C O V E R S H E E T

CONCEPCION INDUSTRIAL CORPORATION
(formerly Concepcion Airconditioning Corporation)
Company's Full Name

308 Sen. Gil J. Puyat Avenue
Makati City, Philippines
Company's Address: No./Street/City/Town/Province

(02) 8772 1819
Company's Telephone Number

31 December
Fiscal Year Ending
(Month & Day)

PRELIMINARY INFORMATION STATEMENT
SEC Form 20-IS
FORM TYPE

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LCU

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Cashier

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DTU

A1997-13456
SEC Reg. No.

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File No.

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NONE
EACH ACTIVE SECONDARY LICENSE TYPE AND FILE NUMBER
(State "NONE" if that is the case)

CONCEPCION INDUSTRIAL CORPORATION
(formerly Concepcion Airconditioning Corporation)

NOTICE OF THE ANNUAL STOCKHOLDERS' MEETING

TO: ALL STOCKHOLDERS

Notice is hereby given that **CONCEPCION INDUSTRIAL CORPORATION** (formerly Concepcion Airconditioning Corporation) (the "Corporation") will conduct its Annual Stockholders' Meeting virtually via Zoom (https://us02web.zoom.us/w/86838091736?tk=8G_6MGK2RSLS6ZetBTH3TeDSY_jvzlNKV6hxAJs54uE.DQMAAAAUN_Qf2BZwc3VVdTNHN1NqaTlqN01TbGh4ekF3AAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=MTE3UUQvdFFMd0VPcnd0ZTFDdmVDUT09) on July 20, 2022 at 10:30 a.m., at which meeting the following matters shall be taken up:

1. Call to Order;
2. Certification of Existence of Quorum;
3. Approval of the Minutes of the Annual Meeting of the Stockholders held on July 14, 2021;
4. Report of the Chairman;
5. Approval of the Audited Financial Statements as of December 31, 2021;
6. Election of Directors;
7. Appointment of External Auditors
8. Ratification of All Actions taken by the Board and Management;
9. Other Matters; and
10. Adjournment.

The record date for the determination of stockholders entitled to notice of, and to vote at, the said meeting is fixed at the close of business hours on June 20, 2022.

To ensure the health and well-being of our stockholders during this COVID-19 pandemic, stockholders may only attend the meeting by remote communication and/or vote *in absentia* or through the Chairman of the meeting as proxy. Stockholders who wish to participate by remote communication or vote *in absentia* or by proxy should notify the Corporate Secretary by email to **cic.secretary@romulo.com** from **June 29, 2022 to July 8, 2022**.

Successful registrants will receive an electronic invitation via email with a complete guide on how to join the meeting. For any registration concerns, please get in touch with the Corporation through cic.secretary@romulo.com.

All stockholders who wish to vote through a proxy or *in absentia* shall submit the duly signed proxies or ballots, as the case may be, to the Office of the Corporate Secretary at the 21st Floor, Philamlife Tower, 8767 Paseo de Roxas, Makati City and/or by email to **cic.secretary@romulo.com** not later than July 8, 2022. The proxies and ballots submitted shall be validated on July 13, 2022 at 2:00 p.m. We are not soliciting proxies.

The Information Statement which contains a brief explanation of each item on the agenda and procedures for attending the meeting via remote communication and for casting votes *in absentia*, Management Report, and Annual Report for the year ended December 31, 2021 in SEC Form 17-A are posted on the Corporation's website at https://cic.ph/investor-relations/#annual-stockholders and PSE EDGE.

The meeting shall be recorded in audio and video format and copies thereof shall be retained by the Corporation.

JAYSON L. FERNANDEZ
Corporate Secretary

AGENDA DETAILS AND RATIONALE

1. **Call to Order**

   The Chairman of the board of directors (the "Board"), Raul Joseph A. Concepcion, will formally open the meeting at approximately 10:30 a.m.

2. **Certification of Existence of Quorum**

   The Corporate Secretary, Atty. Jayson L. Fernandez, will certify that the Notice and Agenda of the Annual Meeting of the Stockholders was published in two newspapers of general circulation (in printed and online format), for two consecutive days, and that the Information Statement, Management Report, and Annual Report for the year ended December 31, 2021 on SEC Form 17-A were posted on PSE EDGE and on the Corporation's website in accordance with SEC Notice dated February 16, 2022. The Corporate Secretary will also certify, based on the number of shares owned by stockholders present or represented by proxy at the meeting or participating thereat via remote communication, whether a quorum exists for the valid transaction of business.

   Further to Sections 23 and 57 of the Revised Corporation Code and SEC Memorandum Circular No. 6, Series of 2020, the Corporation has set up an online and web meeting room which may be accessed by the stockholders to attend the meeting. A stockholder who participates by way of remote communication and votes *in absentia* or through a proxy, as provided herein, shall be deemed present for purposes of quorum.

   The following are the rules and procedures for the conduct of the meeting:

   a. Stockholders may attend the meeting remotely by viewing the livestream *via* Zoom Meeting (https://us02web.zoom.us/w/86838091736?tk=8G_6MGK2RSLS6ZetBTH3TeDSY_jvzlNKV6hxAJs54uE.DQMAAAAUN_Qf2BZwc3VVdTNHN1NqaTlqN01TbGh4ekF3AAAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=MTE3UUQvdFFMd0VPcnd0ZTFDdmVDUT09). The information necessary to attend the meeting shall be sent to all shareholders who are able to register as required herein.

   b. Stockholders must notify the Corporate Secretary by email to cic.secretary@romulo.com of their intention to attend the meeting by remote communication to be included in determining quorum, together with the stockholders who intend to vote *in absentia* and by proxy.

   c. Registration to attend the meeting by remote communication and/or to vote *in absentia* and by proxy shall be open from June 29, 2022 to July 8, 2022. The Registration Procedure for Voting *In Absentia* and Participation via Remote Communication are set out in Annex "D" of the Information Statement.

   d. Stockholders may cast their votes on any item in the agenda for approval through the following modes on or before July 8, 2022:

      i. By sending their duly signed proxies appointing the Chairman of the meeting to the Corporate Secretary, together with the information and documents mentioned under item (c); or
      ii. By voting *in absentia* through sending their duly signed ballots to the Corporate Secretary, subject to the validation procedure mentioned in Annex "D" of the Information Statement.

   e. Other Matters that are proposed to be included in the agenda by qualified minority shareholders as provided in SEC Memorandum Circular No. 14, Series of 2020, must be submitted to the Corporate Secretary by email to cic.secretary@romulo.com not later than July 8, 2022. All stockholders who have validly registered to participate in the meeting by remote communication or vote *in absentia* or through a proxy will receive an email from the Corporate Secretary informing them of the Other Matter(s) for approval by the qualified minority shareholder(s), should such matter(s) require the vote of the shareholders. Stockholders must send their votes (Yes, No, or Abstain) to the Corporate Secretary by email at to cic.secretary@romulo.com no later than July 8, 2022.

   f. Stockholders may send their questions or comments on the items in the Agenda prior to or during the meeting by e-mail at investorrelations@cic.ph. The Corporation will endeavor to answer all questions submitted prior to and in the course of the meeting, or separately through the Corporation's Investor Relations Office within a reasonable period after the meeting.

   g. Each Agenda item will be shown on the screen during the live streaming as the same is taken up at the meeting.

   h. All the items in the Agenda for the approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding voting stock present at the meeting.

   i. Election of directors will be by plurality of votes and every stockholder will be entitled to cumulate his votes.

j. The Corporate Secretary and a committee organized by the Board will tabulate all votes received and an independent third party will validate the results.

k. The meeting proceedings shall be recorded in audio and video format and copies thereof shall be retained by the Corporation.

3. Approval of the Minutes of the Annual Meeting of the Stockholders held on July 14, 2021

The minutes of the meeting held on July 14, 2021 are available at the Corporation's website (https://cic.ph/investor-relations/#annual-stockholders). Copies of the minutes will also be made available to the stockholders along with the Information Statement.

4. Report of the Chairman

The Report summarizes significant business transactions undertaken by management and achievements for the fiscal year 2021.

5. Approval of the Audited Financial Statements

The Corporation's Audited Financial Statements, highlights of which are explained in the Chairman's Report and in the Information Statement, will be presented to the stockholders for approval. Copies of the 2021 Audited Financial Statements, previously approved by the Board, were also submitted to the Securities and Exchange Commission and the Bureau of Internal Revenue.

6. Election of the members of the Board of Directors

Copies of the *curriculum vitae* and profiles of the candidates to the Board, including the nominees for Independent Directors, received and screened by the Corporate Governance and Nominations Committee of the Board are provided in the Information Statement for the examination of the stockholders. For this year, the candidates to the Board are the following:

i. Raul Joseph A. Concepcion
ii. Renna C. Hechanova-Angeles
iii. Raul Anthony A. Concepcion
iv. Jose Ma. A. Concepcion III
v. Ma. Victoria Herminia C. Young
vi. Raissa C. Hechanova-Posadas
vii. Cesar A. Buenaventura (Independent Director)
viii. Alfredo E. Pascual (Independent Director)
ix. Justo A. Ortiz (Independent Director)

Notably, on June 15, 2022, the Board provided meritorious reasons for the retention of Mr. Cesar A. Buenaventura as Independent Director subject to stockholders' approval at the Annual Stockholders Meeting on July 20, 2022. The meritorious reasons for their recommended retention are as follows:

a) He has been an essential member of the Board, serving at the same time as the Lead Independent Director as well as Chairman of the Corporate Governance & Nominations and Remuneration & Compensation Committees of the Company;
b) He is highly qualified and well respected in the business community and sits as independent director in the Boards of other companies;
c) He has performed his role as independent director with dedication and commitment;
d) His insights, wisdom, and knowledge of the Company gained from his experience over the years will help the Company navigate new challenges in the years ahead;
e) His retention will also preserve a well-balanced Board composition in terms of tenure. The two other nominees for independent Directors, were first elected as Directors in 2019 and 2020, respectively, and the extension of Mr. Buenaventura's term as independent director will ensure that the Board will have fresh perspective from relatively new members while maintaining a seasoned view of the business; and
f) The length of time that he has sat on the Board as independent director has not and will not impair his ability to act independently and objectively.

7. Appointment of External Auditor

The Audit and Risk Oversight Committee of the Board will endorse to the stockholders the election of Isla Lipana & Co. as the Corporation's auditor for year 2022-2023 as well as its proposed remuneration. The external auditor conducts an independent verification of the Corporation's financial statements and provides an objective assurance on the accuracy of its financial statements.

The profile of Isla Lipana & Co. is provided in the Information Statement.

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

The acts and resolutions of the Board are reflected in the minutes of meetings, and the material aspects of which are disclosed to the SEC and the Philippine Stock Exchange ("PSE") and posted on the company website (https://cic.ph/investor-relations/#annual-stockholders). These acts are crucial to the successful and effective performance of the Corporation.

The stockholders will be requested to ratify all acts of the Board and Management since the last annual stockholders' meeting on July 14, 2021.

9. Other Matters

The Chairman will open the floor for comments and questions by the stockholders. Stockholders may raise other matters or issues that may be properly taken up at the meeting.

10. Adjournment

After all business has been considered and resolved, the Chairman will declare the meeting adjourned.

PROXY

The undersigned stockholder of **CONCEPCION INDUSTRIAL CORPORATION** (the "Corporation") hereby appoints the Chairman of the meeting as *attorney-in-fact* to represent and vote all shares registered in its/his/her name at the annual stockholders' meeting of the Corporation on July 20, 2022 and at any of the adjournments thereof for the purpose of acting on the following matters:

1. **Approval of the Minutes of the Annual Meeting of the Stockholders held on July 14, 2021**

   ☐ **For** ☐ **Against** ☐ **Abstain**

2. **Approval of the Report of the Chairman**

   ☐ **For** ☐ **Against** ☐ **Abstain**

3. **Approval of the Audited Financial Statements as of December 31, 2021**

   ☐ **For** ☐ **Against** ☐ **Abstain**

4. **Election of the members of the Board of Directors**

	Yes	**No**	**Abstain**
Raul Joseph A. Concepcion	________	________	________
Renna C. Hechanova-Angeles	________	________	________
Raul Anthony A. Concepcion	________	________	________
Jose Ma. A. Concepcion III	________	________	________
Ma. Victoria Herminia C. Young	________	________	________
Raissa C. Hechanova-Posadas	________	________	________
Cesar A. Buenaventura (Independent Director)	________	________	________
Alfredo E. Pascual (Independent Director)	________	________	________
Justo A. Ortiz (Independent Director)	________	________	________

5. **Appointment of External Auditor**

   ☐ **For** ☐ **Against** ☐ **Abstain**

6. **Ratification of Actions taken by the Board of Directors and Management**

   ☐ **For** ☐ **Against** ☐ **Abstain**

7. **The proxy named above is authorized to vote upon such other matters as may properly come before the meeting**

   ☐ **For** ☐ **Against** ☐ **Abstain**

Printed Name of Stockholder ____ **Date:** ____________

Signature of Stockholder/Authorized Signatory __________________________

THIS PROXY SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE **JULY 8, 2022 AT 5:00 P.M.** FOR CORPORATE STOCKHOLDERS, PLEASE ATTACH TO THIS PROXY FORM THE SECRETARY'S CERTIFICATE ON THE AUTHORITY OF THE SIGNATORY TO APPOINT THE PROXY AND SIGN THIS FORM.

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

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

NOTARIZATION OF THIS PROXY IS NOT REQUIRED.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:

   [✓] Preliminary Information Statement

   [ ] Definitive Information Statement

2. Name of Registrant as specified in its charter: **CONCEPCION INDUSTRIAL CORPORATION** (formerly Concepcion Airconditioning Corporation, the "Corporation")

3. **METRO MANILA, PHILIPPINES**
   Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number: **A1997-13456**

5. BIR Tax Identification Code: **005-029-401-000**

6. **308 Sen. Gil J. Puyat Avenue, Makati City, Philippines** **1209**
   Address of principal office Postal Code

7. Registrant's telephone number, including area code: +632 87721819

8. Date, time and place of the meeting of security holders:

   Date: July 20, 2022
   Time: 10:30 am
   Place: Virtually via Zoom
   (https://us02web.zoom.us/w/86838091736?tk=8G_6MGK2RSLS6ZetBTH3TeDSY_jvzlNKV6hxAJs54uE.DQMAAAAUN_Qf2BZwc3VVdTNHN1NqaTlqN01TbGh4ekF3AAAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=MTE3UUQvdFFMd0VPcnd0ZTFDdmVDUT09). **The Chairman will conduct the online meeting at Km 20, East Service Road, Alabang, Muntinlupa City Metro Manila, pursuant to Section 15 of SEC Memorandum Circular No. 6, Series of 2020 in relation to Section 50 of the Revised Corporation Code.**

9. Approximate date on which the Information Statement is first to be sent or given to security holders:

   The Information Statement may be accessed at the Corporation's website (https://cic.ph/investor-relations/#annual-stockholders) **beginning on June 29, 2022.**

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of share and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common Shares	**400,891,491**

11. Are any or all of registrant's securities listed on a Stock Exchange?

    Yes ____✓____ No __________

    Is yes, disclose the name of such Stock Exchange and the class of securities listed therein;

    The common shares of the Corporation are listed on The Philippine Stock Exchange**, Inc.**

THE MANAGEMENT IS NOT SOLICITING PROXIES FOR
THIS STOCKHOLDERS' MEETING.
PLEASE DO NOT SEND THE MANAGEMENT YOUR PROXY.

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. **Date, time and place of meeting of security holders**

The Annual Stockholders' Meeting of Concepcion Industrial Corporation (formerly Concepcion Airconditioning Corporation) (the "Company") will be held virtually via Zoom (https://us02web.zoom.us/w/86838091736?tk=8G_6MGK2RSLS6ZetBTH3TeDSY_jvzlNKV6hxAJs54uE.DQMAAAAUN_Qf2BZwc3VVdTNHN1NqaTlqN01TbGh4ekF3AAAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=MTE3UUQvdFFMd0VPcnd0ZTFDdmVDUT09) on July 20, 2022 at 10:30 a.m.

The complete mailing address of the Company is 308 Sen. Gil J. Puyat Avenue, Makati City, Philippines.

The security holders shall be given access to the Information Statement at the Company's website (https://cic.ph/investor-relations/#annual-stockholders) beginning June 29, 2022.

