1,233,559	
Hedcor Bukidnon, Inc.	8,064,663	607,827	7,456,836	
Hedcor Sibulan, Inc.	2,990,563	449,843	2,540,720	
Hedcor Sabangan	1,095,975	106,809	989,166	
PV Sinag	3,573,168	-	3,573,168	
Hedcor Tudaya, Inc.	688,707	57,732	630,975	
Aboitiz Energy Solutions, Inc.	588,000	6,000	582,000	
Cotabato Light and Power Co., Inc.	28,650	28,650	-	
Davao Light & Power Co., Inc.	143,250	143,250	-	
Pagbilao Energy Corporation (Joint Operation)	9,826,887	-	9,826,887	
Therma South, Inc.	17,918,062	1,206,977	16,711,085	
Therma Luzon, Inc.	14,889,548	-	14,889,548	
Therma Visayas, Inc.	24,298,035	2,009,279	22,288,756	
Therma Power, Inc.	1,490,566	1,227,047	263,519	
Therma Marine, Inc.	2,585,170	4,778	2,580,392	
GNPower Mariveles Energy Center Ltd. Co.	32,649,199	3,230,564	29,418,635	
Visayan Electric Company	190,881	190,881	-	
Pilmico Foods Corporation	2,844,735	12,837	2,831,898	
Pilmico Animal Nutrition Corp.	3,417,907	68,008	3,349,899	
AEV International and Subsidiaries	24,593,409	123,490	24,469,919	
AboitizLand, Inc. and Subsidiaries	2,205,816	135,379	2,070,437	
Aboitiz Infra Capital	14,223,815	393,201	13,830,614	
Total	**P303,539,018**	**P17,926,663**	**P285,612,355**	

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE H - CAPITAL STOCK

AS OF DECEMBER 31, 2022
(Amounts in Thousands)

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding	Number of Shares Reserved for Options, Warrants, Conversions, and Other Rights	Number of Shares Held By		
				Affiliates	Directors, Officers and Employees	Others
COMMON SHARES	9,600,000	5,630,225	-	2,737,173	234,468	2,658,584
PREFERRED SHARES	400,000	-	-	-	-	-

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE I - TRADE AND OTHER RECEIVABLES FROM RELATED PARTIES
WHICH ARE ELIMINATED DURING THE CONSOLIDATION
OF FINANCIAL STATEMENTS

AS DECEMBER 31, 2022
(Amounts in Thousands)

	Balances			Volume					
Related Party	Trade	Non-trade	Total	Sales	Rental	Interest	Advances	Others	Terms
TRADE									
Aboitiz Equity Ventures, Inc. (Parent)	P 3,267	P -	P 3,267	P 27,943	P 16,528	P -	P -	P -	30 days
Pilmico Animal Nutrition Corporation	295,539	-	295,539	156,715	5	-	-	-	30 days
Pilmico Foods Corporation	5,541,190	-	5,541,190	143,251	4,767	-	-	-	30 days
Fil-Agri Holdings, Inc.	-	-	-	27	-	-	-	-	30 days
Pilmico International Pte. Ltd.	430	-	430	-	-	-	-	-	30 days
Abaqa International Pte Ltd. (formerly Comfez Pte. Ltd.)	-	-	-	16,354,861	-	-	-	-	30 days
Gold Coin Feedmill Ha Nam Co. Ltd.	-	-	-	102,888	-	-	-	-	30 days
Gold Coin (Zhuhai) Company Ltd.	-	-	-	43,754	-	-	-	-	30 days
Gold Coin Sabah Sdn. Bhd.	-	-	-	46,948	-	-	-	-	30 days
KLEAN Greentech Co. Ltd.	-	-	-	36,701	-	-	-	-	30 days
Pilmico Vietnam Company Limited	-	-	-	726,952	-	-	-	-	30 days
Cebu Praedia Development Corporation	-	-	-	4,319	-	-	-	-	30 days
AEV Aviation, Inc.	-	-	-	4,821	-	-	-	-	30 days
Aboitiz Infracapital, Inc.	-	-	-	38,665	164	-	-	-	30 days
Apo Agua Infrastructura Inc.	-	-	-	14,708	-	-	-	-	30 days
Lima Water Coporation	1	-	1	34,046	-	-	-	-	30 days
Lima Land, Inc.	30	-	30	52,414	350	-	-	-	30 days
Aboitizland, Inc.	-	-	-	51,615	6,456	-	-	-	30 days
Misamis Oriental Land Dev. Corp.	-	-	-	4	-	-	-	-	30 days
Cebu Industrial Park Developers, Inc.	-	-	-	14,920	364	-	-	-	30 days
Aboitiz Power Corporation	3,769	-	3,769	226,663	1,754	-	-	-	30 days
Aboitiz Energy Solutions, Inc.	-	-	-	1,327	-	-	-	-	30 days
Aboitiz Power Distributed Energy, Inc.	-	-	-	305	-	-	-	-	30 days
Aboitiz Renewables, Inc.	-	-	-	8,464	90	-	-	-	30 days
Abovant Holdings, Inc.	-	-	-	207	-	-	-	-	30 days
Advent Energy, Inc.	-	-	-	1,089	365	-	-	-	30 days
AP Renewables, Inc.	-	-	-	20,511	-	-	-	-	30 days
Balamban Enerzone Corp.	-	-	-	1,215	309	-	-	-	30 days
Cebu Private Power Corporation	-	-	-	4,213	-	-	-	-	30 days
Cotabato Light and Power Company	-	-	-	5,193	1,546	-	-	-	30 days
Davao Light and Power Co., Inc.	-	-	-	21,478	6,185	-	-	-	30 days
East Asia Utilities Corp.	-	-	-	1,778	-	-	-	-	30 days
Hedcor Benguet, Inc.	-	-	-	5,531	-	-	-	-	30 days
Hedcor Sabangan, Inc.	-	-	-	3,416	-	-	-	-	30 days
Hedcor Sibulan, Inc.	-	-	-	7,206	-	-	-	-	30 days
Hedcor Tudaya, Inc.	-	-	-	3,104	-	-	-	-	30 days
Hedcor, Inc.	-	-	-	21,403	-	-	-	-	30 days
Lima Enerzone Corporation	-	-	-	96,858	309	-	-	-	30 days
Luzon Hydro Corporation	-	-	-	4,813	-	-	-	-	30 days
Mactan Enerzone Corporation	-	-	-	1,385	309	-	-	-	30 days
Malvar Enerzone Corporation	-	-	-	493	-	-	-	-	30 days
Prism Energy, Inc.	-	-	-	708	-	-	-	-	30 days
PV Sinag Power Inc.				11	118				30 days
San Carlos Sun Power, Inc.	-	-	-	1,776	-	-	-	-	30 days
Subic Enerzone Corporation	-	-	-	3,056	667	-	-	-	30 days
Therma Luzon, Inc.	3	-	3	21,988	52	-	-	-	30 days
Therma Marine, Inc.	-	-	-	19,677	15	-	-	-	30 days
Therma Mobile, Inc.	-	-	-	4,806	-	-	-	-	30 days
Therma Power Visayas, Inc.	-	-	-	3,178	16	-	-	-	30 days
Therma Visayas, Inc.	-	-	-	15,928	-	-	-	-	30 days
Therma Power, Inc.	-	-	-	3,307	-	-	-	-	30 days
Therma South, Inc.	277	-	277	6,583,553	-	-	-	-	30 days
Visayan Electric Co., Inc.	-	-	-	376,031	15,972	-	-	-	30 days
NON-TRADE									
Aboitiz Equity Ventures, Inc. (Parent)	-	25,887	25,887	-	-	-	-	5,139	30 days
Aboitiz Energy Solutions, Inc.	-	12,452	12,452	-	-	-	-	-	30 days
Advent Energy, Inc.	-	2,171	2,171	-	-	-	-	-	30 days
Aboitizland, Inc.	-	36	36	-	-	-	-	-	30 days
Cebu Industrial Park Developers, Inc.	-	-	-	-	-		-	14,953	30 days
Aboitiz InfraCapital, Inc.	-	-	-	-	-		-	4,999	30 days
Lima Land, Inc.	-	27,341	27,341	-	-	-	-	8,540	30 days
Lima Water Coporation	-	370	370	-	-	-	-	-	30 days
AEV Aviation, Inc.	-	-	-	-	-		-	4,155	30 days
Cebu Praedia Development Corporation	-	208	208	-	-	-	-	12,060	30 days
Pilmico Animal Nutrition Corporation	-	97,985	97,985	-	-		-	-	30 days
Pilmico Foods Corporation	-	889	889	-	-		-	-	30 days
Filagri Holdings, Inc.	-	-	-	-	-		-	1	30 days
Gold Coin Management Holdings Pte. Ltd.		317	317	-	-	-	-	19,474	30 days
AEV International Pte. Ltd. - Loan Payable to Pilimico Int'l. Pte. Ltd.	-	-	-	-	-	1,371	-	-	short term
AEV Aviation, Inc. - Cash Dividend	-	1,930	1,930	-	-	-	-	-	short term
Aboitiz Equity Ventures, Inc. (Parent) - Advances to PFC	-	-	-	-	-	13,106	-	-	short term
Aboitiz Equity Ventures, Inc. (Parent) - Advances to Advent Energy, Inc	-	300,000	300,000	-	-	10,061	300,000	-	long term
Total	**P 5,844,506**	**P 469,587**	**P 6,314,093**	**P 25,326,221**	**P 56,341**	**P 24,538**	**P 300,000**	**P 69,321**	