Item 2. **Dissenters' Right of Appraisal**

Shareholders of the Company shall have an appraisal right, or the right to dissent and demand payment of the fair value of their shares, in the manner provided for under Section 80 of the Revised Corporation Code of the Philippines, under any of the following circumstances:

- In case of any amendment to the Articles of Incorporation, which has the effect of changing or restricting the rights of shareholders or any class of shares, or the authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of the Company's corporate existence;

- In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the Company's assets as provided under the Revised Corporation Code;

- In case of merger or consolidation of the Company with another corporation; and

- In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

The appraisal right may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation within thirty (30) days after the date on which the vote was taken for payment of the fair value of his shares: Provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented or affected, the Company shall pay to such stockholder, upon surrender of the certificate or certificates of stock representing his shares, the fair value thereof as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

If within a period of sixty (60) days from the date the corporate action was approved by the stockholders, the withdrawing stockholder and the Company cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one (1) of whom shall be named by the stockholder, another by the Company, and the third by the two (2) thus chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the Company within thirty (30) days after such award is made; provided, that no payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment; and provided, further, that upon payment by the Company of the agreed or awarded price, the stockholder shall forthwith transfer his shares to the Company.

There are no matters or proposed corporate actions included in the agenda for the Annual Stockholders' Meeting, which may give rise to a possible exercise by shareholders of their appraisal rights.

Item 3. **Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

No current director or officer of the Company or nominee for election or director of the Company, nor any associate of such persons, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon other than election to office.

No director has informed the Company in writing that he/she intends to oppose any action to be taken by the Company at the Annual Stockholders' Meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. **Voting Securities and Principal Holders Thereof**

(a) Pursuant to a resolution of the Board of Directors at a regular meeting held on April 11, 2022 all stockholders at the close of business hours on June 20, 2022 shall be entitled to notice and to vote at the Annual Stockholders' Meeting scheduled on July 20, 2022. The stockholders will vote on matters scheduled to be taken up at the Annual Stockholders' Meeting with each share being entitled to cast one (1) vote.

(b) For the election of directors, stockholders entitled to vote may vote such number of shares for as many persons as there are directors to be elected, or may cumulate said shares and give one (1) candidate as many votes as the number of directors to be elected multiplied by the number of their shares shall equal or may distribute them on the same principle among as many candidates as they shall see fit.

(c) Pursuant to Article II, Section 7 of the Company's By-Laws, a stockholder may vote in person or by proxy.

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

Security Ownership of Certain Record and Beneficial Owners

Owners of record of more than 5% of the Company's voting securities as of June 15, 2022 were as follows:

Title of Class	Name and Address of Record / Beneficial Owner and	Relationship with Issuer	Citizenship	Number of Shares Held	% to Total
Common	Foresight Realty & Development Corporation (Formerly Concepcion Holdings, Inc.) Sen. Gil Puyat Ave. Extension, Makati City	Stockholder	Filipino	92,580,290[1]	23.09%
Common	Horizons Realty, Inc. Pioneer cor. Sheridan St., Mandaluyong City	Stockholder	Filipino	85,545,026[2]	21.34%
Common	Hy-Land Realty and Development Corporation 308 Sen. Gil J. Puyat Ave., Makati City	Stockholder	Filipino	89,387,797[3]	22.30%

The following are the representatives and authorized to cast votes for the three major shareholders to the Annual Stockholders' Meeting: Raul Joseph A. Concepcion (Foresight Realty & Development Corporation), Jose Ma. A. Concepcion (Horizons Realty Inc.), and Rafael C. Hechanova, Jr. (Hy-Land Realty and Development Corporation).

Security Ownership of Directors and Management

The following are the number of shares of the Company's capital stock (all of which are voting shares) owned by the directors and executive officers of the Company as of June 15, 2022:

Title of Class	Name of Beneficial Owner	Position	Citizenship	Number of Shares	Nature of Ownership	% of Class
Common	Raul Joseph A. Concepcion	Chairman/CEO	Filipino	1,024,160	Direct & Indirect	0.26%
Common	Renna C. Hechanova-Angeles	Vice Chairman/Treasurer	Filipino	3,227,816	Direct	0.81%
Common	Raul Anthony A. Concepcion	Director	Filipino	2, 230,952	Direct & Indirect	0.56%

[1] Including two (2) common shares held by its nominees.
[2] Including two (2) common shares held by its nominees.
[3] Including two (2) common shares held by its nominees.

Common	Ma. Victoria Herminia C. Young	Director	Filipino	1,149,073	Direct & Indirect	0.29%
Common	Jose Ma. A. Concepcion	Director	Filipino	614,056	Direct & Indirect	0.15%
Common	Raissa C. Hechanova-Posadas	Director	Filipino	2,641,630	Direct	0.66%
Common	Alfredo E. Pascual	Director	Filipino	100	Direct	0%
Common	Cesar A. Buenaventura	Director	Filipino	3	Direct	0%
Common	Rafael C. Hechanova, Jr.	EVP for Business Development	Filipino	4,207,614	Direct & Indirect	1.05%
Common	Ma. Victoria A. Betita	Chief Strategy and Transformation Officer	Filipino	38,978	Direct	0%
Common	Rajan Komarasu	Chief Finance and Operating Officer	Filipino	51,800	Direct	0%
Common	Harold T. Pernikar	Chief Growth Officer-New Ventures, CCAC	Filipino	1,560	Direct	0%
Common	Alexander Villanueva	General Manager, Product Solutions Division and Integrated Logistics	Filipino	12,500	Direct	0%
Common	Phillip F. Trapaga	General Manager, Concepcion Midea, Inc.	Filipino	12,120	Direct	0%

(e) Voting Trust Holders of 5% or more

There are no voting trusts or similar agreements covering the shares of stocks of the Company.

(f) Changes in Control of the Registrant since beginning of last Fiscal Year

The Company is not aware of any transactions, which may have resulted in a change of control in the Company since the beginning of the last fiscal year.

Item 5. **Directors and Executive Officers**

The members of the Board of Directors and executive officers of the Company are:

Name and Position	Age	Citizenship	Term of Office as a Director / Officer	Period Served As A Director / Officer	Directorship Held In Other Philippine Companies
Raul Joseph A. Concepcion Chairman and President	60	Filipino	1 year	Director and Officer since 1997	Foresight Realty and Development Corporation, Concepcion Durables, Inc., Concepcion Midea, Inc., Concepcion Otis Philippines, Inc. Cortex Technologies Corporation, Alstra Incorporated, Teko Solutions Asia, Inc.

Renna C. Hechanova-Angeles Vice-chairman and Treasurer	67	Filipino	1 year	Director and Officer since 1997	Hy-land Realty and Development Corporation, Concepcion Durables, Inc.
Raul Anthony A. Concepcion Director	52	Filipino	1 year	Since 5 July 2013	Foresight Realty and Development Corporation, Concepcion Durables, Inc.
Jose Ma. A. Concepcion III Director	64	Filipino	1 year	Since 5 July 2013	Horizons Realty, Inc. RFM Corporation
Ma. Victoria Herminia C. Young Director	63	Filipino	1 year	Since 5 July 2013	Horizons Realty, Inc., RFM Corporation Concepcion Durables, Inc.
Raissa C. Hechanova-Posadas Director	62	Filipino	1 year	Since 5 July 2013	Hy-land Realty and Development Corporation RFM Corporation
Cesar A. Buenaventura Independent Director	93	Filipino	1 year	Since 27 November 2013	DM Consunji, Inc.,DMCI Holdings, Inc., ICTSI, iPeople, Inc., Mitsubishi Hitachi Powers Philippines, Inc., Pilipinas Shell Petroleum Corporation, SEMIRARA Mining and Power Corporation, Manila Water Company, Inc.
Alfredo E. Pascual Independent Director	73	Filipino	1 year	Since 10 July 2019	SM Investments Corporation, Megawide Construction Corporation, Arkstone Group, Inc., Enderun Colleges, Inc.
Justo A. Ortiz Independent Director (nominee)	63	Filipino	1 year	Since 6 November 2020	PETNET, Inc., City Savings Bank, Inc., Union Bank of the Philippines, UBP Investments Corporation, UBX Philippines Corporation, City Savings Bank, Inc., Philippine Payments Management, Inc., Fintech Philippines Association, Inc., Distributed Ledger Technology Association of the Philippines, Inc., The Insular Life Assurance Co., Ltd, and Philippine Trade Foundation, Inc. One Food Group, Aboitiz Equity Ventures
Rafael C. Hechanova, Jr. Chief Communications Officer Executive Vice President, Business Development and Corporate Marketing, CCAC	62	Filipino	1 year	Since 30 December 1997	Hy-land Realty and Development Corporation, Concepcion Durables, Inc., Concepcion Midea, Inc., Cortex Technologies Corp., Concepcion

					Business Services, Inc., Alstra Incorporated
Maria Victoria A. Betita Chief Strategy and Transformation Officer	54	Filipino	1 year	Since 14 November 2011	Alstra Incorporated, Concepcion Otis Philippines, Inc.
Rajan Komarasu Chief Finance and Operating Officer	57	Singaporean	1 year	Since 11 March 2013	Alstra Incorporated Concepcion Otis Philippines, Inc., Tenex Services, Inc. Concepcion Midea, Inc. Concepcion Durables, Inc. Cortex Technologies Corporation
Harold T. Pernikar Chief Growth Officer-New Ventures, Concepcion Carrier Air Conditioning Company (CCAC) President, CDI	45	American	1 year	Since 18 February 2013	Concepcion Durables, Inc.,
Merril Yu Chief Experience Officer, CCAC	64	Filipino	1 year		None
Phillip F. Trapaga Managing Director, CCAC Chairman of the Board and President of CMI	61	Filipino	1 year	Since 15 July 2013	Concepcion Midea, Inc.
Anna M. Alejandro General Manager, Concepcion Midea Philippines, Inc..	41	Filipino	1 year	Since 25 May 2022	None
Alexander T. Villanueva General Manager, Product Solutions and Integrated Logistics Services, CCAC and Concepcion Durables, Inc.	50	Filipino	1 year	Since 15 May 2006	Concepcion Durables, Inc.
Michael Hansson General Manager Smart Technology, CCAC	53	Filipino	1 year	Since 2 January 2015	Cortex Technologies Corp.
Michael Eric I. Sarmiento General Manager for Shared Services, CCAC	52	Filipino	1 year	Since 8 March 2020	Concepcion Business Services, Inc.
Richard L. Parcia Chief Information Officer	46	Filipino	1 year	Since 15 October 2018	None
Omar C. Taccad	53	Filipino	1 year	Since 9 July 2018	

Chief Compliance Officer and Chief Legal Officer					Cortex Technologies Corporation
Araceli Malapad Chief Audit Executive	53	Filipino	1 year	Since 18 October 2021	None
Alberto Alfonso Albano Head of Investor Relations	46	Filipino	1 year	Since 14 July 2021	None
Jayson L. Fernandez Corporate Secretary	52	Filipino	1 year	Since 18 July 2013	None
Roxanne Viel C. Santos Cua Assistant Corporate Secretary	37	Filipino	1 year	Since 15 July 2020	None

The information on the business experience of the members of the Board of Directors and the Executive Officers of the Corporation is found in Annex "A" hereof.

The following are the incumbent and/or incoming members of the committees of the Board of Directors, who will be nominated for re-appointment/appointed in the Organizational Meeting of the Board of Directors, following the Annual Meeting of the Stockholders:

Executive Committee

Raul Joseph A. Concepcion (Chairman)
Renna C. Hechanova-Angeles
Raul Anthony A. Concepcion

Audit and Risk Oversight Committee

Alfredo E. Pascual. (Chairman)
Cesar A. Buenaventura
Justo A. Ortiz
Raissa C. Hechanova-Posadas
Ma. Victoria Herminia C. Young

Compensation and Remuneration Committee

Cesar A. Buenaventura (Chairman)
Jose Ma. A. Concepcion III
Alfredo E. Pascual

Corporate Governance and Nominations Committee

Cesar A. Buenaventura (Chairman)
Alfredo E. Pascual
Justo A. Ortiz
Raul Joseph A. Concepcion
Renna C. Hechanova-Angeles

Strategy and Investments Committee
Justo A Ortiz (Chairman)
Raissa Hechanova Angeles-Posadas
Maria Victoria Herminia C. Young

(a) Directors, Independent Directors, and Executive Officers

Process and Criteria for Selection of Nominees for Directors

The Board of Directors set June 8, 2022 as the deadline for the submission of nominations for election to the Board of Directors. The Corporate Governance and Nominations Committee screens the nominees for election to the Board of Directors in accordance with the Company's Revised Manual on Corporate Governance. The Corporate Governance and

Nominations Committee will assess the candidates' background, educational qualifications, work experience, expertise and stature as would enable them to effectively participate in the deliberations of the Board. In the case of the independent directors, the Corporate Governance and Nominations Committee will review their business relationships and activities to ensure that they have all the qualifications and none of the disqualifications for independent directors as set forth in the Company's Revised Manual of Corporate Governance, By-Laws, the Securities Regulation Code ("SRC"), and the SRC Implementing Rules and Regulation

Nominees for Election at Annual Stockholders' Meeting on July 20, 2022.

The Corporate Governance and Nominations Committee screened the nominees to determine whether they have all of the qualifications and none of the disqualifications for election to the Company's Board of Directors. The Final List of Candidates for election to the Board of Directors, who are all incumbent Directors, are as follows:

1. Raul Joseph A. Concepcion
2. Renna C. Hechanova-Angeles
3. Raul Anthony A. Concepcion
4. Jose Ma. A. Concepcion III
5. Ma. Victoria Hermina A. Concepcion-Young
6. Raissa C. Hechanova-Posadas
7. Cesar A. Buenaventura (Independent Director)
8. Alfredo E. Pascual (Independent Director)
9. Justo A. Ortiz (Independent Director)

The Company complied with the guidelines on the nomination and election of independent directors prescribed in Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code and the Company's Revised Manual on Corporate Governance.

The name of the person who recommended the nomination of the foregoing candidates for independent directors is Foresight Realty & Development, as represented by its President, Mrs. Carmencita A. Concepcion ("Mrs. Concepcion"). None of the candidates for independent directors of the Corporation are related to Foresight Realty & Development Corporation and Mrs. Concepcion whether by affinity or consanguinity up to the fourth civil degree.

Mr. Cesar A. Buenaventura will be serving his 9th year as independent director. The Company is aware of the requirements under SEC MC No. 4, Series of 2017 which states that if a company wants to retain an independent director who has served for nine years, the Board should provide meritorious justifications and seek the approval of shareholders during the annual shareholders meeting.

In its meeting on May 13, 2022, the Corporate Governance and Nominations Committee endorsed the extension of the term of Mr. Cesar A. Buenaventura as independent director on the following meritorious grounds:

g) He has been an essential member of the Board, serving at the same time as the Lead Independent Director as well as Chairman of the Corporate Governance & Nominations and Remuneration & Compensation Committees of the Company;
h) He is highly qualified and well respected in the business community and sits as independent director in the Boards of other companies;
i) He has performed his role as independent director with dedication and commitment;
j) His insights, wisdom, and knowledge of the Company gained from his experience over the years will help the Company navigate new challenges in the years ahead;
k) His retention will also preserve a well-balanced Board composition in terms of tenure. The two other nominees for independent Directors, were first elected as Directors in 2019 and 2020, respectively, and the extension of Mr. Buenaventura's term as independent director will ensure that the Board will have fresh perspective from relatively new members while maintaining a seasoned view of the business; and
l) The length of time that he has sat on the Board as independent director has not and will not impair his ability to act independently and objectively.

The Board during its meeting on June 15, 2022 approved the endorsement of the Corporate Governance and Nominations Committee and the meritorious justifications for the retention of Mr. Cesar A. Buenaventura as independent director.

(b) <u>Significant Employees</u>

The Company values its human resources and considers the entire manpower force as significant employees.

(c) <u>Family Relationships</u>

Raul Joseph A. Concepcion and Raul Anthony A. Concepcion are brothers. Renna C. Hechanova-Angeles, Rafael C. Hechanova, Jr., and Raissa C. Hechanova-Posadas are siblings. Jose Ma. A. Concepcion III and Ma. Victoria Herminia

C. Young are likewise siblings. The foregoing groups of siblings are also first cousins. The president of Foresight Realty & Development is the mother of Raul Joseph A. Concepcion and Raul Anthony A. Concepcion.

(d) Involvement in Certain Legal Proceedings

The above named directors and executive officers have not been involved in any material legal proceedings involving bankruptcy petitions, criminal convictions, court orders and judgments, including violations of securities regulations during the past five (5) years and until the date of this report.