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE J- TRADE AND OTHER PAYABLES TO RELATED PARTIES
WHICH ARE ELIMINATED DURING THE CONSOLIDATION
OF FINANCIAL STATEMENTS

AS DECEMBER 31, 2022
(Amounts in Thousands)

Related Party	Balances			Volume					Terms
	Trade	Non-trade	Total	Purchases	Rental	Interest	Advances	Others	
TRADE									
Aboitiz Equity Ventures, Inc. (Parent)	P 430	P -	P 430	P 875,063	P 850	P -	P -	P -	30 days
Pilmico Animal Nutrition Corporation	88	-	88	2,441,183	-	-	-	-	30 days
Pilmico Foods Corporation	-	-	-	14,871,324	-	-	-	-	30 days
Abaqa International Pte Ltd. (formerly Comfez Pte. Ltd.)	5,675,296	-	5,675,296	6,551,841	-	-	-	-	30 days
Gold Coin (Zhuhai) Company Ltd.	11,987	-	11,987	-	-	-	-	-	30 days
Pilmico Vietnam Company Limited	149,703	-	149,703	-	-	-	-	-	30 days
AEV Aviation, Inc.	3,233	-	3,233	113,552	-	-	-	-	30 days
Cebu Praedia Development Corporation	-	-	-	-	55,126	-	-	-	30 days
Advanced Data Innovation, Inc.	3,769	-	3,769	78,950	-	-	-	-	30 days
Lima Water Coporation		-	-	1,211	-	-	-	-	30 days
Lima Land, Inc.	-	-	-	103,238	-	-	-	-	30 days
Aboitizland, Inc.	-	-	-	134	365	-	-	-	30 days
Cebu Industrial Park Developers, Inc.	-	-	-	75	-	-	-	-	30 days
Aboitiz Power Corporation	-	-	-	14,708	-	-	-	-	30 days
Aboitiz Energy Solutions, Inc.	-	-	-	124,745	-	-	-	-	30 days
Aboitiz Power Distributed Energy, Inc.	-	-	-	9,061	-	-	-	-	30 days
Aboitiz Power Distributed Renewables, Inc.	-	-	-	1,296	-	-	-	-	30 days
Balamban Enerzone Corp.	-	-	-	2,533	-	-	-	-	30 days
Lima Enerzone Corporation	-	-	-	36,408	-	-	-	-	30 days
Mactan Enerzone Corporation	-	-	-	16,431		-	-	-	30 days
Therma South, Inc.	-	-	-	47,610		-	-	-	30 days
Visayan Electric Co., Inc.	-	-	-	4,813	-	-	-	-	30 days
NON-TRADE									
Aboitiz Power Corporation	-	3,541	3,541	-		-	-	5,139	30 days
Aboitiz Energy Solutions, Inc.	-	105,383	105,383	-	-	-	-	-	30 days
Aboitiz Power Distributed Energy, Inc.	-	2,902	2,902	-	-	-	-	-	30 days
Aboitiz Power Distributed Renewable Inc.	-	554	554	-	-	-	-	-	30 days
Advent Energy, Inc.	-	16,515	16,515	32,046	-	-	-	-	30 days
Balamban Enerzone Corporation	-	3	3	-	-	-	-		30 days
Cotabato Light & Power Company	-	13	13	-	-	-	-	13	30 days
Davao Light and Power Co.	-	54	54	-	-	-	-	2,576	30 days
East Asia Utilities Corporation	-	1,212	1,212	-	-	-	-	-	30 days
Hedcor, Inc.	-	257	257	-	-	-	-	-	30 days
Lima Enerzone Corporation	-	373	373	-	-	-	-	-	30 days
Mactan Enerzone Corporation	-	3	3	-	-	-	-	-	30 days
PV Sinag Power Inc.	-	120	120	-	-	-	-	-	30 days
San Carlos Sun Power, Inc.	-	20,533	20,533	-	-	-	-	-	30 days
Subic Enerzone Corporation	-	54	54	-	-	-	-	92	30 days
Therma Luzon Inc.	-	47	47	-	-	-	-	-	30 days
Therma Marine, Inc.	-	5	5	-	-	-	-	-	30 days
Therma Mobile, Inc.	-	126	126	-	-	-	-	-	30 days
Therma South, Inc.	-	889	889	-	-	-	-	-	30 days
Visayan Electric Company	-	79	79	-	-	-	-	14,378	30 days
Aboitizland, Inc.	-	-	-	-	-	-	-	8,540	30 days
Aboitiz InfraCapital, Inc.	-	-	-	-	-	-	-	14,953	30 days
Pilmico Animal Nutrition Corporation	-	14,623	14,623	-	-	-	-	-	30 days
Pilmico Foods Corporation	-		-	-	-	-	-	4,156	30 days
Filagri Holdings, Inc.	-	317	317	-	-	-	-	19,474	30 days
Gold Coin Sabah Sdn. Bhd.	-	54	54	-	-	-	-		30 days
Aboitiz Power International Pte. Ltd. - Loan Receivable	-	-	-	-	-	1,371	-	-	short term
AEV Aviation, Inc. - Cash Dividend	-	1,930	1,930	-	-	-	-	-	short term
Pilmico Foods Corporation - Advances	-	-	-	-	-	13,106	-	-	short term
Adventenergy, Inc. - Advances	-	300,000	300,000	-	-	10,061	300,000	-	long term
Total	**P 5,844,506**	**P 469,587**	**P 6,314,093**	**P25,326,221**	**P 56,341**	**P 24,538**	**P 300,000**	**P 69,321**	