(e) Certain Relationships and Related Transactions

In the normal course of business, the Company transacts with related parties. The following are the balances and significant transactions with these entities as at and for the years ended December 31:

	2021		2020		2019	
	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)
Shareholders						
Rent and utilities	56,933	-	60,666	(2)	52,292	(3)
Lease of warehouse	36,047	-	42,129	-	53,364	-
Advance Rental	1,683	-	2,730	-	-	-
Security Deposit	1,493	-	2,671	-		
Dividend declaration	401,955	-	282,253	-	486,606	-
Reimbursements from shareholders	594	866	303	303	-	(1,157)
Reimbursements to shareholders	1,157	-	-	(1,157)	-	(1,157)
Associate						
Administrative services	22,180	2,058	21,454	2,728	19,115	1,593
Transfer of employees	-	-	110	(110)	706	(8,578)
Transfer of employees	2,763	(2,763)	2,537	2,687	1	1,781
Purchase of goods, net of return	16,280	(27)	17,236	(1,877)	223	(20)
Sale of goods	8,143	4,937	2,773	1,053	232	2,558
Product loan	94	(94)	270	-	-	-
Advance collections	1,771	(1,771)	-	-	-	-
Transaction fees	3,036	-	1,030	1,030	-	-
Reimbursements from associates	173,338	15,198	164,981	22,617	83,039	44,647
Reimbursement to associate	63,138	(28,265)	1,225	(4,736)	2,653	(210)
Entities under common control						
Rent and utilities	34,119	-	34,119	-	34,372	1
Entities with common shareholders						
Sale of goods	-	-	-	-	24	-
Commission income	6,650	-	10,558	3,731	32,895	10,558
Dividend declaration	266,564	-	341,680	-	895,560	341,680
Purchases, net purchase returns	165,020	(90,434)	1,973,683	(514,258)	2,511,901	1,973,683
Collections (Payments) in behalf of a related party	(136)	(4,113)	-	(4,331)	54,260	-
Royalty/Technical fee	51,895	(2,678)	42,697	(29,891)	56,160	42,697
Key management personnel						
Short-term						
Directors' fees	3,368	(4,329)	9,412	(9,412)	3,943	9,412
Salaries and wages	361,865	(82,658)	435,561	(60,772)	459,369	435,561
Long-term						
Retirement benefit	57,841	(179,616)	19,034	(122,007)	13,462	19,034
Retirement plan						
Contributions to the retirement fund	17,412	-	854	-	329	854
Claims from the retirement fund	-	-	25,034	-	29,508	25,034

None of the Company's directors have entered into self-dealing transactions with or involving the Company in 2021.

(f) Resignation of Directors

No director has resigned nor declined to stand for reelection because of a disagreement with the Company.

No director has informed the Company in writing that he/she intends to oppose any action to be taken by the Company at the Annual Stockholder's Meeting.

Item 6. **Compensation of Directors/Executive Officers**

The following are the Company's CEO and four most highly compensated executive officers for the year ended December 31, 2021:

Name	Position
Raul Joseph A. Concepcion	Chief Executive Officer
Raul Anthony A. Concepcion	Vice Chairman of CIC
Renna C. Hechanova-Angeles	Vice Chairman of CIC
Rajan Komarasu	Chief Finance and Operating Officer
Ma. Victoria A. Betita	Chief Strategy and Transformation Officer

The following table identifies and summarizes the aggregate compensation of the Company's CEO and the four most highly compensated executive officers of the Company in 2019, 2020, 2021 and 2022 (forecast):

	Year	Total (1)
		(Amounts are in millions)
CEO and the most highly compensated officers named above	2019	149.1
	2020	153.0
	2021	106.5
	2022 (est.)	128.7
Aggregate compensation paid to all officers and Directors as a group Unnamed	2019	254.4
	2020	249.3
	2021	175.6
	2022 (est.)	215.9

Note:
(1) includes salary, bonuses and other income.

Each Director is entitled to receive *per diem* allowance of Php15,000.00 for attending Board meetings and Php20,000.00 for attending Committee meetings. In addition, the Chairman of the Audit & Risk Oversight Committee receives a fee of Php25,000.00 per month. The Directors are also entitled to a bonus equivalent to 2% of prior year's Profit After Tax After Minority Interest, divided equally among all members of the Board of Directors.

Total compensation of each member of the Company's Board of Directors in their capacity as directors of the Company in the year 2021, is as follows:

Director	BOD Meetings	Audit Risk	Governance& Nomination	Audit Chair Fee	Incentive	Total Amount (Php)
RAUL JOSEPH CONCEPCION	75,000.00		40,000.00		1,177,295.06	1,292,295.06
ALFREDO ESPINOSA PASCUAL	75,000.00		40,000.00	325,000.00	1,177,295.06	1,617,295.06
CESAR BUENAVENTURA	75,000.00	80,000.00	40,000.00		1,177,295.06	1,372,295.06
JOSE MA. CONCEPCION III	45,000.00				1,177,295.06	1,222,295.06
JUSTO ORTIZ	75,000.00	80,000.00				155,000.00
MA. VICTORIA HERMINIA YOUNG	75,000.00	80,000.00			1,177,295.06	1,332,295.06
RAISSA HECHANOVA-POSADAS	75,000.00	60,000.00			1,177,295.06	1,312,295.06
RAUL ANTHONY CONCEPCION	75,000.00				1,177,295.06	1,252,295.06
RENNA HECHANOVA-ANGELES	75,000.00		20,000.00		1,177,295.06	1,272,295.06

Standard Arrangements

Other than payment of reasonable per diem as may be determined by the Board of Directors for every meeting, there are no standard arrangements pursuant to which directors of the Company are compensated, or were compensated, directly or indirectly, for any services provided as a director and for their committee participation or special assignments from the last completed fiscal year up to the present.

Other Arrangements

There are no other standard arrangements pursuant to which any director of the Company was compensated, or to be compensated, directly or indirectly, during 2021 for any service provided as a director.

Employment Contracts

As of the date of this Report, the Company has no special employment contracts with the named executive officers.

Warrants and Options Outstanding

The Company has no outstanding stock warrants or stock options.

Item 7. **Independent Public Accountants**

Isla Lipana & Co. is the Company's external auditor for calendar year 2021. Representatives thereof are expected to be present at the Special Stockholders' Meeting, and they will have the opportunity to make a statement if they so desire and respond to appropriate questions, if any. The engagement of the Company's external auditor is in compliance with paragraph (3)(b)(iv) of the Securities Regulation Code - Rule 68, as amended, which requires independent auditors or in case of an audit firm, the signing partner, to be rotated after every five years of engagement, with a two-year cooling-off period to be observed in the re-engagement of the signing partner or independent auditor.

Changes and Disagreements with Accountant on Accounting and Financial Disclosures

There were no changes nor disagreements with accountants on accounting and financial disclosures.

External Audit Fees and Services

The aggregate fees billed in 2021 for each of the professional services rendered by the Group's external auditors are summarized as follows:

NATURE OF AUDIT	FIRM	CIC	CCAC	CDI	COPI	CMI	CBSI	CTC	TEKO	ALSTRA	TENEX	TOTAL
Dec. 31, 2021 External Audit	PWC	777	884	772	720	450	497	180	75	104	40	4,499
Impairment of Goodwill and Valuation of Intangible assets report	P&A	332	-	-	-	-	-	-	-	-	-	332
Actuarial Valuation Report	EMZ	14	45	162	25	18	20	18	30	-	-	331
Tax Consultancy	SGV	943	1,916		-			55	33	33	-	2,979
	ROMULO	240	110	70	-		120	-	-	-	-	540
	IGD	-	-	-	-		1,458	-	-	-	-	1,458
TOTAL		**2,305**	**2,954**	**1,004**	**745**	**468**	**2,095**	**253**	**138**	**137**	**40**	**10,138**

Audit Committee's Approval Policies and Procedures for the Above Services

The Company's Audit and Risk Oversight Committee ("Audit Committee") chaired by Independent Director Alfredo Pascual reviews the eligibility of the incumbent external auditor for retention, considering certain criteria, during the third quarter of each year. Failing so, the Audit Committee then follows the selection process.

Before the start of each year's audit, the external auditor presents to the Audit Committee for approval its proposed audit plan, describing the areas of focus for the audit, as well as any new accounting standards, laws and new regulatory rules that need to be taken into account in the course of the audit. The audit schedule is also presented. The audit fees are agreed with the external auditor by management. When the audit is completed and before the Board of Directors' meeting in March of the following year, the external auditor presents the audited financial statements and accompanying notes to the Board of Directors for notation in its March meeting, in time for tax filing in April.

Item 8. **Compensation Plans**

There are no actions to be taken up in the meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

C. <u>ISSUANCE AND EXCHANGE OF SECURITIES</u>

Item 9. **Authorization or Issuance of Securities Other than for Exchange**

There is no stockholders' action to be taken with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the Company.

Item 10. **Modification or Exchange of Securities**

There are no matters or actions to be taken up in the meeting with respect to the modification or exchange of securities.

Item 11. **Financial and Other Information**

The audited financial statements as of December 31, 2021 and other data related to the Company's financial information are attached hereto as Annex "C".

For the Management's Discussion and Analysis and Changes in and Disagreements with Accountants on Accounting and Financial Disclosure, please refer to the Management Report attached as Annex "B" hereof.

Item 12. **Mergers, Consolidations, Acquisitions and Similar Matters**

There is no stockholders' action to be taken with regard to the following: (a) the merger or consolidation of the Company into or with any other person or of any other person into or with the Company; (b) the acquisition by the Company or any of its security holders of securities of another person; (c) the acquisition by the Company of any other going business or of the assets thereof; (d) the sale or other transfer of all or any substantial part of the assets of the Company; and (d) the liquidation or dissolution of the Company.

Item 13. **Acquisition or Disposition of Property**

There are no matters or actions to be taken up in the meeting relating to acquisition or disposition of property.

Item 14. **Restatement of Accounts**

There are no matters or actions to be taken up in the meeting relating to restatement of accounts.

D. <u>OTHER MATTERS</u>

Item 15. **Action with Respect to Reports**

(a) <u>Financial Statements and Management Report</u>

The management shall report on the significant business transactions undertaken by management and achievements for the fiscal year 2021. Attached is the Management Report and the Audited Financial Statements for the period ending December 31, 2021, which is Annexes "B" and "C" hereof.

The Board of Directors recommends that shareholders note and approve the Management Report together with the financial statements for the period ending 31 December 2021.

(b) <u>Ratification of All Acts, Contracts, Investments and Resolutions of the Board of Directors and Management since the last annual stockholders' meeting up to the Date of the Annual Stockholders' Meeting</u>

As a matter of corporate policy, the management of the Company seeks the approval and ratification by the stockholders of all acts, contracts, investments and resolutions of the Board of Directors and management since July 14, 2021, as follows: (1) election of the officers of the Company, (2) appointment of the members of the Company's committees, (3) appointment f authorized representatives for submission and processing of forms with the Bureau of Internal Revenue; (4) change in security managers for electronic/internet banking facilities; (5) authorization to obtain Group Life Insurance Policy from the Manufacturer's Life Insurance Co., (Phils.), Inc., (6) change in authorized signatories with various banking and financial institutions; (7) designation of authorized signatories for short term transactions; (8) authorization to apply for construction permit to construct a concrete fence in Bajada, Davao City; (9) approval of the amendments to the Charter of the Strategy and Investments Committee; (10) authorization to renew credit facilities with the Bank of the Philippine Islands; (11) ratification of Audit and Risk Oversight Committee's approval of the Company's audited financial statements as of December 31, 2021; (12) appointment of Isla Lipana & Co. (Pricewaterhouse Coopers Philippines) as external auditors for 2022; (13) setting of Annual Stockholder's Meeting on 20 July 2022; (14) authorizing the holding of the 2022 Annual Stockholders Meeting virtually and the attendance and voting shall be exercised in person or through a proxy by way of remote communication or in absentia; and (15) declaration of cash dividends.

These are reflected in the minutes of the meetings of the Board of Directors, in the regular reports and disclosures to the SEC and to the PSE, and in Annexes "B" and "C" hereof.

Item 16. **Matters Not required to be Submitted**

All matters or actions that will require the vote of the security holders will be submitted at the meeting.

Item 17. **Amendment of Charter, By-laws or Other Documents**

There are no matters or actions to be taken up in the meeting with respect to the amendment of the Company's Articles of Incorporation, By-laws, and other documents.

Item 18. **Other Proposed Actions**

(a) <u>Approval of the Minutes of the Annual Meeting of the Stockholders held on July 14, 2021</u>

The Minutes of the Stockholders' Meeting of the Company held on July 14, 2021 (the "Minutes") will be presented for approval of the Stockholders in the Annual Stockholders' Meeting. Such action on the part of the Stockholders will not constitute approval or disapproval of the matters referred to in said Minutes since Stockholder approval and action on those items had already been obtained in such meeting.

The Minutes and related records are available for inspection by any Stockholder at any reasonable hour during business days. In addition, copies of the Minutes will be available for review by the Stockholders at the Company's website.

(b) <u>Election of Directors</u>

Election of Directors for the ensuing calendar year. The nominees include an independent director whose term is proposed to be extended beyond nine (9) years on the basis of the following meritorious grounds provided by the Board:

a) He has been an essential member of the Board, serving at the same time as the Lead Independent Director, as well as Chairman of the Corporate Governance & Nominations and Remuneration & Compensation Committees of the Company;
b) He is highly qualified and well respected in the business community and sits as independent director in the Boards of other companies;
c) He has performed his role as independent director with dedication and commitment;
d) His insights, wisdom, and knowledge of the Company gained from his experience over the years will help the Company navigate new challenges in the years ahead;
e) His retention will also preserve a well-balanced Board composition in terms of tenure. The two other nominees for independent Directors, were first elected as Directors in 2019 and 2020, respectively, and the extension of said independent director's term will ensure that the Board will have fresh perspective from relatively new members while maintaining a seasoned view of the business; and
f) The length of time that he has sat on the Board as independent director has not and will not impair his ability to act independently and objectively.

(c) <u>Appointment of the Corporation's External Auditor</u>

The approval of the appointment of Isla Lipana & Co. as the Company's external auditor for the current year will be one of the matters to be undertaken during the Annual Stockholders' Meeting.

(d) <u>Approval of the 2021 Audited Financial Statements and the Management Report</u>

The approval of the 2021 audited financial statements of the Company as well as the accompanying Management Report will be one of the matters to be undertaken during the Annual Stockholders' Meeting.

Item 19. **Voting Procedures**

(a) <u>Vote Requirement</u>

The following matters require the following votes:

Subject Matter	Votes Required
Appointment of the Company's external auditor	Majority of the votes cast

Ratification of all acts, contracts, investments and resolutions of the Board of Directors and Management	Majority of the votes cast
Approval of the Minutes of the Annual Meeting of the Stockholders held on July 14, 2021	Majority of the votes cast
Approval of the 2021 Financial Statements and Management Report	Majority of the votes cast
Election of Directors	The top nine (9) nominees with the most number of votes cast are elected

(b) Method of Voting

In all items for approval, each voting share of stock entitles its registered owner as of the June 20, 2022 to one vote. In light of the COVID-19 pandemic (as discussed in Item 20), stockholders will only be allowed to vote by appointing the Chairman of the meeting as their proxy or electronically *in absentia.*

In the case of the election of directors, each stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate the aforesaid shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares, or he may distribute them on the same principle among as many nominees as he shall see fit; provided that, the whole number of votes cast by him shall not exceed the number of shares owned by him multiplied by the total number of directors to be elected.

Proxies shall be in writing, signed and filed, by the stockholders, in the form provided in this Information Statement, and shall be received by the Corporate Secretary on or before 1July 8, 2022.

A stockholder may vote electronically *in absentia* by sending his or her duly signed ballot to the Corporate Secretary, subject to validation procedures. A stockholder voting electronically *in absentia* shall be deemed present for purposes of quorum.

All votes will be counted and tabulated by the Corporate Secretary and a committee organized by the Board of Directors, and the results will be validated by an independent third party.

Item 20. **Participation of Stockholders by Remote Communication**

In support of the efforts to contain the outbreak of COVID-19 and to ensure the safety and welfare of its stockholders, directors, officers, and employees, the Company will dispense with the physical attendance of stockholders at the meeting and will allow attendance only by remote communication. The livestream of the meeting shall be viewable *via* Zoom.

In order for the Company to properly conduct validation procedures, stockholders who have not sent their proxies or registered on the voting *in absentia* website who wish to participate via remote communication must notify the Company by email to **cic.secretary@romulo.com** on or before July 8, 2022.

Please refer to Annex "D" for the detailed guidelines for participation via remote communication and the procedures for registration and casting votes *in absentia*.

SIGNATURE

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

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Makati City on this 20th day of July 2021.

CONCEPCION INDUSTRIAL CORPORATION

By:

JAYSON L. FERNANDEZ
Corporate Secretary

ANNEX A

THE CURRENT BOARD OF DIRECTORS OF THE COMPANY WHO WILL ALL BE REELECTED FOR THE 2022-2023 TERM

Name	Position	Date to be Elected To The Board	Citizenship	Age
Raul Joseph A. Concepcion	Chairman	July 20, 2022	Filipino	60
Renna C. Hechanova-Angeles	Vice-Chairman & Treasurer	July 20, 2022	Filipino	67
Raul Anthony A. Concepcion	Director	July 20, 2022	Filipino	52
Jose Ma. A. Concepcion III	Director	July 20, 2022	Filipino	64
Ma. Victoria Herminia C. Young	Director	July 20, 2022	Filipino	63
Raissa C. Hechanova-Posadas	Director	July 20, 2022	Filipino	62
Cesar A. Buenaventura	Independent Director	July 20, 2022	Filipino	93
Alfredo E. Pascual	Independent Director	July 20, 2022	Filipino	73
Justo A. Ortiz	Independent Director	July 20, 2022	Filipino	63

Raul Joseph A. Concepcion, 60 is the Chairman and Chief Executive Officer of the Company since 2008. He is also the president of CCAC and of Concepcion Industries, Inc. as well as the chairman emeritus of the Philippine Appliance Industry Association ("PAIA"). He holds a business administration degree from Simon Fraser University.

Renna C. Hechanova-Angeles, 67 was elected Vice Chairman of the Board and the Treasurer of the Company on July 18, 2013. She is concurrently the vice-chairman and treasurer of CDI, director of CCAC, corporate secretary of Contel Communications, director of the joint venture company between Ayala Land, Inc. and Concepcion Industries, Inc., corporate secretary of Republic Commodities Corporation ("RCC"), and executive vice president and corporate secretary of Concepcion Industries, Inc. ("CII"). She is also the corporate secretary of Hy-land. Ms. Angeles holds a B.S. Commerce, Major in Management degree from the Assumption College.

Raul Anthony A. Concepcion, 52 was first elected to the Board of the Company on July 5, 2013. He is also the president and chief operations officer of Contel Communications, vice president of the joint venture company between Ayala Land, Inc. and Concepcion Industries, Inc., and chairman of CDI. Mr. Concepcion is also the founder and chief event officer of Condura Run, one of the premier running events in the Philippines. He is finalist in the Ernst and Young Entrepreneur of the Year Awards in 2011 and received the Business Excellence Award for showing exceptional, consistent and systematic application of total quality management principles. He holds a B.A. Political Science degree from the University of the Philippines-Diliman and an Executive Master of Business Administration degree from the Asian Institute of Management.

Jose Ma. A. Concepcion III, 64 was first elected to the Board of the Company on July 5, 2013. He concurrently serves as the president and CEO of RFM Corporation and chairman of the board of directors of RFM Unilever Ice Cream, Inc. Mr. Concepcion is also the co-chairman of the agri-business and food committee of PCCI. He is likewise a member of various industry associations such as PCCI, Philippine Association of Feed Millers ("PAFMI"), Philippine Association of Flour Millers ("PAFMIL"), Philippine Chamber of Food Manufacturers, Inc. ("PCFM"), Makati Business Club, and Management Association of the Philippines ("MAP"). Mr. Concepcion is active in various socio-civic associations such as the Philippine Center for Entrepreneurship Foundation which he founded, The Search for the Ten Outstanding Students of the Philippines ("TOSP") and Rotary Club of Makati Central. From 2005 to 2010, he was the presidential consultant for entrepreneurship. Presently, Mr. Concepcion holds the following positions in socio-civic associations: vice chairman and trustee of RFM Foundation, Inc., director of the Laura Vicuna Foundation for Street Children, and vice chairman of the Micro Small and Medium Enterprise Development Council ("MSMED"). He holds a B.S. Business Management degree from the De La Salle University.

Ma. Victoria Herminia C. Young, 63, was first elected to the Board of the Company on July 5, 2013. She is a director as well as the vice-president and general manager of the White King Division of RFM Corporation since 2006. She is also a director and general manager of Interbake Commissary Corporation and president of RFM Foundation, Inc. Ms. Young is likewise a trustee of several charitable organizations such as Soul Mission Organization and Ronald McDonald House of Charities. From 2000-2003, she served as a director of the Assumption Alumnae Association. Ms. Young holds a B.S. Management and Marketing degree from the Assumption College.

Raissa C. Hechanova-Posadas, 62, has been a member of the board of the Company since July 5, 2013. She is concurrently a director of RFM Corporation, advisor to the board of directors of BDO Private Bank, and member of the board of trustees of Knowledge Channel Foundation, Inc. and Pinoy ME (MicroEntrepreneurship) Foundation. Prior to joining the Company, Ms. Hechanova-Posadas had 25 years of experience in corporate and investment banking at Citigroup where she held the positions of managing director, head of corporate finance unit, and designated business senior credit officer. In addition, she was a member of the Citi Philippines senior management team for ten years, and of the board of directors of several Citigroup legal vehicles in the country. Ms. Hechanova-Posadas holds a B.A. Applied Economics degree from De La Salle University and a Master of Business Administration degree from IMD International Institute for Management Development (formerly IMEDE).

Independent Directors

Cesar A. Buenaventura, 93, has been a member of the board of the Company since November 27, 2013. He is chairman of Buenaventura Echauz and Partners, Inc. and Mitsubishi Hitachi Powers Systems, Inc., as well as vice chairman of the board of directors of DM Consunji, Inc. Mr. Buenaventura is a director in the boards of International Container Terminal Services, Inc (ICTSI) Semirara Mining and Power Corp., iPeople, Inc., Petronenergy Resources Corp., and Pilipinas Shell Petroleum Corporation. The notable positions he previously held include first Filipino CEO and chairman of the Shell Group of Companies, member of the Monetary Board of the Central Bank of the Philippines, member of the board of regents of the University of the Philippines from 1987 to 1994, member of the board of trustees of the Asian Institute of Management from 1994 to 2007, and president of the Benigno Aquino S. Foundation from 1985 to 2000. He holds a B.S. Civil Engineering from the University of the Philippines and a Master's degree in Civil Engineering, major in Structures from Lehigh University.

Alfredo E. Pascual, 73, was first elected to the board of the Company on July 10, 2019. Mr. Pascual was President of the University of the Philippines from 2011 to 2017 and was President and CEO of the Institute of Corporate Directors from 2018 to 2019. He worked at the Asian Development Bank (ADB) for nineteen years in such positions as Director for Private Sector Operations, Director for Infrastructure Finance, and Advisor for Public-Private Partnership. Previous to that, Mr. Pascual held senior executive positions in investment banking companies, such as First Metro Investment Corporation. He likewise took on an educator role as finance professor at the Asian Institute of Management (AIM) for nine years in the 1980's. Mr. Pascual enrolled in the University of the Philippines Diliman and took up B.S. Chemistry, and graduated *cum laude* in 1969. He received his Master of Business Administration degree from the same university in 1972.

Justo A. Ortiz, **63**, has been a member of the board since November 6, 2020. Mr. Ortiz is vice chairman of Union Bank of the Philippines and holds the position of chairman and/or director of various subsidiaries of Union Bank of the Philippines, including PETNET, Inc., City Savings Bank, Inc., UBP Investments Corporation and UBX Philippines Corporation. He is also the chairman of the following companies: Philippine Payments Management, Inc., Fintech Philippines Association, Inc. and Distributed Ledger Technology Association of the Philippines, Inc. Mr. Ortiz is a member of the board of trustees of The Insular Life Assurance Co., Ltd., a member of the board of governors of Management Association of the Philippines, a member of the board of trustees of Philippine Trade Foundation, Inc., and a member of Makati Business Club and World Presidents Organization. He was the Chairman of the Board of Union Bank of the Philippines from 2018 to June 2020, and its Chief Executive Officer from 1993 to 2017. Prior to his stint in Union Bank of the Philippines, Mr. Ortiz was Managing Partner for Global Finance and Country Executive for Investment Banking at Citibank, N.A. Mr. Ortiz became a member of the Claustro de Profesores of the University of Santo Tomas (UST) as he was conferred a Doctor of Humanities degree, Honoris Causa, on December 11, 2015. He graduated Magna Cum Laude with a degree in the Economics Honors Program from Ateneo de Manila University.

THE KEY OFFICERS AS OF JUNE 20, 2022

Position	Name	Citizenship	Age
Chairman, Chief Executive Officer of CIC and President of CCAC	Raul Joseph A. Concepcion	Filipino	60
Vice Chairman and Treasurer	Renna C. Hechanova-Angeles	Filipino	67
Chairman of CDI	Raul Anthony A. Concepcion	Filipino	52
Chief Communications Officer; Executive Vice President, Business Development and Corporate Marketing, CIC and CCAC	Rafael C. Hechanova, Jr.	Filipino	63
Chief Strategy and Transformation Officer	Ma. Victoria A. Betita	Filipino	54
Chief Finance and Operating Officer; CEO and President, COPI; CEO and President, Alstra	Rajan Komarasu	Singaporean	57
Chief Growth Officer-New Ventures; CEO of CDI	Harold Thomas Pernikar, Jr.	American	45
Chief Consumer Experience Officer, CCAC	Merril Yu	Filipino	64
Managing Director, CCAC	Phillip F. Trapaga	Filipino	61
Managing Director, CMIP	Anna M. Alejandro	Filipino	41
Chief Information Officer	Richard L. Parcia	Filipino	46
General Manager, Product Solutions Division and Integrated Logistics, CCAC and CDI	Alexander T. Villanueva	Filipino	50
Chief Product Officer, Smart Technology, CCAC	Michael Hansson	Filipino	53
General Manager for Shared Services, CCAC; President and COO, Concepcion Business Services, Inc.	Michael Eric I. Sarmiento	Filipino	52
Chief Legal Counsel and Compliance Officer	Omar C. Taccad	Filipino	53

Chief Audit Executive	Araceli Malapad	Filipino	53
Head-Investor Relations	Alberto Alfonso Albano	Filipino	46
Corporate Secretary	Jayson L. Fernandez	Filipino	52
Assistant Corporate Secretary	Roxanne Viel C. Santos	Filipino	37

Raul Joseph A. Concepcion *Please refer to the table of Directors above.*

Renna C. Hechanova-Angeles *Please refer to the table of Directors above.*

Raul Anthony A. Concepcion *Please refer to the table of Directors above.*

Rafael Concepcion Hechanova, Jr., 62 was appointed as Executive Vice President for Business Development and Corporate Marketing of the Company and CCAC on December 30, 1997. He plays a key role in ensuring that the Company continues to do good business across all its markets. He oversees both the Consumer and Business Solutions Groups, including new business units for corporate marketing and business development, Prior to his tenure in CCAC, Mr. Hechanova served as a Director of the Pacific Basin Development Company in Vancouver, Canada. Upon returning to the Philippines and joining Concepcion Industries in 1994, he became responsible for managing the sales and aftermarket service of chillers and AHUs to institutional and commercial customers. In 1998, Mr. Hechanova joined the CCAC leadership as an operating partner managing retail sales and marketing for RLC air conditioning products ensuring that both product and brand development initiatives were based on unique and demanding Filipino insights. This enabled CCAC to launch highly relevant branded communication messages for Carrier, Condura and Kelvinator as well as product innovations including the patented energy saving plug. Mr. Hechanova is also currently a director of Concepcion-Carrier Realty Holdings, Inc. and of Hy-land. He was a director of CAC from 1998 to 2013 and of CCAC from 2006 to 2009. He took up Mechanical Engineering at the De La Salle University and graduated at the British Columbia Institute of Technology.

Ma. Victoria A. Betita, 53 was appointed Chief Strategy and Transformation Officer last November 1, 2021. She was the former Chief Finance Officer of the Company and CCAC from 2011 to 2021. Ms. Betita was the finance director and country controller for Asea Brown Boveri Group from 1996 to 2001. From 2001 to 2005, she was the chief financial officer of CCAC as well as the treasurer and CFO of several Carrier subsidiaries. Prior to re-joining the Company and CCAC in 2011, Ms. Betita held several positions at Deutsche Knowledge Services, Pte. Ltd. She holds a B.S. Management Engineering degree from the Ateneo de Manila University and a Masters in Business Management from the Asian Institute of Management.

Rajan Komarasu, 55, was appointed Chief Finance and Operating Officer last November 1, 2021, and is concurrently the President of COPI and Alstra Incorporated. He was the Chief Financial Officer of CCAC from 2007 to 2011. Mr. Komarasu held several positions with United Technologies Corporation (UTC) primarily in the HVACR segment. Prior to joining the Company, his last role at UTC was Asia director for financial planning and analysis at the climate control and security department in Shanghai, China. Mr. Komarasu holds a Bachelor of Business degree from Curtin University. He is also a Chartered Accountant of Singapore (inactive).

Harold Thomas Perkinar, Jr., 45, is the Chief Growth Officer-New Ventures and President of CDI. Prior to joining CCAC, he worked at the various offices of AkzoNobel Car Refinishes and AkzoNobel Automative & Aerospace Coatings in Asia from 2002 to 2012. He served as a product manager, marketing & logistics manager, global product manager and business development manager at AzkoNobel Car Refinishes, and as a commercial manager at AzkoNobel Automotive & Aerospace Coatings. He holds a B.S. International Business and Finance degree from Northeastern University.

Merril Yu, 64, is the Chief Consumer Experience Officer of CCAC. He is a seasoned senior executive with over 25 years of leadership experience who has demonstrated success in managing full-scope operations and building multimillion dollar corporations. An international hotelier who has honed his craft with leading hotel brands such as Four Seasons Hotels, The Peninsula Group, and MGM, among others. Locally, he has taken on senior leadership roles in reputable organizations, such as Megawide Construction Corporation as its Head of Hotels, LBP Corporation as its President, GHM Hotels Philippines, Inc. as Managing Director, Legend Hotels International as COO, and as SVP for SM Hotels & Entertainment.

Phillip A. Trapaga, 61, Mr. Trapaga is the Chairman and President of CMI and was concurrently appointed as Managing Director of CCAC last November 23, 2021. He also had a stint as Director of Channel Sales of CCAC with over thirty years of experience in the manufacturing, telecommunications and consumer durables.

Anna M. Alejandro, 41, Is the General Manager and Treasurer of CDI. She has more than 15 years of experience in the field of Financial Planning, Statutory and Management Reporting and Analysis across FMCG and Pharmaceutical industries. Over the last 10 years, Anna has taken on various managerial roles both in the Philippines and the Regional Singapore Office covering the areas of Commercial Finance, Integrated Business Project Planning and Finance Business Partnering. Her most recent role is Senior Regional Commercial Finance Manager of A Menarini Asia Pacific, based in Singapore handling 13 countries across Asia Pacific. She joined Concepcion Midea Inc. Phils. (CMIP) in November 15, 2018 as Finance Director. Anna holds a Bachelor's Degree in Accountancy from the Philippines School of Business Administration.

Alexander T. Villanueva, 50, is the General Manager for Product Solutions Division and Integrated Logistics of CCAC and CDI. From 2006 to 2009, he served as the quality director of CCAC. Previously, he performed roles ranging from quality engineer to head of quality at Ford Motor Company, both in the Philippines and in the U.S., and at Nissan Motor Philippines. Mr. Villanueva holds a B.S. Mechanical Engineering degree from the Mapua Institute of Technology.

Richard L. Parcia, 46, is the Chief Information Officer of CIC since November 2018. He was CIO of the Asian Institute of Management (AIM) before joining CIC, and was Head of Global IT Operations Center of LafargeHolcim in France, Head of IT Operations and Infrastructure for LafargeHolcim's East Asia Business Region, and had global roles with Intel Corporation and UnitedHealth Group. Dr. Parcia holds a B.S. degree in Computers Science, an MBA from Letran College-Calamba; and a PhD in Development Studies specializing in Technology Development from the University of Santo Tomas.

Michael Hansson, 53, is the Chief Product Officer, Smart Technology of CCAC. He is an experienced corporate officer with over 15 years of hands-on experience in product development, engineering, technology management and international expansion, managing teams from various countries. Most of these years were spent with Integrated Microelectronics Inc. (IMI) where he held numerous roles including, Director for Global Operations, Managing Director for Global Test & Systems Development, as well as Global Design and Engineering. His most recent position was CEO for Lean Factories Technologies PTE Ltd. in Singapore.