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Aboitiz Equity Ventures, Inc.
32nd Street, Bonifacio Global City
Taguig City, Metro Manila

Statement of Reconciliation of Retained Earnings Available for Dividend Declaration
For the year ended December 31, 2022
(Amounts in Philippine Currency and in Thousands)

Unappropriated Retained Earnings, beginning	94,775,608
Adjustments:	
Less: Unrealized income, net of tax	
Unrealized foreign exchange gains - net (except those attributable to Cash and Cash Equivalents)	-
Effects of adoption of new accounting standard	-
Adjustments directly made to retained earnings:	
Treasury Shares	647,672
Unappropriated Retained Earnings, as adjusted to available for dividend distribution, beginning	94,127,936
Net Income based on the face of audited financial statements	15,375,686
Less: Unrealized income, net of tax	
Fair value adjustment of Investment Property resulting to gain	848,348
Net Income Realized	14,527,338
Less: Adjustments directly made to retained earnings:	
Cash dividends paid	9,120,965
Appropriation of Retained Earnings during the period	70,600,000
Treasury Shares purchased	-
Retained Earnings available for Dividend, as of year-end	28,934,309

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ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES

SCHEDULE OF RELEVANT FINANCIAL RATIOS

	FORMULA	DEC 2021	DEC 2022
LIQUIDITY RATIOS			
Current ratio	Current assets / Current liabilities	**2.3**	**1.9**
Acid test ratio	(Cash + Marketable Securities + Accounts Receivable + Other Liquid Assets) / Current liabilities	**1.9**	**1.4**
SOLVENCY RATIOS			
Debt to equity ratio	Total liabilities / Total equity	**1.2**	**1.3**
Asset to equity ratio	Total assets / Total equity	**2.2**	**2.3**
Net debt to equity ratio	Debt - cash & cash equivalents / Total equity	**0.6**	**0.7**
Gearing ratio	Debt - cash & cash equivalents / Total equity + (Debt - cash & cash equivalents)	**35.8%**	**41.3%**
Interest coverage ratio	EBIT / Net interest expense	**3.3**	**3.6**
PROFITABILITY RATIOS			
Operating Margin	Operating Profit / Total revenues	**14.8%**	**11.4%**
Return on Equity	Net income after tax / Total equity (adjusted for cash dividend)	**15.2%**	**10.4%**

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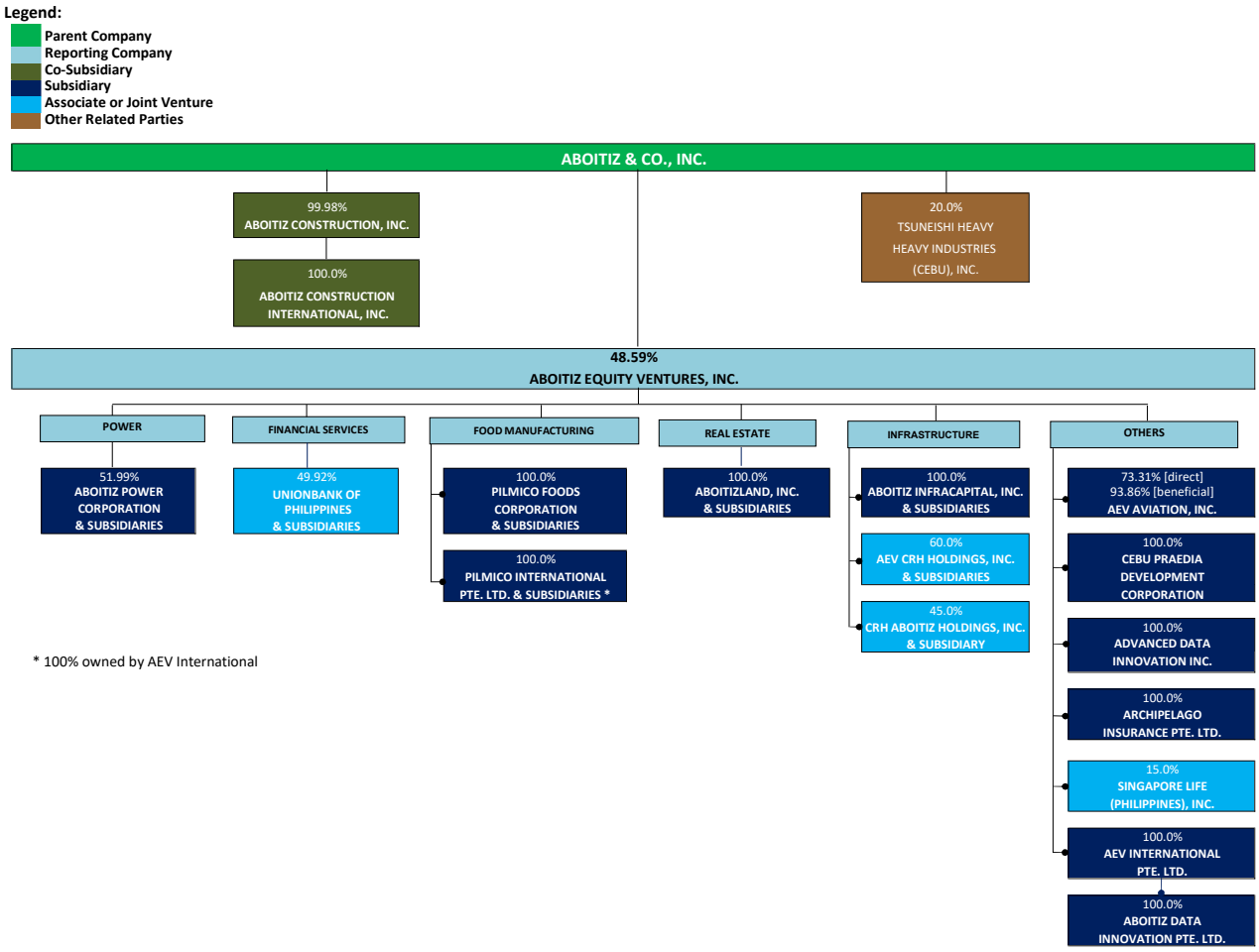
ABOITIZ EQUITY VENTURES, INC. AND SUBSIDIARIES
CONGLOMERATE MAPPING
As of December 31, 2022