Michael Eric I. Sarmiento, 51, was appointed as President & COO of Concepcion Business Services, Inc. (CBSI) onMarch 9, 2020. CBSI is the Shared Services Co. of CCAC that provides IT, HR, Finance & Accounting, Business Process Re-engineering, & Administrative Services to the Group. Mr. Sarmiento specializes in Finance & IT with almost 20 years of experience in Business & Systems Analysis, Business Intelligence, Data Analytics, IT Project Management & Consulting, and Management Accounting. Prior to joining CIC, he was SVP & General Manager of the ROHQ, Primer Resources Corp, and Deputy CFO of the Intellectual Property Venture Group (IPVG). He graduated from University of Sto. Tomas with a degree in Industrial Engineering and then got his MBA from University of the Philippines, Diliman, Q.C.

Araceli Malapad, 53, is the Chief Audit Executive of the Company. Ms. Malapad has 30 years of extensive experience in the fields of audit, with emphasis on internal controls, financial and operational audits. She was Vice President, Controller of Pilmico Foods Corp, a subsidiary of Aboitiz Equity Ventures, before joining the Company in 2021.She is a Certified Internal Auditor, a globally recognized internal audit certification granted by the Institute of Internal Auditors, New York. She is also a Certified Public Accountant and obtained the Certified Management Accountant (CMA) credentials from the Institute of Certified Management Accountants Australia. Ms. Mapalad obtained the Lean Six Sigma Green Belt Certification and completed the Leadership Management and Development Program at the Atene de Manila Graduate School of Business where she was accorded the Director's Award for Academic Excellence.

Omar C. Taccad, 53, is the Chief Legal Counsel and Compliance Officer of the Company. Prior to joining the Company on July 9, 2018 as Vice President for Legal, Governance and Compliance, he was the Head of Subsidiaries Services Division – Corporate Affairs and Legal Services Group of PLDT, Inc., and served as Corporate Secretary or Assistant Corporate Secretary of several subsidiaries of PLDT, Inc., including as Assistant Corporate Secretary of PLDT Communications and Energy Ventures, Inc. (formerly Pilipino Telephone Corporation) and ePLDT, Inc. He obtained his Juris Doctor degree from the Ateneo de Manila University and was admitted to the Philippine Bar in 1998.

Alberto Alfonso Albano, 46, is the Head of Investor Relations of the Company and concurrently the CFO of Cortex and Teko Solutions Asia, Inc., Prior to joining the Company, he was the Head for Strategic Investments and Acquisitions as well as the Head for Bid Management of ePLDT, Inc. He also served as Manager for Corporate Finance of Level Up! International Holdings PTE Ltd-ROHQ. Mr. Albano is a Certified Public Accountant. He received his MBA from the Melbourne Business School, University of Melbourne, and obtained his B.S. in Business Management and Accountancy from the University of the Philippines.

Jayson L. Fernandez, 52, was elected as Corporate Secretary of the Company on July 18, 2013. He is a Partner in Romulo Mabanta Buenaventura Sayoc & de los Angeles and currently co-chairs its tax department. He obtained his A.B. Management Economics and Juris Doctor degrees from the Ateneo de Manila University and was admitted to the Philippine Bar in 1996.

Roxanne Viel C. Santos Cua, 37, was elected as the Assistant Corporate Secretary of the Corporation on July 15, 2020. She joined Romulo Mabanta Buenaventura Sayoc & de los Angeles in 2017 and is an Associate. She graduated from the Ateneo de Manila University School of Law with a Juris Doctor degree in 2016 and was admitted to the Philippine Bar in 2017.

The Executive Officers are appointed/elected by the Board of Directors at the organizational meeting following the stockholders' meeting, each to hold for a period of one (1) year.

ANNEX B

Description of Business

Concepcion Industrial Corporation (the "Company" or "CIC"), formerly Concepcion Airconditioning Corporation ("CAC"), is one of the Philippines' most established and leading suppliers of solutions for the home and enterprises, such as air conditioners, refrigerators, small domestic appliances, and building solutions such as elevators and escalators. The Company is primarily a holding company which operates principally through its seven subsidiaries, Concepcion-Carrier Air Conditioning Company ("CCAC"), Concepcion Durables, Inc. ("CDI"), Concepcion-Otis Philippines, Inc. ("COPI"), Concepcion Business Services, Inc. ("CBSI"), Cortex Technologies Corporation ("CTC"), Alstra Incorporated ("Alstra"), Teko Solutions Asia Inc. ("Teko") and its associates, Concepcion Midea Inc. ("CMI"), Tenex Services, Inc. ("Tenex") and Teko Solutions Pte. Ltd. ("Teko SG").

The Company's air conditioning and refrigeration products and brands have received numerous awards in recognition of their quality and value to customers. *Carrier* and *Condura* brand air conditioners have received "Most Trusted Brand" awards from *Reader's Digest Philippines* for each year for the past 17 and 15 years, respectively. In 2009 and 2010, Carrier was awarded "No. 1 Air Conditioning Brand" by GfK Retail and Technology ("GfK"). CIC won the National Customer's Choice Annual Awards and the Asia Pacific Entrepreneurship Awards on 2015. The Company also won Finance Asia's best Small Cap award from 2015-17 with recognition as Best Managed, Best Corporate Governance, and Best Investor Relations.

For the year ended December 31, 2021, the Company's pro-forma consolidated net sales and services amounted to P12.2 billion and its pro-forma consolidated net income was P0.4 billion and a profit after tax and non-controlling interest of P0.2 billion.

Principal Products or Services and their Markets

The Company has expanded its business beyond being a trusted expert in the air conditioning and refrigeration industries, toward becoming a complete consumer and building and industrial solutions company with a range of solutions and after-market service across multiple international and Philippine brands including Carrier, Toshiba, Condura, Kelvinator, Midea and Otis. These solutions are designed to serve a wide array of customers and structure types, from individuals and single families living in small residences to thousands of residents, visitors and workers spread across large residential towers and office buildings, entertainment facilities and commercial and industrial warehouses and factories. These solutions are also designed to meet a variety of different needs, such as durability, noise reduction features, aesthetical appeal, varying price points and customized features to match individual requirements. Moreover, many of the Company's air conditioning and refrigeration solutions are designed to meet the growing demand for energy efficient technologies, and the Company offers and will continue to develop these technologies as the demand for such solutions grows and the benefit payback in terms of reduced energy consumption becomes more widely known and accepted. In addition, the Company offers an array of after-market services such as periodic maintenance, parts supply, repairs and other services intended to support its products through their entire life cycle. The Company believes that these after-market services, combined with its wide range of air conditioning and refrigeration products catering to various customer needs, offer customers enhanced value that distinguishes the Company's air conditioning and refrigeration solutions from those of its competitors.

Subsidiaries and Joint Venture

As of December 31, 2021, CIC has seven major subsidiaries and two associates. For its subsidiaries, the Company owns 60% of CCAC, 100% of CDI, effectively 51% of COPI through its ownership in Alstra, 100% of CBSI, 100% of CTC, 100% of Alstra, and effectively 58% of Teko through its ownership in CTC. For its associates, the Company owns effectively 40% of CMI through its ownership in CCAC, effectively 49% of Tenex through its ownership in Alstra and 33% of Teko SG through its ownership in CTC.

CCAC

CCAC engages in the manufacture, sale, distribution, installation, and service of heating, ventilating, and air conditioning products and services for residential, commercial, and industrial use. CCAC is a joint venture between the Company and Carrier Air Conditioning Philippines, Inc. (CACPI), which allows it to offer Carrier and Toshiba brand air conditioners and Totaline parts. CCAC also offers other brands such as Condura and Kelvinator. CCAC manufactures a select range of its air conditioning equipment at its factory in Light Industry and Science Park in Cabuyao, Laguna, Philippines, the Philippines' largest air conditioning facility with a capacity of approximately 500,000 units per year and a production area of 19,620 sqm. CCAC's products are distributed and sold primarily in the Philippines. It has a nationwide distribution reach supported by a nationwide after-market network. The Company believes CCAC has the largest share of the total air conditioning market in the Philippines as measured by revenues, including leading market positions in the residential, light commercial and commercial and industrial segments.

CDI

CDI engages primarily in the manufacture, assembly, wholesale, retail, purchase, and trade of refrigeration equipment, including Condura and Kelvinator brand refrigerators and freezers. CDI manufactures a select range of its products at its factory at Light Industry and Science Park in Cabuyao, Laguna, adjacent to CCAC's air conditioning and commercial refrigeration factory. CDI factory has a capacity of 300,000 units per year and a production area of 16,420 sqm. CDI has leadership presence in the residential and light commercial ("RLC") refrigeration market in the Philippines. In 2020, CDI introduced other small home appliances such as rice cookers, grillers, and coffee makers.

CMI

CMI is a joint venture between Midea Electric Trading (Singapore) Co. Pte. Ltd. (Midea), and CIC and CCAC. CMI's primary purpose is to introduce Midea brand products in the Philippine market as a supplier of a whole range of appliances such as air conditioners, refrigerators, and laundry and kitchen appliances. This will not only expand the Company's multi-brand offering to the Philippine market but will also allow it to expand into the wider white goods market. Established in 1968, Midea is a leading global white goods and air conditioning systems manufacturer, with operations around the world. Midea is a brand leader in China and has various domestic production bases in China as well as overseas production bases in Vietnam, Belarus, Egypt, Brazil, Argentina, and India. It is also a joint venture and/or business partner of Carrier Corporation in selected countries worldwide.

COPI

COPI's primary business is to import, buy and sell at wholesale, distribute, maintain and repair, elevators, escalators, moving walkways, and shuttle systems and all supplies, material, tools, machinery and part/components.

CBSI

CBSI's primary business purpose is to consolidate support services across CIC and its subsidiaries and affiliates particularly in the areas of Finance, Human Resources, Information and Communications Technology, Legal and Compliance, as well as Facilities Management. In 2020, CBSI introduced an online platform to allow other subsidiaries to sell directly to consumers (Concepstore).

CTC

CTC engages in the research, development and commercialization of new and emerging technologies. CTC also develops strategic partnerships and identifies potential acquisitions, both locally and abroad, to develop solutions that are aligned with CIC's broader vision of building better lives and businesses and owning the home. CTC works across the enterprise to help facilitate innovation, and maintain CIC's position as a market leader.

Alstra

Alstra was organized primarily as a holding company to make investments in solutions for buildings and the industrial markets. Alstra may also engage in the business of installation, construction, maintenance and supply of equipment for mechanical, electrical, plumbing and fire protection services, facilities management, civil construction, technology services, electronics, devices and equipment in relation to building services and other building solutions-related services, among others.

Teko

Teko is focused on building and operating a platform to provide appliance repair and maintenance services. It leverages on information technology solutions and innovative business models to transform the appliance services market.

Tenex

Tenex is a joint venture company of Alstra and Mr. Joey P. Penaflor and is positioned to provide HVAC installation, repairs and maintenance services to commercial and business establishments.

Teko SG

Teko SG is a company incorporated in Singapore. It's purpose of business is to be a holding company for the regional expansion of Teko across Southeast Asia.

Percentage of Sales or Revenues and Net Income Contributed by Foreign Sales

This is not relevant to the operations of the Company.

Distribution Network

The Company's principal office is located along 308 Sen. Gil Puyat Avenue, Makati City Philippines 1209. It also has two manufacturing plants in Cabuyao, Laguna.

Status of Publicly-Announced New Product or Service

All publicly-announced new products or services of the Company are in commercial distribution.

Competition

The markets for the Company's products are highly competitive and there is considerable pressure to reduce prices, especially when faced with an economic downturn and possible reductions in consumer demand. Price competition has been fierce with shortening product cycles and an emphasis on price and technology leadership. The Company's primary competitors are *Panasonic*, *LG*, *Mitsubishi* and *Trane* in the air conditioning market and *Panasonic*, *Samsung*, *Sharp* and *LG* in the domestic refrigeration market.. Significant new competitors or increased competition from existing competitors may adversely affect the Company's business, financial condition and results of its operations by driving prices down. It faces strong competitors, who may later prove to have larger market presence and/or greater resources in a given business area, as well as the likely emergence of new competitors. Some industries in which the Company operates may undergo consolidation, which may result in stronger competition and a change in its relative market position. In response to an increasingly competitive environment, the Company and other manufacturers may be forced to increase efficiency or expand its sourcing activities in order to reduce costs. There can be no assurances that the Company will be able to adapt to these changes and increase or maintain its market share. Product improvements or effective advertising campaigns by competitors may also weaken consumer demand for the Company's products, and some competitors may be willing to reduce prices and accept lower profit margins to compete with the Company. As a result of this competition, the Company could lose market share and sales, or be forced to reduce its prices to meet competition, which could adversely impact its margins. If the Company's products are unable to compete successfully, its sales, result of operations and financial condition could be materially and adversely affected.

Sources and Availability of Raw Materials and Names of Principal Suppliers

The Company's chief raw materials are aluminum, copper and steel, all of which are imported. Major sources include Taiwan and China for aluminum; Malaysia and China for copper; and Taiwan, China, Korea, and Italy for steel. The Company also imports compressors, motors and finished goods., approximately 71% of the raw materials and components used in the production of the Company's air conditioning and refrigeration products were imported. The Company's business is affected by the price, quality, availability and timely delivery of the various raw materials and components that it uses in the manufacture of its products. Its business could, therefore, be adversely impacted by factors affecting its suppliers. While supply problems can affect the performance of its business as a whole, the Company is particularly sensitive to supply problems related to the above raw materials. Supply forecasts are set every three to six months, depending on the supplier, with pricing terms set annually.

Customer Concentration

The Company has a diversified customer base with both consumer and commercial customers That said, the Company is not dependent upon single customer, the loss of any or more of which would have a material adverse effect on the Company and its subsidiaries taken as a whole.

Transactions with and/or Dependence on Related Parties

In the normal course of business, the Company transacts with companies, which are considered related parties under applicable Philippine laws and regulations. All such transactions were carried out on an arms' length basis.

Patents, Trademarks, Copyrights, Licenses, Franchises, Concessions and Royalty Agreements Held

The Company owns the *Condura* trademark, is a party to licensing agreements for the *Carrier Kelvinator, Midea, and Toshiba, and Otis* brands, and has patents for its innovations such as the energy saving plug. While the Company attempts to protect its intellectual property rights through patents, trademarks, copyrights and trade secret laws on a continuous basis, any failure to obtain or adequately protect its intellectual property rights, product innovations or manufacturing processes may substantially diminish the Company's competitiveness and adversely affect its business.

Furthermore, any measures taken by the Company to protect its intellectual property rights may prove inadequate to prevent third parties from infringing or misappropriating its intellectual property. For instance, there have been instances when *Carrier*, *Kelvinator*, *Midea, Otis* or *Toshiba* products have been brought to the Philippines and sold by sellers, retailers, and distributors illegally and without any license agreements, effectively infringing the Company's rights. As a result, the Company may need to resort to litigation to enforce or defend its intellectual property rights. If a competitor or collaborator files a patent application claiming technology also claimed by the Company, or a trademark application claiming a trademark, service mark or trade dress also used by the Company, in order to protect its rights, the Company may have to participate in expensive and time consuming proceedings. Similarly, the Company's intellectual property rights may be challenged by third parties or invalidated through administrative process or litigation. Furthermore, the Company's competitors may "design around" its intellectual property or independently develop technologies that are substantially equivalent or superior to the Company's technology. Obtaining, protecting and defending intellectual property rights can be time consuming and expensive, and may require the Company to incur substantial costs, including the diversion of the time and resources of management and technical personnel.

To the extent that consultants, key employees or other third parties apply technological information independently developed by them or by others to the Company's proposed products, disputes may arise as to the proprietary rights to such information, which may not be resolved in the Company's favor. The risk that other parties may breach confidentiality agreements or that the Company's trade secrets may become known or independently discovered by competitors could harm the Company by enabling its competitors, who may have greater experience and financial resources, to copy or use the Company's trade secrets and other proprietary information in the advancement of their products, methods or technologies. The disclosure of the Company's trade secrets would impair its competitive position, thereby weakening demand for its products or services and harming its ability to maintain or increase its customer base.

Need for Government Approval of Principal Products or Services

The Company's principal products and services are offered to customers only upon receipt of the necessary regulatory approval or clearances.

Effect of Existing or Probable Governmental Regulations on the Business

The Company has strictly complied with all Securities and Exchange Commission and Philippine Stock Exchange, Inc.'s (the "Exchange") requirements.

Amount Spent on Research and Development Activities

The Company has a strong local R&D organization with over 30 in-house engineers who are focused on designing and developing quality products. In addition, the local R&D organization obtains continuous support from various *Carrier Midea, and Otis* affiliated companies. The Company also owns the only R&D facility in the Philippines equipped with six and two testing laboratories in its air conditioning and refrigeration factories, respectively. This allows for a shorter lead time for new product introductions, enables flexibility for the customized requirements of key customers in both the residential and commercial segments, and facilitates the establishment and implementation of a framework for continuous technology development. In addition, various technology related R&D activities are undertaken by the Cortex subsidiary.