* 100% owned by AEV International

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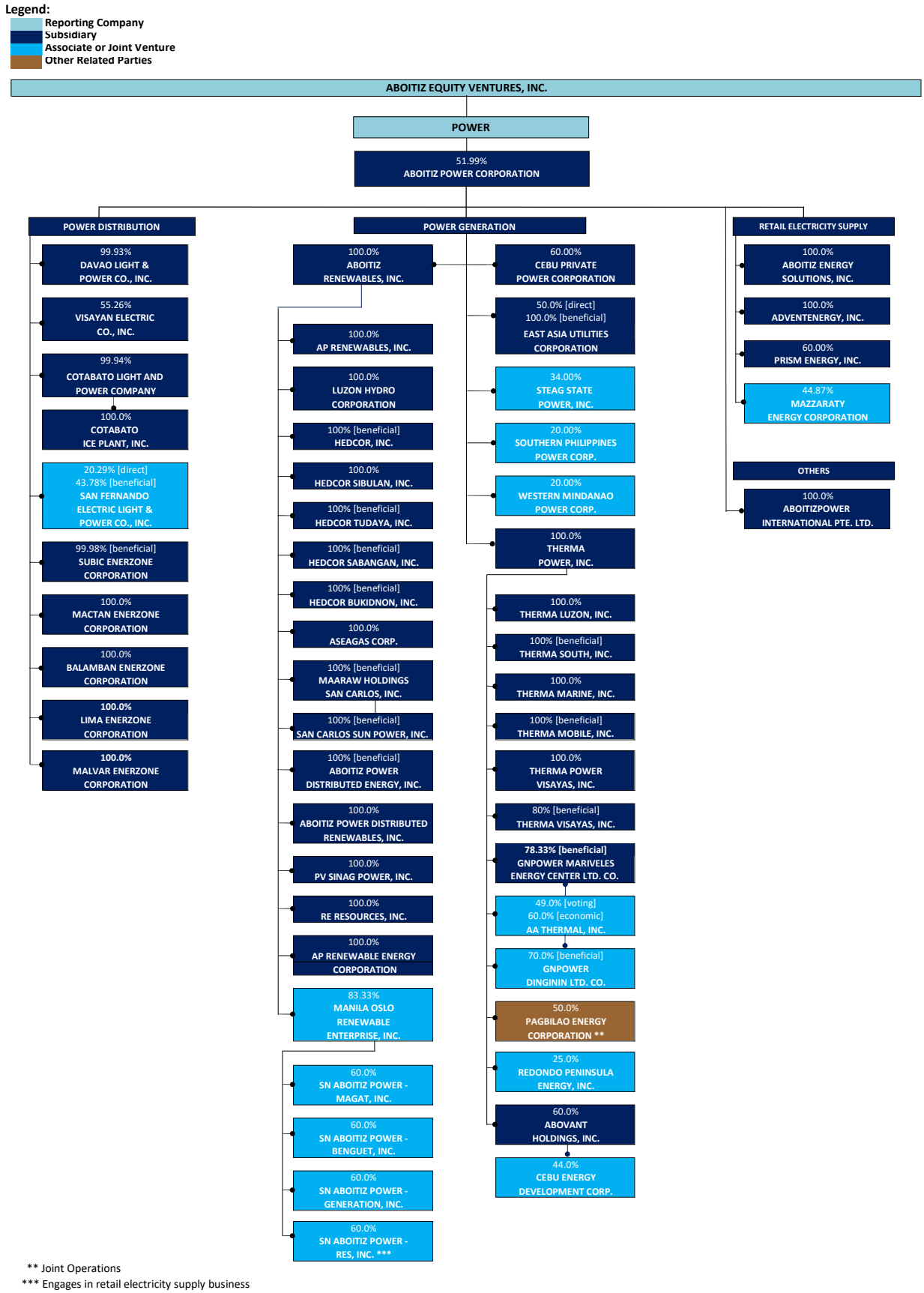
ABOITIZ EQUITY VENTURES, INC. - POWER
CONGLOMERATE MAPPING
As of December 31, 2022



** Joint Operations
*** Engages in retail electricity supply business

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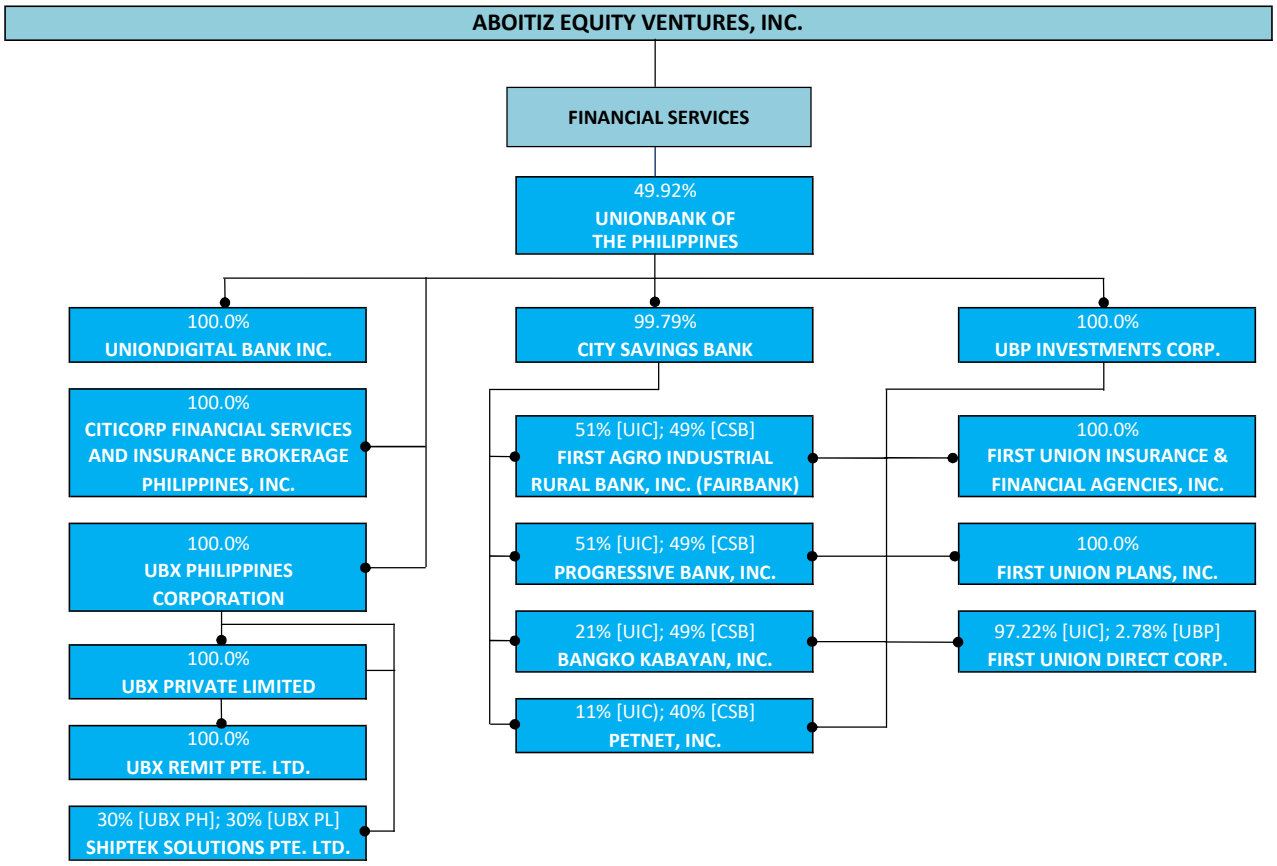
ABOITIZ EQUITY VENTURES, INC. - FINANCIAL SERVICES