Costs and Effects of Compliance with Environmental Laws

The Company is compliant with all Environmental Laws pertaining to their industry standards. There are no added costs and effect implications of the compliance on the operations of the Company.

Complement

In support of the Company's strategic growth initiatives, complement increased from 998 regular and probationary employees to 1,389 for 2021.

Risk Management

The Company's risk management organization and culture is a fundamental component of its corporate governance.

Policy Statement

The Corporation believes that the key to long-term sustainability and success largely depends on having a good name and solid reputation in the market place. Thus, the business and operations of the Company will be conducted in accordance with the principles and best practices of good corporate governance.

The Revised Corporation Code lays down the basic legal framework for corporate governance of every Philippine corporation. It is supplemented by the Securities Regulation Code (Republic Act No. 8799), the rules issued by the Securities and Exchange Commission ("SEC" or "Commission") to implement Republic Act 8799 and the Code of Corporate Governance (SEC Memorandum Circular No. 6, Series of 2009), this Manual, and the charters of the Board Committees. All terms defined herein shall have the definitions given in the rules implementing Republic Act 8799.

Risk Management Organization

The Company is currently in the process of formalizing an enterprise-wide Risk Management Organization and assessment processes.

General Principles

Risk Exposure	Risk Management Policy	Objective
Strategic	The Company believes that risk management is critical to long-term value creation. Companies shall proactively handle its risks and use the management of these risks as a tool to further enhance shareholder value through greater competitiveness and an improved capacity to take risks.	Enterprise Risk Management will provide the solid platform that will enable each of the Companies in the Concepcion Group to achieve the following objectives: • To establish sustainable competitive advantage To pursue strategic growth opportunities with greater speed, skill and confidence
Operational	By embedding the risk management process into the day-to-day line of operations, each Company fosters a culture of risk management and enables sound decision-making at every level of the organization.	• To balance risk and reward • Eliminate and/or minimize operational loss • To optimize risk management cost
Governance and Internal Controls	Risk management is a fundamental element of effective corporate governance and an integral part of sound management practice in each operating entity.	To implement sound and effective corporate governance model and internal control mechanisms to achieve the goals and objectives of the Company and manage the consequences of a crisis situation.
Financial	Management believes that the key to managing financial risk is transparency and accuracy.	To implement a timely and effective financial reporting process that accurately reflects the financial state of each of the Companies.

Additional Requirements as to Certain Issues or Issuers

Debt Issues

The Company has not issued any debt instruments.

Equity Issues

On 27 November 2013, the Company listed a total of 261,244,002 common shares in the Exchange (the "Exchange"). In 2014, the Corporation declared a 30% stock dividend amounting to Php78,373,201, divided into 78,373,201 common shares with a par value of Php1.00 per share, from the unrestricted retained earnings of the Corporation as of 31December 2013, which was issued from the unissued portion of the authorized capital stock of the Company. 23 additional shares were issued from the stock dividend to account for the rounding up of fractional shares to one share. The record date and payment date for the stock dividends were 22 August 2014 and September 8, 2014, respectively. All of the shares issued by virtue of the stock dividend have also been listed on the Exchange.

In 2017, the Corporation declared a 20% stock dividend amounting to Php67,646,665, divided into 67,646,665 common shares with a par value of Php1.00 per share, from the unrestricted retained earnings of the Corporation as of 31 December 2016, which was issued from the unissued portion of the authorized capital stock of the Company. The record date and payment date for the stock dividends were 10 July 2017 and 3 August 2017, respectively. All of the shares issued by virtue of the stock dividend have also been listed on the Exchange.

Properties

The Company owns a parcel of land in Davao City. Other than this, the Company does not own any material real properties and all of its manufacturing facilities and laboratories are located on land owned by CII.

The Company leases all real properties and facilities for its air conditioning manufacturing facilities and laboratories from CII under a three-year renewable lease agreement. The agreement was renewed for a three-year term 1 January 2019 to 31 December 2021.

The Company entered into various renewable non-cancellable lease agreements with entities under common shareholdings for the lease of its refrigeration manufacturing facilities and laboratories.

The Company leases all other real properties and facilities for its warehouses, offices and parking spaces from various lessors with lease agreements from one (1) to five (5) years under terms and conditions as agreed with the lessors and are renewable upon mutual agreement of both parties in various dates from 2018 to 2022.

Legal Proceedings

In the ordinary course of business, the Company is a party to various legal actions that it believes are routine and incidental to the operation of its business. In the opinion of the Company's management, the outcome and potential liability of these aforementioned legal actions are not likely to have a materially adverse effect on the Company's business, financial condition and results of operations

Submission of Matters to a Vote of Security Holders

There were no matters submitted to a vote of security holders, through the solicitation of proxies or otherwise ,during the period reckoned from the last annual stockholders' meeting.

Market Information

The Company's common shares were officially listed and first traded at the Philippine Stock Exchange on 27 November 2013.

The price performance of the shares for each quarter has been follows:

(Philippine Peso)	High	Low
Quarter ended March 2019	43.50	37.00
Quarter ended June 2019	46.10	42.00
Quarter ended September 2019	42.00	32.05
Quarter ended December 2019	32.80	26.00
Quarter ended March 2020	32.50	25.00
Quarter ended June 2020	28.95	20.00
Quarter ended September 2020	21.95	17.58
Quarter ended December 2020	23.90	18.00
Quarter ended March 2021	22.65	20.05
Quarter ended June 2021	23.40	19.70
Quarter ended September 2021	24.00	20.00
Quarter ended December 2021	23.00	20.10

Holders

As of December 31, 2021, there were a total of 29 shareholders of record of the Company's common shares. The total issued and outstanding as of said date stood at 407,263,891 of which 20.97% are held by foreign shareholders

The top 20 shareholders as at December 31, 2021 based on PDTC report are as follows:

	Name of Shareholder	No. of Shares Held	%
1	PCD Nominee Corporation - Filipino	234,513,263	57.58
2	PCD nominee Corporation - Non-Filipino	85,410,981	20.97
3	Horizons Realty, Inc.	85,545,026	21.00
4	Sole Luna Inc.	998,963	0.25

	Name of Shareholder	No. of Shares Held	%
5	Macric Incorporated	786,669	0.19
6	Gemiliano S. Manalili &/or Alma B. Manalili	2,400	0.00
7	John T. Lao	1,560	0.00
8	Gabrielle Claudia F. Herrera	1,100	0.00
9	Nadezha Iskra F. Herrera	1,000	0.00
10	Mary Joan Ilao- Ante	780	0.00
11	Joselito C. Herrera	600	0.00
12	Joselito Corpus Herrera	500	0.00
13	Hanson Chua Go	324	0.00
14	Angelo Decretales Mabunay	324	0.00
15	Jesus San Luis Valencia	156	0.00
16	Jaybee C. Baraquel	100	0.00
17	Nadezhda Iskra Ferranco Herrera	100	0.00
18	Owen Nathaniel S. au itf: li marcus au	16	0.00
19	Cesar A. Buenaventura	3	0.00
20	Alfred Reiterer	3	0.00

DIVIDENDS

The Company is authorized under Philippine laws to declare dividends, subject to certain requirements. These requirements include, for example, that the Board of Directors (the "Board") is authorized to declare dividends only from its distributable retained earnings, calculated based on existing regulations. Dividends may be payable in cash, shares or property, or a combination of the three, as the Board shall determine and subject to the approval of the Philippine SEC, as may be required by law. A cash dividend declaration does not require any further approval from shareholders. The declaration of stock dividends is subject to the approval of shareholders holding at least two-thirds of the Company's outstanding capital stock. The Board may not declare dividends which will impair its capital.

Cash dividends declared for the past three years ended December 31 are as follows:

Date declared	Dates paid	Per share	2021	2020	2019
February 10, 2021	April 12, 2021	1.00	401,955	-	486,606
May 13, 2020	June 17, 2020	0.70	-	282,253	-
April 3, 2019	May 16, 2019	1.20	-	-	486,606

On April 3, 2019, the Company's Board declared cash dividends in the amount of P1.20 per share totaling P486.6 million on all shares of common stock issued and outstanding to shareholders of record as of April 22, 2019, which was paid on May 16, 2019.

On May 13, 2020, the Company's Board declared cash dividends in the amount of P0.70 per share totaling P282.3 million on all shares of common stock issued and outstanding to shareholders of record as of May 27, 2020, which was paid on June 17, 2020.

On February 10, 2021, the Company's Board declared cash dividends in the amount of P1.00 per share totaling P402.0 million on all shares of common stock issued and outstanding to shareholders of record as at March 12, 2021, paid on April 12, 2021.

On February 16, 2022, the Company's Board declared cash dividends in the amount of P1.00 per share totaling P401.9 million on all shares of common stock issued and outstanding to shareholders of record as at March 17, 2022, to be paid on April 12, 2022.

Recent Sales of Unregistered Securities

There were no sales of unregistered securities within the past year.

Events that will trigger direct or contingent financial obligation that is material to the company including any default or acceleration of an obligation. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

There is no such event within the reporting period.

Management Discussion and Analysis or Plan of Operation

The following information relates to the Company's Consolidated Financial Statements as of December 31, 2021, 2020 and 2019, and for the three years ended December 31, 2021, 2020 and 2019 as audited by Isla Liana & Co., the independent auditors.

<u>Factors Affecting the Company's Results of Operations</u>

Factors affecting the Company's financial and operational results in the full year of 2021

COVID-19: Covid Remains as a disruptor as almost 1/3 of the year or 110 days lost due to the lockdowns declared between March 22 to April 30 and August 5 to October 15. The Alert Level 4 declared during this period imposed severe restrictions on business which impacted various aspects of the operations: (1) sales- major business partners had limited business operations or remained closed during the period (2) logistics- operations shut down and mobility suffered (3) service- accredited service providers and technicians were unbale to provide services during the lockdown; and (4) manufacturing- factory shutdowns occurred with limited operations specially in cases where positive results were obtained. The arrival of the Delta variant further exacerbated the situation as it restricted mobility, strained the healthcare infrastructure, and dampened over-all consumer confidence. The impact of Covid was mitigated by investments we have made in our digital transformation, and the more widespread vaccination campaign.

Macroeconomic Fundamentals: The Philippine Gross Domestic Product (GDP) grew by 5.6% on 2021 as the country continues to recover from the pandemic. While a recovery is underway and the Company enjoyed better revenues as compared to 2020, challenges still remain. Airconditioning and the small domestic appliances both grew vs. 2020 levels, but remain below 2019 levels. The refrigerator and laundry market shrunk during H2 as compared to 2020. In addition, the high inflationary environment and the weakening peso which is now 6-10% lower compared to the Remnibi and the USD at 2020 levels, add additional challenges as it impacts consumer confidence, and increases the price of our imported materials.

Construction Sector Developments: Despite the easing of Alert Levels, the business activities have seen slow recovery due to limited site accessibility and implementation of COVID-19 precautionary restrictions causing slow conversion of backlogs and delays in project implementation and product fulfillment. While there is pick-up in activity in commercial markets, there is a weak order rates due to project delays, delayed orders as well as execution issues.

Commodity Prices: The Company depends on raw materials sourced from third parties to produce majority of its products. Raw materials expense represents about 68% of the Company's manufactured cost of sales. The price of raw materials hit record high levels due to supply chain challenges, supply shortages, and higher demands due to the recovery

Weather: Quarter 4 saw the devastating impact of Typhoon Odette which ravaged the southern part of the Philippines consisting of the Visayas and Mindanao region. The widespread damage it caused impacted our Q4 sales in the VizMin area.

Factors affecting the Company's financial and operational results in the full year of 2020

COVID-19: With the enforcement of the mandatory Enhanced Community Quarantine (ECQ) in April that continued until middle of May which was later moved to Modified Enhanced Community Quarantine (MECQ) during May, various aspects of the business were affected: (1) sales – major business partners had limited business operations or remain closed during the period as very few dealers were able to shift to e-commerce; (2) logistics – during the ECQ, operations shutdown and mobility suffered (3) service – accredited service providers and technicians were unable to provide service during the lockdown; and (4) manufacturing – factory shutdown during ECQ and zero production, with limited operations during the MECQ. General Community Quarantine (GCQ) was later declared on June, July, and August 19 up to the balance of the year. Under GCQ, restrictions on travel to work, travel for leisure, manufacturing, retail operations, restaurants, and transportation were loosened, allowing for a partial recovery of business operations.

Macroeconomic Fundamentals: The Philippine Gross Domestic Product (GDP) resulted to a negative 9.5% in 2020 as a result of the on-going economic disruptions caused by COVID-19. Consumer spending heavily shifted to essentials as revenue streams of consumer contracted from furlough, pay cuts, and job displacements. Demand for consumer durables also shifted due to re-prioritization and deferment of big-ticket expenses. Purchases shifted away from consumer AC's, consumer refrigeration and laundry and went into E-commerce platforms for refrigeration, kitchen, and small domestic appliances.

Construction Sector Developments: Despite the easing of Community Quarantine (CQ), the business activities have seen slow recovery due to limited site accessibility and implementation of COVID-19 precautionary restrictions causing slow conversion of backlogs and delays in project implementation and product fulfillment. A steep drop in new project starts for civil projects, and concept and design for new building projects was experienced during the year.

Commodity Prices and Foreign Exchange Fluctuation: The Company depends on raw materials sourced from third parties to produce majority of its products. Raw materials expense represents about 71% of the Company's manufactured cost of sales. Generally, both commodity prices and FX were relatively stable in Q4 with the exception of the price of copper. Challenges arose from material sourcing especially imported raw materials due to port and logistics restrictions.

Description of Selected Income Statement Items

Net Sales:
The Company generates revenues primarily from sales of its air conditioning units and refrigeration units through its subsidiaries CCAC and CDI.

Segment Breakdown:
The following table presents a breakdown of the Company's revenues, cost of sales and gross profit by respective business for the period indicated (amounts are in millions):

	For the years ended December 31		
	2021	**2020**	**2019**
Net Sales and Services			
Consumer Business	9,677	8,152	11,160
Commercial Business	2,530	2,585	3,886
Others	33	28	20
Total	**12,239**	**10,765**	**15,066**

	For the years ended December 31		
	2021	**2020**	**2019**
Cost of Sales and Services			
Consumer Business	6,502	5,198	7,181
Commercial Business	1,652	1,623	2,484
Others	20	16	15
Total	**8,174**	**6,837**	**9,680**
Gross Profit	**4,065**	**3,928**	**5,386**

Costs and Expenses:

- Cost of sales and services

  The Company's cost of sales and services comprise the cost of finished goods, raw materials used for the Company's manufactured products, installation costs, labor, and manufacturing and service overhead.

- Expenses

  The Company's operating expenses include employee costs, outside services, freight out, rent and utilities, warranty cost, marketing and advertising costs, transportation, travel and entertainment, provisions for commission, impairment of receivables, and obsolescence legal disputes and assessments, repairs and maintenance, royalties, non-income taxes and licenses, depreciation and amortization, commission expense, supplies, insurance, and professional fees.

Other net operating income comprises interest income on bank deposits and short-term placements, interest expense on loans, commission income, foreign exchange gains or losses and service income.

Provision for Income Tax:

The Company's provision for income tax comprises the income taxes accrued and/or paid by the Company and its respective subsidiaries.

Net Income Attributable to Parent:

Net income attributable to Parent represents the Company's share at 60% of the net income of CCAC, 100% of the net income of CDI, 100% of the net loss of CBSI, 100% of the net loss of CTC, 100% of the net income of Alstra, effectively 58% of net loss of Teko, and effectively 51% of the net income of COPI.

Key Performance Indicators

The Company monitors its financial and operating performance in terms of the following indicators:

	For year ended December 31, 2021	For year ended December 31, 2020	For year ended December 31, 2019
Gross Profit Margin	33.2%	36.5%	35.7%
Profit Before Tax	4.8%	9.6%	13.8%
Net Income Attributable to Shareholders (Php Millions)	164.8	470.9	946.8
Net Income Attributable to Shareholders (% to Sales)	1.3%	4.4%	6.3%
Return on Average Equity	3.1%	8.9%	18.7%
Return on Average Assets	3.0%	5.5%	12.4%
Earnings per Share*	0.4	1.2	2.3

	As at December 31, 2021	As at December 31, 2020	As at December 31, 2019
Debt to Equity Ratio	0.8	0.7	0.7
Asset-to-Equity Ratio	1.7	1.7	1.7
Book Value Per Share*	12.9	13.4	12.9

Key Performance Indicator	**Definition**
Gross Profit Margin	Gross Profit/Net Sales
Profit Before Tax	Profit before Tax/Net Sales
Return on Average Equity	Net Income after Minority Interest/ Average Shareholder's Equity net of Minority Interest
Return on Average Assets	Net Income / Average Assets
Earnings Per Share	Net Income after Minority Interest/ Average Shares Outstanding
Debt to Equity Ratio	Total Liabilities/Total Equity
Asset-to-Equity Ratio	Total Assets/Total Equity
Book Value Per Share	Shareholder's Equity net of Minority Interest/ Total Shares Outstanding

**Total Number of Shares (weighted average) used is 401,895,091 in 2021, 402,750,699 in 2020, and 405,243,218 in 2019*

RESULTS OF OPERATIONS

Year ended December 31, 2021 compared with year ended December 31, 2020

2021 was the beginning of the recovery, but it was not a smooth ride. The initial delay in vaccination and the arrival of the Delta variant caused two periods of lockdowns during the 2nd Quarter and the 3rd Quarter which caused us to lose almost 1/3 of the year- 110 days. This severely impacted the economy, consumer confidence and mobility.