CONGLOMERATE MAPPING

As of December 31, 2022

Legend:

- Reporting Company
- Subsidiary
- Associate or Joint Venture



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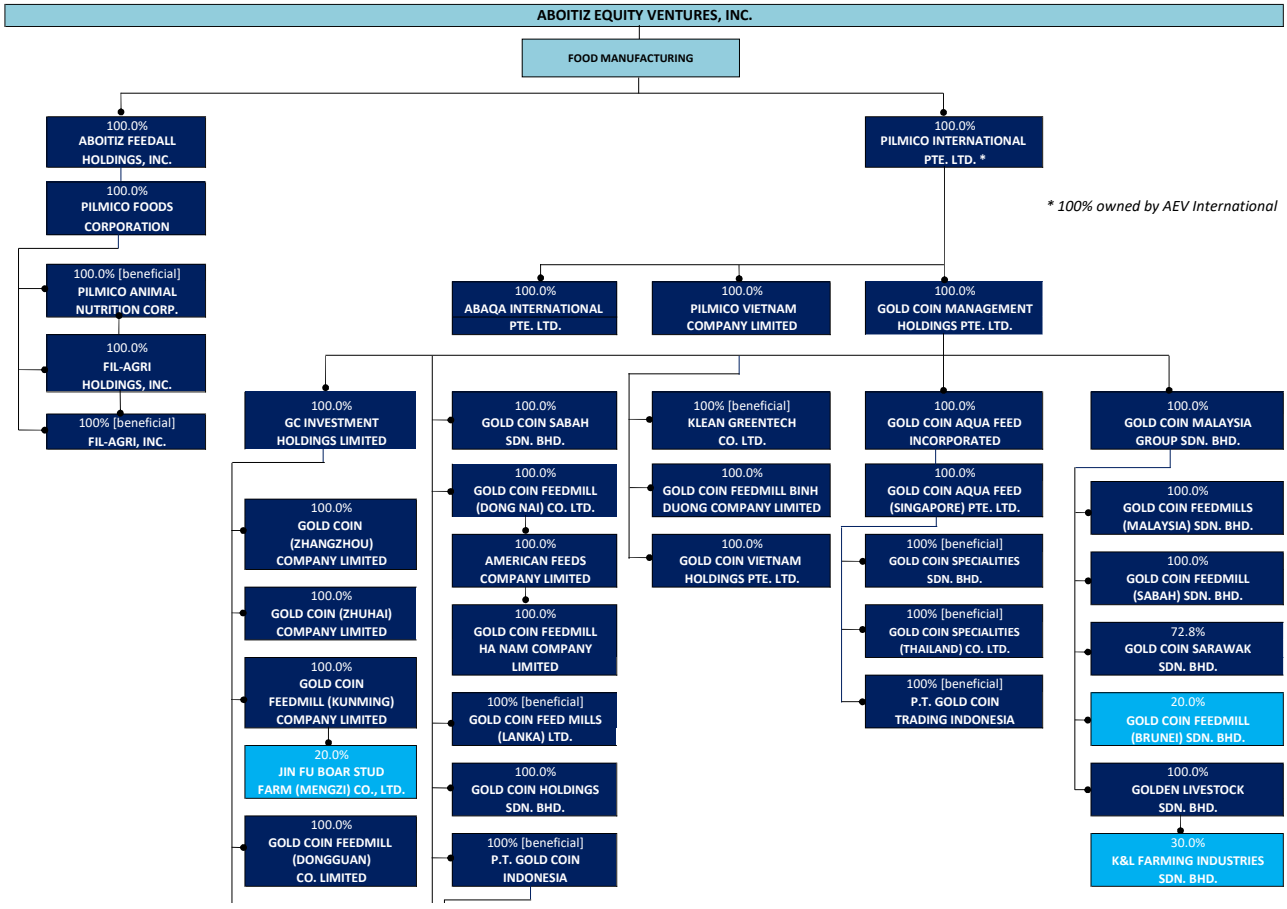
ABOITIZ EQUITY VENTURES, INC. - FOOD MANUFACTURING

CONGLOMERATE MAPPING

As of December 31, 2022

Legend:

Reporting Company
Subsidiary
Associate or Joint Venture



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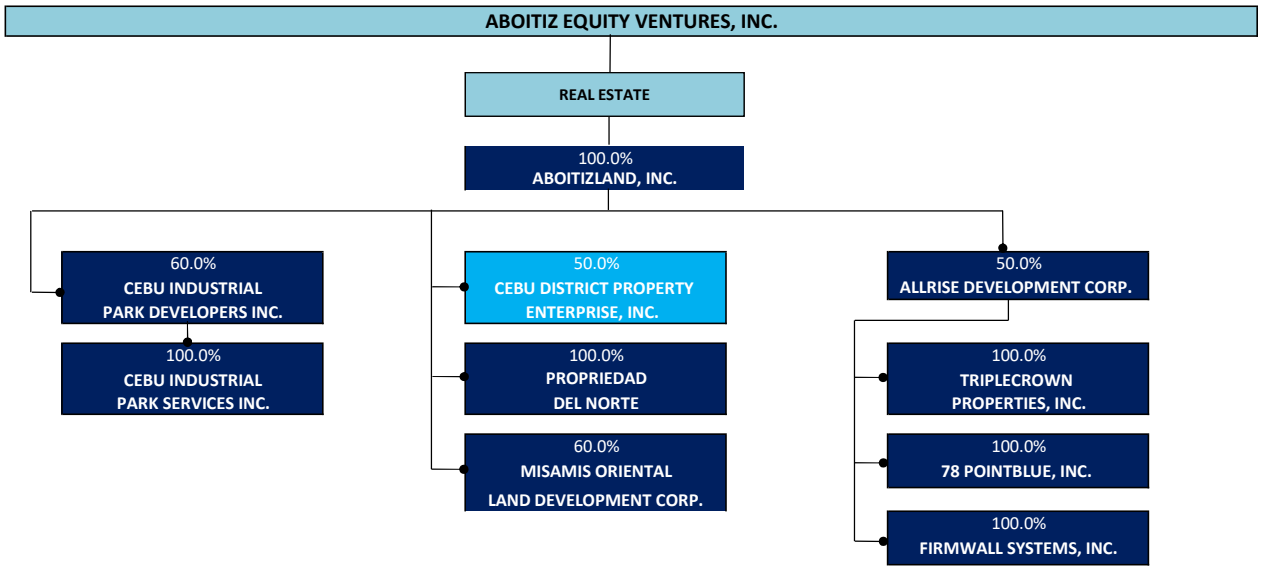
ABOITIZ EQUITY VENTURES, INC. - REAL ESTATE