Also, as the global economy started to recover, we were faced with challenges related to the macroeconomic environment. Commodity prices and inflation was at an all-time high. The peso continued to weaken. Supply chain disruptions, product and component shortages all threated to increase the cost of doing business. In addition, Typhoon Odette hit the southern regions during Q4- impacting our sales in the VizMin region.

Despite the challenges, CIC grew. Our investment in our digital transformation has started to bear fruit. We introduced, new and relevant products and services, and supported these with our digital platforms. We supported the government vaccination campaign and ensured the safety of both our employees as well as our business partners and our dependents. We also took care to manage our cost structure, as we realigned to the current realities.

CIC is now focusing on business recovery, rebuilding our culture and capabilities, as well as adopting to the new normal.

Our focus on the management of receivables and inventory, led to strong balance sheet and cash position.

CIC achieved for the year ended December 31, 2021 P0.4 billion in consolidated income, a 44.9% decline from 2020, with profit after tax after minority interest (PATAMI) at P0.2 billion, a _65.0% decline from 2020. Profit before tax was at P0.6 billion vis-à-vis 2020's P1.0 billion. The decline in earnings was due to lower margins as a result of commodity price increases, FX increases, competitive pricing, the normalization of employee costs, and investments in strategic projects.

Net sales and services

For the year ended December 31, 2021, the total consolidated net sales and services was at P12.2 billion, an increase of 13.7% from last year.

The Consumer Business posted a comparative period increase in sales of 18.7% to Php 9.7 b illion, with strong consumer demand that is nevertheless still lower than pre-pandemic levels. The increase in sales was caused by higher volume driven by eased quarantine restrictions and improved consumer confidence. This was reinforced by an aggressive marketing campaign, new product introductions, and our strategic investments in digital channels and fulfillment capabilities, with earnings from digital channels increasing by more than 240%. The improved performance was tempered by the spread of the Delta Variant, which caused lockdowns during Q2 and Q3, as well as Typhoon Odette which negatively impacted demand in the VizMin region during Q4. Further challenges were experienced due to supply chain disruptions, high commodity prices, and high inflation..

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 2.2% to P2.5 billion. The eased quarantine restrictions and increased consumer confidence helped stimulate the commercial markets with improvements in building projects, building starts, and civil starts. The performance was supported by improvements in pipelines, backlogs, and orders. Despite of this, the lingering impact of the pandemic still caused weak order rates and project delays, which impacted the financial results.

Gross Profit and Margins

CIC registered consolidated gross profit was P4.1 billion for the year ended December 31, 2020, a 3.5% increase from 2020. The increase was attributable by the higher volume of sales in first half of 2021, lower restrictions as compared to the previous year, and higher production which allowed improved absorption of fixed costs.

Operating Expenses

CIC's total operating expenses was P3.4 billion for the year ended 2021, a 14.8% higher over 2020, due to increase in volume driven costs, normalized employee costs and provisioning, as well as strategic investments for advertising, brand building and digital assets. This was offset by structural changes in the cost structure aimed at improving efficiencies.

Other Operating Income (loss) and Finance Costs

Other operating loss of P15.1 million was mainly driven by the losses from foreign exchange and the finance cost of P23.8 million was mainly related to interest expense on short-term borrowings and amortization of lease liabilities.

FINANCIAL CONDITION

As at December 31, 2021 compared with as at December 31, 2020

Consolidated total assets as at December 31, 2021 was at P12.3 billion, decreased by P0.4 billion from end of 2020 balance of P12.7 billion. Marked decreases in assets were from cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, right of use of assets and intangible assets, net of marked increase in inventories.

As at December 31, 2021, the consolidated net cash position was decreased by P0.5 billion to P2.5 billion, due to catch-up of payment for 2020 payables.

Total liabilities as at December 31, 2021 amounted to P5.3 billion, decreased by P0.1 billion from 2020, mainly due to decrease in trade payables and other liabilities, other provisions, lease payable and lower income tax payable.

RESULTS OF OPERATIONS

Year ended December 31, 2020 compared with year ended December 31, 2019

2020 was an unprecedented year. The Philippines was affected by many major external events throughout the year with the Covid-19 virus shutting down our whole business, the whole economy, and people's lives.

Our Covid-19 response was broken down into 3 phases, first was about ensuring the survival of the business, second about restarting the business and third and ongoing is about repivoting the business and adjusting to the new normal.

We were able to restart and repivot the business in the 2nd half of the year. Taking mitigating actions that resulted in a fairly strong performance given the still uncertain environment.

Our focus on the management of receivables and inventory, led to strong balance sheet and cash position.

CIC achieved for the year ended December 31, 2020 P0.7 billion in consolidated income, a 52.0% decline from 2019, with profit after tax after minority interest (PATAMI) at P0.5 billion, a 50.3% decline from 2019. Profit before tax was at P1.0 billion vis-à-vis 2019's P2.1 billion. The decline in earnings was negatively impacted by lower sales volume, manufacturing absorption, and one-timers such as risk provisioning for receivables, inventory, dealer support and warranty.

The results of operations of CIC for the year ended December 31, 2020, posted a 28.5% decline in net sales from 2019, due to weather conditions, and social and economic impact of Covid 19.

The Group focused on recovery through revitalizing brands, accelerate e-commerce presence, adoption of digital initiatives to improve fulfilment and embrace the customer, implementing procedures to adapt in the new normal, improvement of supply chains, and tightening cost measures through both structural and tactical restructuring, and better cash flow management. In H2 2020, the consolidated six-month profit after tax of approximately P1.0 billion, a 2.1% improvement from last year and a significant recovery from H1 results and profit after tax after minority interest (PATAMI) of P0.5 billion, translating to a 9.9% increase from the same period in 2019. This was largely a result of P6.3 billion in reported revenues for the same period as well as cost mitigation measures that the company implemented as a response to the impact of COVID-19. Sales recovery was boosted by a catchup in consumer demand but tempered by slower resumption in the commercial and construction activities.

Net sales and services

For the year ended December 31, 2020, the total consolidated net sales and services was at P10.8 billion, a decline of 28.5% from last year.

The Consumer Business posted a comparative period decrease in sales of 27.0% to P8.2 billion. The decrease in sales was mainly due to the strict community quarantine implemented since March 2020 due to COVID-19. Likewise, though unconsolidated, the growth momentum in the consumer appliance business over the past year was also derailed. While a strong recovery was experienced during the 3rd quarter due largely to pent-up demand, and the easing of quarantine restrictions to GCQ the demand softened during the 4th quarter as consumers prepared for a slower economic recovery.

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 33.5% to P2.6 billion. While the backlog of the commercial sector remains healthy, conversion to sales experienced slow down due to reduced economic and business activities over the course of first half of 2020 with softness spilling over in H2 2020 due to COVID-19. The commercial pipelines remained healthy, but there were delays in awarding and fulfillment.

Gross Profit and Margins

CIC registered consolidated gross profit of P3.9 billion for the year ended December 31, 2020, a 27.1% decline from last year. The decline was mainly attributable to lower sales in H1 2020.

Operating Expenses

CIC's total operating expenses were close to P3.0 billion for the year ended 2020, a 11.9% lower over last year, taking into effect the control measures implemented to manage expenses.

Other Operating Income and Finance Costs

Other operating income of P0.08 billion was mainly related to FX revaluation gains, commission and other income, and interest income from bank deposits and short-term placements. The finance cost of P0.03 billion was composed of interest expense on short-term borrowings and amortization of lease liabilities.

FINANCIAL CONDITION

As at December 31, 2020 compared with as at December 31, 2019

Consolidated total assets as at December 31, 2020 was at P12.7 billion, up by P0.5 billion from end of 2019 balance of P12.1 billion. Marked increases in assets were from cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, net of marked decrease in inventories.

As at December 31, 2020, consolidated net cash position was up by P1.4 billion to P3.0 billion. Trade and other receivables declined by P0.5 billion to P3.6 billion from end of 2020.

The increase in cash and cash equivalents and the decrease in trade receivables and other receivables were primarily due to continuous improvement of collection efforts.

Total liabilities as at December 31, 2020 amounted to P5.4 billion, an increase of P0.5 billion from 2019 mainly driven by trade payables and other liabilities due to higher inventory purchases in H2 2020.

RESULTS OF OPERATIONS

Year ended December 31, 2019 compared with year ended December 31, 2018

CIC achieved for the year ended December 31, 2019 P1.43 billion in consolidated income, a 1.9% decline from 2018, with profit after tax after minority interest (PATAMI) at P0.9 billion, a 3.7% increase from 2018. Profit before tax was at P2.08 billion vis-à-vis 2018's P2.14 billion.

The results of operations of CIC for the year ended December 31, 2019 closed on a positive note with net sales experiencing a growth of 6%, which improves to 13% when sales attributable to Midea was considered. Topline growth was supported by a strong economy, continued strength in the consumer markets, recovery in the commercial market segment, and market share gains driven by product introductions and strong execution of programs.

While the first half of 2019 was heavily affected by the tailwinds experienced by the construction sector along with challenges on supply chain and aftermarket, the second half of 2019 showed upward performance trajectory with consolidated six months profit after tax of P0.6 billion and PATAMI of P0.5 billion, translating to a 32.9% increase in PATAMI from the same period in 2018. Top-line results showed a 12.1% increase compared to second half of 2018 ending at P7.30 billion. Performance for the second half of the year was attributed to consumer sell-in gains and notable are market share expansions seen particularly in windowAC and refrigeration as new product introductions helped in achieving these results. Government spending also increased in the second half of the year driving construction activity resulting to a momentum recovery for the commercial segment.

Net sales and services

For the year ended December 31, 2019, the total consolidated net sales and services was at P15.07 billion, an increase of 6.1% from last year.

The Consumer Business posted a comparative year increase in sales of 9.1% to P11.16 billion, driven by growth in Consumer AC particularly window AC and refrigeration segments. The growth in the refrigeration segment was driven by price repositioning, continued organizational strengthening and new product introductions particularly on no-frost and chest freezer lines. While unconsolidated, there was continuous growth momentum in the consumer appliance business in 2019 (CMI) due to aggressive growth in distribution, strong execution of e-commerce strategies, strong traction in small to medium sized projects and the introduction of Toshiba consumer appliances.

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 1.7% to P3.89 billion. The decline is highly attributable to the delay in the approval of the national budget resulting to deferred expansion activities of nationwide Key Accounts during the first half of 2019. However, there was substantial improvement during the second half of 2019 due to improved momentum for the construction sector evidenced by the 26% growth in AC orders for 2019.

Gross Profit and Margins

CIC registered consolidated gross profit of P5.39 billion for the year ended December 31, 2019, a 6% growth from last year. Gross margins remained stable due to strengthened cost reduction and efficiency efforts supported by a more stable FX and commodity prices during the year.

Operating Expenses

CIC's total operating expenses were at P3.37 billion for the year ended 2019, a 14.7% higher over last year. The increase in operating expenses came mainly from investments on organizational capacity and capabilities, sales support activities, and logistics infrastructure and facilities.

Other Operating Income and Finance Costs

The increase in other operating income to P0.07 billion was mainly related to FX revaluation gains due to better FX fluctuations in 2019 compared to prior year.

FINANCIAL CONDITION

As at December 31, 2019 compared with as at December 31, 2018

Consolidated total assets as at December 31, 2019 was at P12.14 billion, up by P1.17 billion from end of 2018 balance of P10.97 billion. Marked increases in assets were from the adoption of PFRS 16 (right-of-use of assets), cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, net of marked decrease in inventories.

As at December 31, 2019, consolidated net cash position was up by P0.3 billion to P1.61 billion. Trade and other receivables were up by P0.1 billion to P4.10 billion from end of 2018.

Higher cash and cash equivalents and trade and other receivables as at end of 2019 were a result of the commercial sales pick-up in the second half of 2019 which also resulted to the decrease in inventory of P506 million from last year.

Higher net property and equipment were investments in various machineries and equipment for the factory, and office building expansion.

Total liabilities as at December 31, 2019 amounted to P4.87 billion, a net increase of P0.6 billion from end of 2018 mainly coming from increase due to the adoption of PFRS 16 (lease liabilities), trade payables and other liabilities, and increase in retirement benefit obligation due to significant decline in discount rate in 2019, net of decrease in short-term borrowings due to repayments in 2019.

WORKING CAPITAL

As of December 31, 2021, 2020 and 2019, the Company's net current assets (the difference between total current assets, including cash and cash equivalents, and total current liabilities), were P5.2 billion, P5.4 billion and P5.2 billion, respectively, representing working capital sufficiency.
The Company's current assets consist of cash and cash equivalents, trade and other receivables, contract assets, inventories and prepayments and other current assets. The Company's current liabilities consist of trade payables and other liabilities, short-term borrowings, lease liabilities, provisions for warranty, other provisions, and income tax payable.

CASH FLOWS

The following table sets forth information from the Company's consolidated statements of cash flows for the years indicated (amounts in millions):

	For the years ended December 31		
	2021	**2020**	**2019**
Net cash flows provided by (used in) operating activities	500.2	2,240.9	2,748.3
Net cash flows used in investing activities	83.8	98.4	375.6
Net cash flows used in financing activities	884.0	760.9	2,091.6
Net increase (decrease) in cash and cash equivalents	(467.5)	1,381.6	281.1

The net cash flows provided by operating activities for the year ended 2021 were at P0.5 billion composed of income before provision for income tax of P0.6 billion, excluding adjustments, changes in working capital, interest received and including actual income tax paid. The decrease in operating activities were due to high inventory and catch-up of payment for 2020 payables.

The net cash flows used in investing activities for the year ended 2021 were at P0.08 billion, mainly for the acquisition of property and equipment and capitalization of intangibles.

The net cash flows used in financing activities for the year ended 2021 were at P0.9 billion, relating to dividend payout, short-term borrowings, lease liabilities and acquisition of treasury shares.

INDEBTEDNESS

The Company did not have long-term borrowings as of December 31, 2020.

CAPITAL EXPENDITURES

The Company makes regular capital expenditures annually to support its business goals and objectives, investing in the on-going upgrade, expansion and maintenance of its property and equipment relating primarily to machinery and equipment, office equipment and leasehold and building improvements. The Company has historically funded its capital expenditures primarily through working capital derived from operating income.

Events that will Trigger Direct or Contingent Financial Obligation that is Material to the Company, Including any Default or Acceleration of an Obligation

There were no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

Material Commitments for Capital Expenditures

The Company's commitments for capital expenditures will be funded out of cash flows from operations.

Material Impact on Income from Continuing Operations

In the normal course of operations, the Company's activities are affected by changes in interest rates, foreign currency exchange rates and other market changes. The Company follows a prudent policy on managing its assets and liabilities so as to ensure that exposure to fluctuations in interest rates and foreign currency exchange rates are kept within acceptable limits and within regulatory guidelines.

Significant Elements of Income or Loss that did not Arise from Continuing Operations

There are no significant elements of income or loss that did not arise from continuing operations of the Company.

Significant Subsequent Events

The surge of the Omicron variant during January 2021 caused voluntary lockdowns as businesses temporarily shut down, and consumer confidence dropped. While a resumption of both consumer and business activity occurred by February, another surge and lockdown will have a negative impact on business results. To mitigate this risk, the Company continues to limit mass events and marketing activities, while adhering to enhanced safety protocols to ensure a safe and productive working environment.

On the business impact, supply chain disruptions, product and component shortages, unfavorable exchange rates, as well as high inflation and record-high commodity prices exacerbated by the war in Ukraine, create a challenging business environment. This is mitigated by the widespread vaccination, the general economic recovery, and increasing consumer and business confidence. In addition, the Company has taken measures to manage our cost structure, and created additional revenue streams through new product and service introduction.