CONGLOMERATE MAPPING

As of December 31, 2022

Legend:

- Reporting Company
- Subsidiary
- Associate or Joint Venture



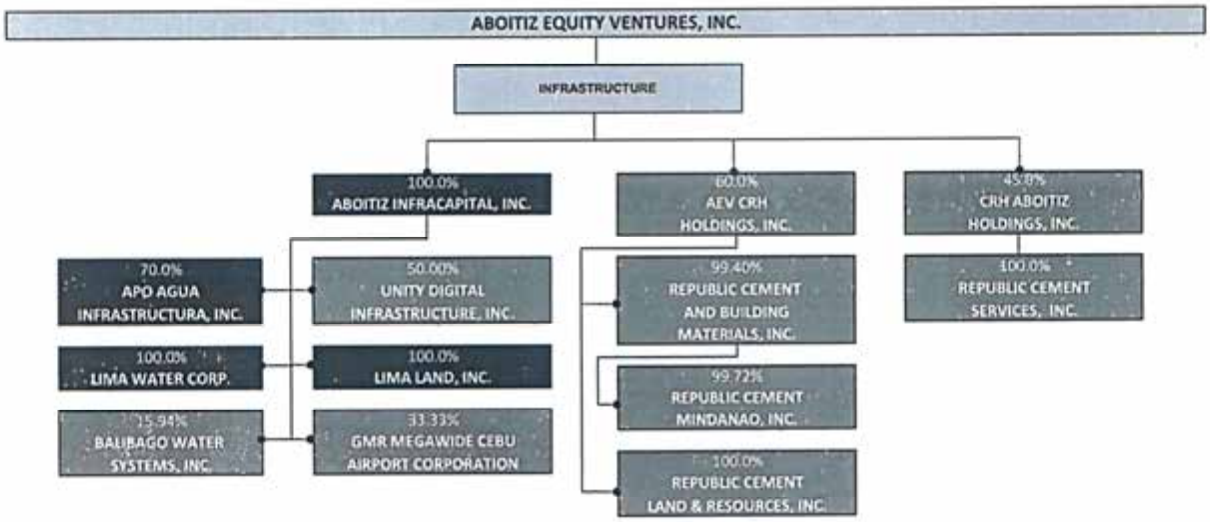
ABOITIZ EQUITY VENTURES, INC. - INFRASTRUCTURE

CONGLOMERATE MAPPING

As of December 31, 2022

Legend:

- Reporting Company
- Subsidiary
- Associate or Joint Venture



BUREAU OF INTERNAL REVENUE
LARGE TAXPAYERS DIVISION-CEBU
RECEIVED
APR 05 2023

Annex C. Reporting Template

(For additional guidance on how to answer the Topics, organizations may refer to Annex B: Topic Guide)

We are pleased to present the 2022 Aboitiz Equity Ventures (AEV) Annual Integrated Report. The Report provides information on financial, operational, governance, social, and environmental performance that are material to AEV's business and stakeholders.

The Report contains a full-year's data— from January 1 to December 31, 2022—and focuses on AEV's strategic business units: Power, Banking and Financial Services, Food, Infrastructure, Land, and Data Science and Artificial Intelligence (DSAI). We gathered reports on their performance in the following focus areas: team member engagement and development, corporate social responsibility, customer focus, disaster resilience, carbon emissions reduction, resource efficiency, renewable energy, waste management, and financial growth and returns.

Monetary values in the Report are presented in Philippine Pesos (PHP), which is AEV's Reporting Standards and Guidance GRI Standards functional currency. All information is disclosed to uphold the principles of ethics and transparency, and to communicate vital information to our stakeholders.

This report is in compliance with the Securities and Exchange Commission Memorandum Circular No. 4 Series of 2020: "Sustainability Reporting Guidelines for Publicly Listed Companies."

Kindly refer to the 2022 Annual Integrated Report: *Together, we are building the Philippines' First Techglomerate is* available for downloading at the main Aboitiz Website https://aboitiz.com/corporate-governance/latest-annual-report/ and the Aboitiz Sustainability Microsite https://sustainability.aboitiz.com/report/ . Please take note that the page number indicated in the references of each disclosure item are PDF pages.

Contextual Information

Company Details	
Name of Organization	Aboitiz Equity Ventures Inc.
Location of Headquarters	NAC Tower, 32nd Street, Bonifacio Global City, Taguig City, 1643 Philippines
Location of Operations	The locations where the operations of the Aboitiz Group's businesses are found on pages 42-43 2022 Annual Integrated Report.

Report Boundary: Legal entities (e.g. subsidiaries) included in this report*	The reporting scope is found on the About the report section Pages 10-11 of the 2022 Annual Sustainability Report.
Business Model, including Primary Activities, Brands, Products, and Services	Kindly refer to pages 12-15 of the2022 Annual Integrated Report.
Reporting Period	January 1, 2022 to December 31, 2022
Highest Ranking Person responsible for this report	Mr. Sabin M. Aboitiz, President and Chief Executive Officer

**If you are a holding company, you could have an option whether to report on the holding company only or include the subsidiaries. However, please consider the principle of materiality when defining your report boundary.*

Materiality Process

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.[1]
The discussion on the materiality assessment process can be found on page 11 of the 2022 Annual Integrated Report (About the Report) Materiality, as defined by the GRI reporting framework, includes topics and disclosures that reflect the Group's significant economic, environmental, and social impacts, or those that would substantially influence the assessments and decisions of our stakeholders. Our process involved an internal analysis of the importance of a broad list of sustainability issues related to our core businesses of power, banking and financial services, food, infrastructure, land, DSAI, and our corporate foundation. At the parent company level, we integrated the common material issues that are within the medium-term horizon of our reporting parameters. We also used discussions from stakeholder dialogues and company-wide feedback channels to inform the selection of these material issues, which were discussed and approved by the Aboitiz Group Management Committee as part of the focus areas of our Aboitiz Sustainability Synergy. Our process of determining material topics and list of material topics are reported using GRI 3-1 and 3-2 and can be found in page 144-149 of the 2022 Annual Integrated Report We used our stakeholder dialogues and company-wide feedback channels to inform the selection of these material issues, which were discussed and approved by the Aboitiz Group Management Committee as part of the focus areas of our Aboitiz Sustainability Framework.

[1] See *GRI 102-46* (2016) for more guidance.

Supporting references are found on pages 195 for Key Dialogue Channel for Stakeholders of the 2022 Annual Integrated Report.

ECONOMIC

Economic Performance

Direct Economic Value Generated and Distributed

AEV's financial performance is summarized on page 2-5 for Financial Highlights, and discussed on pages for CFO Message page 20-24 of the 2022 Annual Integrated Report.

Economic and Governance practices of AEV are also available in the company website at https://sustainability.aboitiz.com/sustainability-at-aboitiz/economic/ .

Disclosure	Amount	Units
Direct economic value generated (revenue)		PhP
Direct economic value distributed:		
a. Operating costs		PhP
b. Employee wages and benefits		PhP
c. Payments to suppliers, other operating costs		Php
d. Dividends given to stockholders and interest payments to loan providers		PhP
e. Taxes given to government		PhP

f. Investments to community (e.g. donations, CSR)		PhP

A discussion on management of material topics in addressing material economic indicators are found on page 144 of the 2022 Annual Integrated Report.

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*(e.g. employees, community, suppliers, government, vulnerable groups)*	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Identify risk/s related to material topic of the organization		
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Climate-related risks and opportunities[2]

A discussion on the Aboitiz Group's Climate-related actions is found on pages 153 of the 2022 Annual Integrated Report.

In 2022, the Aboitiz Group has included our progress in addressing climate change risks in accordance with the guidance of the Task Force on Climate Related Financial Disclosures.

[2] Adopted from the Recommendations of the Task Force on Climate-Related Financial Disclosures. The TCFD Recommendations apply to non-financial companies and financial-sector organizations, including banks, insurance companies, asset managers and asset owners.

Our disclosures of the Climate Risk Scenario Analysis and Climate Strategy can also be found in our Aboitiz Sustainability Microsite : https://sustainability.aboitiz.com/our-impact/climate-strategy/

Governance	Strategy	Risk Management	Metrics and Targets
Disclose the organization's governance around climate-related risks and opportunities	Disclose the actual and potential impacts[3] of climate-related risks and opportunities on the organization's businesses, strategy, and financial planning where such information is material	Disclose how the organization identifies, assesses, and manages climate-related risks	Disclose the metrics and targets used to assess and manage relevant climate-related risks and opportunities where such information is material
Recommended Disclosures			
a) Describe the board's oversight of climate-related risks and opportunities	a) Describe the climate-related risks and opportunities the organization has identified over the short, medium and long term	a) Describe the organization's processes for identifying and assessing climate-related risks	a) Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process
b) Describe management's role in assessing and managing climate-related risks and opportunities	b) Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy and financial planning.	b) Describe the organization's processes for managing climate-related risks	b) Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets
	c) Describe the resilience of the organization's strategy, taking into consideration different climate-related scenarios	c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the	

[3] For this disclosure, impact refers to the impact of climate-related issues on the company.

	including a 2°C or lower scenario	organization's overall risk management	

Procurement Practices

Proportion of spending on local suppliers

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

For Supply Chain Management Approach and significant improvements and innovations to our supply chain processes kindly refer to pages 206-209 of the 2022 Annual Integrated Report.

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Anti-corruption

For our disclosures relevant to Anti-Corruption refer to pages 212-213, 227-230 of the 2022 Annual Integrated Report and page 188 of the 2022 20-IS Definitive Information Statement Report: https://s3-ap-southeast-1.amazonaws.com/aboitizcom-uploads/wp-content/uploads/2023/01/27170008/AEV-SEC-Form-2022-20-IS-Definitive-Information-Statement-03.27.2023_Full-Reportv2.pdf

Training on Anti-corruption Policies and Procedures

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

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What are the Opportunity/ies Identified?	Which stakeholders are affected?	Management Approach
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Incidents of Corruption

Corruption-related reports or incidents are discussed on page 188 of the 2023 20-IS Definitive Information Statement Report: https://s3-ap-southeast-1.amazonaws.com/aboitizcom-uploads/wp-content/uploads/2023/01/27170008/AEV-SEC-Form-2022-20-IS-Definitive-Information-Statement-03.27.2023_Full-Reportv2.pdf

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

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ENVIRONMENT

Information on environmental indicators material to the Aboitiz Group are found on the GRI Index page 280-285 and Planet Appendix Table) of the 2022 Annual Integrated Report; our 2022 Performance Tables and Cost and Effects of Compliance with Environmental Laws on pages 64 of the AEV 20-IS Definitive Statement. Environment metrics, indicators and practices of AEV are also available on the Aboitiz Sustainability Microsite at https://sustainability.aboitiz.com/sustainability-at-aboitiz/environment/.

A discussion on the Aboitiz Group's management approaches and initiatives to environmental stewardship is found on pages 44 and 146-153 of the 2022 Annual Integrated Report.

Resource Management

Energy consumption within the organization:

Disclosure	Quantity	Units
Energy consumption (renewable sources)		GJ
Energy consumption (gasoline)		GJ
Energy consumption (LPG)		GJ
Energy consumption (diesel)		GJ
Energy consumption (electricity)		kWh

Reduction of energy consumption

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

What is the impact and where does it occur? What is the	Which stakeholders are affected?	Management Approach

organization's involvement in the impact?		
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*(e.g. employees, community, suppliers, government, vulnerable groups)*	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
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Water consumption within the organization

Disclosure	**Quantity**	**Units**
Water withdrawal		Cubic meters
Water consumption		Cubic meters
Water recycled and reused		Cubic meters

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Which stakeholders are affected?**	**Management Approach**
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organization or linked to impacts through its business relationship)		
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
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Materials used by the organization

Disclosure	**Quantity**	**Units**
Materials used by weight or volume		
● renewable		kg/liters
● non-renewable		kg/liters
Percentage of recycled input materials used to manufacture the organization's primary products and services		%

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

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	(identify all sites)	
Habitats protected or restored		ha
IUCN[4] Red List species and national conservation list species with habitats in areas affected by operations	(list)	

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[4] International Union for Conservation of Nature

Environmental impact management

Air Emissions

GHG

Disclosure	Quantity	Units
Direct (Scope 1) GHG Emissions		Tonnes CO_2e
Energy indirect (Scope 2) GHG Emissions		Tonnes CO_2e
Emissions of ozone-depleting substances (ODS)		Tonnes

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Air pollutants

Disclosure	Quantity	Units
NO_x		kg
SO_x		kg

Persistent organic pollutants (POPs)		kg
Volatile organic compounds (VOCs)		kg
Hazardous air pollutants (HAPs)		kg
Particulate matter (PM)		kg

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Solid and Hazardous Wastes

Solid Waste

Disclosure	**Quantity**	**Units**
Total solid waste generated		kg
Reusable		kg
Recyclable		kg
Composted		kg

Incinerated		kg
Residuals/Landfilled		kg

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Hazardous Waste

Disclosure	**Quantity**	**Units**
Total weight of hazardous waste generated		kg
Total weight of hazardous waste transported		kg

Refer to pages 64 to 78 (pages 126-155 in print, Management Approach), and pages 133 to 134 (pages 264 and 266 in print, Appendix Tables) of the 2020 Annual Sustainability Report.

What is the impact and where does it occur? What is the	**Which stakeholders are affected?**	**Management Approach**

organization's involvement in the impact?		
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*(e.g. employees, community, suppliers, government, vulnerable groups)*	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
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Effluents

Disclosure	Quantity	Units
Total volume of water discharges		Cubic meters
Percent of wastewater recycled		%

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Environmental compliance

Non-compliance with Environmental Laws and Regulations

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
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SOCIAL

Information on social indicators material to the Aboitiz Group are found on the GRI Index page 280-285 and People, Appendix Table) of the 2022 Annual Integrated Report; our 2022 Performance Tables and Social metrics, indicators and practices of AEV are also available on the Aboitiz Sustainability Microsite at https://sustainability.aboitiz.com/sustainability-at-aboitiz/social/.

A discussion on the Aboitiz Group's management approaches, talent analytics and initiatives to social indicators is found on pages 44 and 154-163 of the 2022 Annual Integrated Report

Our Corporate Social Responsibility approaches and performance is reported on pages 120-128 the 2022 Annual Integrated Report.

Employee Management

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees[5]		
a. Number of female employees		#
b. Number of male employees		#
Attrition rate[6]		rate
Ratio of lowest paid employee against minimum wage		ratio

Employee benefits

List of Benefits	Y/N	% of female employees who availed for the year	% of male employees who availed for the year
SSS			
PhilHealth			

[5] Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)

[6] Attrition are = (no. of new hires – no. of turnover)/(average of total no. of employees of previous year and total no. of employees of current year)

Pag-ibig			
Parental leaves			
Vacation leaves			
Sick leaves			
Medical benefits (aside from PhilHealth))			
Housing assistance (aside from Pag-ibig)			
Retirement fund (aside from SSS)			
Further education support			
Company stock options			
Telecommuting			
Flexible-working Hours			
(Others)			

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Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees		
a. Female employees		hours
b. Male employees		hours
Average training hours provided to employees		
a. Female employees		hours/employee
b. Male employees		hours/employee

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Labor-Management Relations

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

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Diversity and Equal Opportunity

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

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
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Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours		Man-hours
No. of work-related injuries		#
No. of work-related fatalities		#
No. of work related ill-health		#
No. of safety drills		#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
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Labor Laws and Human Rights

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

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

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor		
Child labor		
Human Rights		

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Supply Chain Management

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy:

https://aboitiz.com/corporate-governance/policies-protocols/suppliers-contractors-selection-policy/

Vendor Code of Conduct and Vendor Management Policy can be downloaded at https://sustainability.aboitiz.com/report/

Our disclosures relevant to Supply Chain Management can be found on the GRI Index page 280-285 of the 2022 Annual Integrated Report.

Do you consider the following sustainability topics when accrediting suppliers?

Topic	Y/N	If Yes, cite reference in the supplier policy
Environmental performance		
Forced labor		
Child labor		
Human rights		
Bribery and corruption		

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Relationship with Community

Our disclosures relevant to Relationship with Community, Customer Management, Customer Privacy and Data Security can be found on the GRI Index page 280-285 and discussion of our CSR Programs are found in pages 120-128 of the 2022 Annual Integrated Report.

Status of securing Free Prior Informed Consent and Certification of Preconditions are reported in page 75 of the 2023 20-IS Definitive Infromation Statement: https://s3-ap-southeast-1.amazonaws.com/aboitizcom-uploads/wp-content/uploads/2023/01/27170008/AEV-SEC-Form-2022-20-IS-Definitive-Information-Statement-03.27.2023_Full-Reportv2.pdf

Significant Impacts on Local Communities

Operations with significant (positive or negative) impacts on local communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable groups (if applicable)*	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if positive)

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

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

Certificates	Quantity	Units
FPIC process is still undergoing		#
CP secured		#

What are the Risk/s Identified?	Management Approach

Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction		

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) *Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)*	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Health and Safety

Disclosure	Quantity	Units

No. of substantiated complaints on product or service health and safety*		#
No. of complaints addressed		#

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Marketing and labelling

Disclosure	**Quantity**	**Units**
No. of substantiated complaints on marketing and labelling*		#
No. of complaints addressed		#

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain)	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and*

Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Customer privacy

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

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) *Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)*	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

Data Security

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

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Identify the impact and where it occurs (i.e., primary business operations and/or supply chain) Indicate involvement in the impact (i.e., caused by the organization or linked to impacts through its business relationship)	*What policies, commitments, goals and targets, responsibilities, resources, grievance mechanisms, and/or projects, programs, and initiatives do you have to manage the material topic?*
What are the Risk/s Identified?	**Management Approach**
Identify risk/s related to material topic of the organization	
What are the Opportunity/ies Identified?	**Management Approach**
Identify the opportunity/ies related to material topic of the organization	

UN SUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

We align our key performance indicators with the United Nations Sustainable Development Goals (SDGs). These highlight our contributions to poverty reduction, education, climate change, responsible consumption, disaster preparedness, technological innovation, and institutional partnership to achieve these shared targets.

We have also assessed our focus areas in our OneNewAboitiz Sustainability Synergy that can be found on pages 140-145 of the 2022 Annual Integrated Report.

Our disclosures on our programs and initiatives aligned with the SDGs are found in our Aboitiz Sustainability Microsite https://sustainability.aboitiz.com/sdg-journey/

Our Businesses	Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Banking and Financial Services	Banking and Financial Services	• Smart banking solutions • Accessibility for the unbanked market SDG 8 and 9	Potential negative environmental impacts to SDG 13. Potential negative impacts to SDG 10.	• Managing our operations by providing programs to address impacts to SDG 12 and 13. • Inclusive banking programs increased its reach to the unbanked population and this addressed SDG 10 goals.
Power	Power Generation & Distribution Service	• Ample and reliable power supply • Reasonable and competitive price • Availability of a right mix of energy supply SDG 7	Potential negative impacts of Carbon footprint to SDG 13 14 and 15	• Managing Carbon footprint of our operations through compliance to regulatory standards and minimizing by promoting Carbon sequestration and biodiversity programs
Food	Food Products & Animal Nutrition Products	• High-quality food supply • Partnership entrepreneurship towards economic growth SDG 2 and 8	Potential negative impacts to SDG 12 and 13	• Managing the Carbon footprint of our operations through compliance to regulatory standards and responsible consumptions and production by converting agricultural waste to bunker fuel. • Supported local cooperatives and small farms to

				address goals for SDG 8
Land	Real Estate Development	• Build deliberately designed townships • Boost economic growth through right mix of commercial, industrial and residential communities SDG 11	Potential negative impacts to SDG 13 14 and 15	• Managing impacts of land use and development based on regulatory standards and promoting programs to sustain life on land and water. • Utilizing renewable energy in our industrial estates. • Provide opportunities for decent work and economic growth through industrial, commercial and residential developments.
Infrastructure	Water Utilities	• Innovative Infrastructure Solutions • Access to clean water and transportation SDG 6 and 9	Potential negative impact to SDG 6	Managing impacts water distribution and use based on regulatory standards and promoting programs to sustain clean water and sanitation and maintaining watersheds to ensure availability of water supply.

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