The Group has assessed that the current situation would not result in any significant loss of business that may cause impairment of its assets for the year 2021 nor impact the Group's ability to meet their obligations as reflected in the 2021financial statements.

CIC declared a cash dividend effective record date of March 17, 2022 and payable on April 12, 2022 (P1 per share, 4.8% dividend payout).

CORPORATE GOVERNANCE

a. The evaluation system established by the company to measure or determine the level of compliance of the Board of Directors and top-level management with its Manual of Corporate Governance

On December 7, 2011, the Securities and Exchange Commission (SEC) issued SEC Memorandum Circular No. 8 directing all publicly-listed companies to participate as respondents in the Corporate Governance (CG) Survey using the CG Scorecard as the survey instrument. Accomplishment of the CG Scorecard entailed doing a self assessment of the Company's current corporate governance practices. The Company submitted the accomplished CG Scorecard on 31 May 2019 to the Corporation Finance Department of the SEC. Out of this exercise, action programs were recommended to match best practices.

b. Measures being undertaken by the company to fully comply with the adopted leading practices on good corporate governance

The Board of Directors approved the amendments to the Company's Manual on Corporate Governance on 3 April 2019 in compliance to the revised Code of Corporate Governance under Securities and Exchange Commission dated November 2009.

Committees of the Board

In October 2019, the Board reorganized its committees to strengthen its governance structure but retained the members appointed thereto during the organizational meeting of the Board. Each member of the respective committees named below has been holding office as of the date of this Report and will serve until his successor shall have been elected and qualified.

Executive Committee

The Executive Committee, which consists of not less than three members, including the Chief Executive Officer/President, is empowered, when the Board is not in session, to exercise the powers of the Board in the management of the business and affairs of the Company except with respect to the approval of any action for which stockholders' approval is also required; the filling of vacancies in the Board; the amendment or repeal of the Company's constitutional documents or the adoption of new by-laws, the amendment or repeal of any resolution of the Board which by its express terms cannot be so amended or repealed; the distribution of dividends to stockholders; and such other acts which are specifically excluded or limited by the Board or which are expressly reserved by the Revised Corporation Code to the Board.

The Executive Committee meets as often as it may be necessary to address all matters referred to it. Company-level executive committees meet at least once a month to discuss performance, forecasts, and key issues. A group-wide executive committee is convened at least once a year to review overall Company plans and strategies.

Audit and Risk Oversight Committee

The Audit and Risk Oversight Committee ("Audit Com") shall be composed of at least three appropriately qualified non-executive directors, majority of whom including the Chairman are independent directors. The Audit Com assists the Board in the fulfillment of its duties in relation to risk management, compliance, internal control and financial reporting. It also oversees internal and external audit functions with direct interface functions with internal and external auditors. For efficiency, the Board has determined that in lieu of creating a separate Related Party Transaction Committee, the Audit Com's functions shall include the review of related party transactions. The purposes, duties and powers of the Audit Com are set forth in the Charter of the Audit Com.

Corporate Governance and Nomination Committee

The Corporate Governance and Nomination Committee ("CGN Committee") shall be composed of five members, three of whom including the Chairman are independent directors. The CGN Committee assists the Board in the performance of its functions (i) in defining corporate governance policies and attaining best practices, and (ii) ensuring the Board's effectiveness in governing the Company. It is also tasked to oversee the implementation of the Company's compliance programs and to evaluate and assess the performance of the Board. In terms of its nomination functions, the CGN Committee reviews, evaluates and presents to the Board the qualifications of individuals nominated to the Board. The purpose, duties and powers of the CGN Committee are set forth in the Charter of the CGN Committee.

Compensation and Remuneration Committee

The Compensation and Remuneration Committee ("Comp Committee") is comprised of three members, including an independent director. The Comp Committee's primary function is to assist the Board in providing oversight in the compensation and remuneration of directors, senior management and other key personnel appointed by the Board. It is also tasked with ensuring that the compensation scheme is consistent with the Company's culture and strategy, effectively aligned with prudent risk taking, and commensurate with corporate and individual performance. The purpose, duties and powers of the Comp Committee are set forth in the Charter of the Comp Committee.

Strategy and Investments Committee

The Strategy and Investment Committee ("Strat Committee") shall be composed of at least five members. The Strat Committee's main function is to assist the Board in the effective discharge of its responsibilities concerning the Company's investment policies, strategies, with emphasis on: (i) reviewing, assessing and recommending to the Board the execution of major investments in new business opportunities within and outside of the Company's core business and the mechanism and form for undertaking such ventures through means such as mergers, acquisitions, joint ventures or wholly-owned subsidiaries, and (ii) providing guidance to Management in the identification, consideration, review analysis and selection, negotiation and execution of any such transactions and the form thereof. The purpose, duties and powers of the Strat Committee are set forth in the Charter of the Strat Committee.

The Company is in full compliance of all required disclosures related to the Manual.

Areas for improvement noted during the accomplishment of the CG Scorecard to match best practices will be addressed with positive action. The Manual is reviewed annually or as the need arises for possible revision, to conform with best market practices on corporate governance or comply with new rules and regulations issued by any regulatory body.

c. Any deviation from the company's Manual of Corporate Governance. It shall include a disclosure of the name and position of the person/s involved, and the sanction/s imposed on said individual

The Company is in full compliance of all required disclosures related to the company's Manual of Corporate Governance.

d. Any plan to improve corporate governance of the company

Areas for improvement noted during the accomplishment of the CG Scorecard to match best practices will be addressed with positive action. The Company's Manual on Corporate Governance will be reviewed annually or as the need arises for possible revision, to conform with best market practices on corporate governance or comply with new rules and regulations issued by any regulatory body.

###

The Company undertakes to provide without charge to each person solicited, upon written request of any such person, a copy of Concepcion Industrial Corporation's Annual Report on SEC Form 17-A and the name and address of the person to whom such written request is to be directed. At the discretion of management, a charge may be made for exhibits, provided the charge is limited to reasonable expenses incurred by the registrant in furnishing the exhibits. Requests should be sent to: Atty. Jayson L. Fernandez, Office of the Corporate Secretary, 21st Floor, Philamlife Tower, 8767 Paseo de Roxas, Makati City.

ANNEX C

COVER SHEET

SEC Registration Number

A	1	9	9	7	-	1	3	4	5	6

COMPANY NAME

CONCEPCION INDUSTRIAL CORPORATION

PRINCIPAL OFFICE (No./Street/Barangay/City/Town/Province)

308 SEN. GIL PUYAT AVENUE MAKATI CITY

Form Type	Department requiring the report	Secondary License Type, if Applicable
17-A	CGFD	

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
sec_cic@cic.ph	87721819	+639178424881

No. of Stockholders	Annual Meeting (Month/Day)	Fiscal Year (Month/Day)
29	Third Wed. of July	12/31

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
Omar C. Taccad	omar.taccad@cic.ph	87721819	+639985843327

CONTACT PERSON's ADDRESS

Km. 20 East Service Road South Super Highway, Alabang, Muntinlupa City

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

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

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended December 31, 2021

2. SEC Identification Number **A1997-13456** 3. BIR Tax Identification No. **005-029-401-000**

4. Exact name of issuer as specified in its charter **- CONCEPCION INDUSTRIAL CORPORATION**

5. **Philippines**
Province, Country or other jurisdiction of incorporation or organization

6. (SEC Use Only)
Industry Classification Code:

7. **308 Sen. Gil Puyat Avenue, Makati City, Philippines** **1209**
Address of principal office Postal Code

8. **+632 87721819**
Issuer's telephone number, including area code

9. N/A
Former name, former address, and former fiscal year, if changed since last report.

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common	**407,263,891** (as of December 31, 2021)

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

Yes [X] No [ ]

If yes, state the name of such stock exchange and the classes of securities listed therein:
Philippine Stock Exchange **Common Stock**

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the 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 twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [X] No [ ]

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

Yes [X] No [ ]

13. The aggregate market value of the voting stock held by non-affiliates of the registrant is P2.44 billion. The price used for this computation is the closing price as of December 31, 2021 is P20.40.

TABLE OF CONTENTS

Part I - BUSINESS AND GENERAL INFORMATION		**01**
Item 1	Business	01
Item 2	Properties	04
Item 3	Legal Proceedings	04
Item 4	Submission of Matters to a Vote of Security Holders	04
Part II - OPERATIONAL AND FINANCIAL INFORMATION		**04**
Item 5	Market for Issuer's Common Equity and Related Stockholder	04
Item 6	Management Discussion and Analysis or Plan of Operation	06
Item 7	Financial Statements	15
Item 8	Information on Independent Accountant and Other Related Matters	15
Part III - CONTROL AND COMPENSATION INFORMATION		**16**
Item 9	Directors and Executive Officers of the Issuer and Key Management Officers of CIC and Subsidiaries	16
Item 10	Executive Compensation	26
Item 11	Security Ownership of Certain Beneficial Owners and Management	27
Item 12	Certain Relationships and Related Transactions	30
Part IV - CORPORATE GOVERNANCE		**31**
Item 13	Corporate Governance	31
Part V - EXHIBITS AND SCHEDULES		**33**
Item 14	Exhibits and Reports on SEC Form 17-C	33
SIGNATURES		**34**
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES		**35**

Part I - BUSINESS AND GENERAL INFORMATION

Item 1 Business

A. Description of the Business

Concepcion Industrial Corporation (the “Company” or “CIC”), formerly Concepcion Airconditioning Corporation (“CAC”), is one of the Philippines’ most established and leading suppliers of solutions for the home and enterprises, such as air conditioners, refrigerators, small domestic appliances, and building solutions such as elevators and escalators. The Company is primarily a holding company which operates principally through its seven subsidiaries, Concepcion-Carrier Air Conditioning Company (“CCAC”), Concepcion Durables, Inc. (“CDI”), Concepcion-Otis Philippines, Inc. (“COPI”), Concepcion Business Services, Inc. (“CBSI”), Cortex Technologies Corporation (“CTC”), Alstra Incorporated (“Alstra”), Teko Solutions Asia Inc. (“Teko”) and its associates, Concepcion Midea Inc. (“CMI”), Tenex Services, Inc. (“Tenex”) and Teko Solutions Pte. Ltd. (“Teko SG”).

The Company’s air conditioning and refrigeration products and brands have received numerous awards in recognition of their quality and value to customers. *Carrier* and *Condura* brand air conditioners have received “Most Trusted Brand” awards from *Reader’s Digest Philippines* for each year for the past 17 and 15 years, respectively. In 2009 and 2010, Carrier was awarded “No. 1 Air Conditioning Brand” by GfK Retail and Technology (“GfK”). CIC won the National Customer’s Choice Annual Awards and the Asia Pacific Entrepreneurship Awards on 2015. The Company also won Finance Asia’s best Small Cap award from 2015-17 with recognition as Best Managed, Best Corporate Governance, and Best Investor Relations.

For the year ended December 31, 2021, the Company’s pro-forma consolidated net sales and services amounted to P12.2 billion and its pro-forma consolidated net income was P0.4 billion and a profit after tax and non-controlling interest of P0.2 billion.

(1) Business Development

The Company has been in the industry for 60 years primarily through Concepcion Industries Inc. (“CII”). CII was established in 1962 by Jose Concepcion Sr. and obtained a license from Carrier International in the same year to offer Carrier brand air conditioners in the Philippines. In 1977, a license for Kelvinator was obtained. In 1987, the Condura brand was introduced.

In 1992 and 1998, CII opened its air conditioning and commercial refrigeration factories, respectively, in the Light Industry and Science Park in Cabuyao, Laguna, Philippines. In 1997, CAC was formed as a subsidiary of CII, and Carrier Air Conditioning Philippines, Inc. (“CACPI”) and CAC formed CCAC, a joint venture for the production of air conditioning units. The following year, CII opened its second factory in the Light Industry and Science Park for the manufacturing of refrigeration equipment. In 2006, CDI was incorporated to manufacture, assemble, export, retail and trade refrigeration equipment. In 2009, CAC became a holder of majority interest in CCAC. The following year, CAC, through its ownership interest in CCAC, acquired the business of Carrier Linde Refrigeration through an asset purchase.

Through a restructuring in 2013, CII’s ownership interest in CAC was transferred to the parent companies Foresight Realty & Development Corp., Hyland Realty & Development Corp., and Horizons Realty Inc. On May 8, 2013, CAC purchased CDI from CII. On June 20, 2013, CAC was renamed Concepcion Industrial Corporation. On October 9, 2013, the Company’s application for listing of its entire 700 million shares was approved by the Philippine Stock Exchange (PSE) that was followed by its formal listing and commencement of trading on November 27, 2013. On November 20, 2013, CIC and CCAC formed a joint venture with Midea Electric Trading (Singapore) Co. Pte. Ltd. (“Midea”) to expand its consumer offering to include other consumer white goods and on March 28, 2014, CIC through CCAC purchased effectively 51% share in Otis Philippines (now named COPI). In March 2016, CBSI was incorporated primarily to consolidate the back-office support services of the Company and its subsidiaries. In June 2017, CIC formed CTC. This new subsidiary will develop new technologies relating to consumer appliances and commercial systems. In October 2018, CIC formed Alstra primarily to carry on business as a holding company for investments in the commercial markets. In October 2018, CTC entered into a stock purchase and shareholders agreement for the purchase of shares in Teko. In April 2019, Tenex, a joint venture company of Alstra and Mr. Joey P. Penaflor, was formed and is positioned to provide HVAC installation, repairs and maintenance services to commercial and business establishments. In August 2019, CCAC transferred its shares of stock in COPI to Alstra and Otis Elevator Company (Philippines), Inc. effectively giving 51% Alstra ownership of COPI's issued and outstanding capital stock. In July 2021, CTC acquired 33% ownership interest in Teko SG, a company incorporated in Singapore.

(2) Business of Issuer

The Company has expanded its business beyond being a trusted expert in air conditioning and refrigeration, towards becoming a complete consumer and commercial solutions company with a range of solutions and after-market services across multiple international and Philippine brands including Carrier, Toshiba, Condura, Kelvinator, Midea and Otis. These solutions are designed to serve a wide array of customers from individuals and single families living in residences, to thousands of people spread across large residential towers, office buildings, entertainment facilities, and commercial and industrial sites. These solutions are also designed to meet a variety of different needs, such as reliability, durability, comfort, energy efficiency, environmental impact, ease of use, and aesthetic appeal at varying price points with customized features to match the individual requirements. Moreover, the Company' continues to develop these technologies to meet the current and future needs of its customers. In addition, the Company offers an array of after-market services such as periodic maintenance, parts supply, repairs and other services intended to support its products through their entire life cycle. Moving beyond products, the Company has invested heavily on strengthening its relationship with its customers through the development of various platforms and applications designed to ensure a better fit between the products and services we offer to the customer's lifestyle. The Company believes that these after-market services, combined with its wide range of air conditioning and refrigeration products catering to various customer needs, offer customers enhanced value that distinguishes the Company's air conditioning and refrigeration solutions from those of its competitors.

Subsidiaries and Associates

As of December 31, 2021, CIC has seven major subsidiaries and two associates. For its subsidiaries, the Company owns 60% of CCAC, 100% of CDI, effectively 51% of COPI through its ownership in Alstra, 100% of CBSI, 100% of CTC, 100% of Alstra, and effectively 58% of Teko through its ownership in CTC. For its associates, the Company owns effectively 40% of CMI through its ownership in CCAC, effectively 49% of Tenex through its ownership in Alstra and 33% of Teko SG through its ownership in CTC.

CCAC

CCAC engages in the manufacture, sale, distribution, installation, and service of heating, ventilating, and air conditioning products and services for residential, commercial, and industrial use. CCAC is a joint venture between the Company and Carrier Air Conditioning Philippines, Inc. (CACPI), which allows it to offer Carrier and Toshiba brand air conditioners and Totaline parts. CCAC also offers other brands such as Condura and Kelvinator. CCAC manufactures a select range of its air conditioning equipment at its factory in Light Industry and Science Park in Cabuyao, Laguna, Philippines, the Philippines' largest air conditioning facility with a capacity of approximately 500,000 units per year and a production area of 19,620 sqm. CCAC's products are distributed and sold primarily in the Philippines. It has a nationwide distribution reach supported by a nationwide after-market network. The Company believes CCAC has the largest share of the total air conditioning market in the Philippines as measured by revenues, including leading market positions in the residential, light commercial and commercial and industrial segments.

CDI

CDI engages primarily in the manufacture, assembly, wholesale, retail, purchase, and trade of refrigeration equipment, including Condura and Kelvinator brand refrigerators and freezers. CDI manufactures a select range of its products at its factory at Light Industry and Science Park in Cabuyao, Laguna, adjacent to CCAC's air conditioning and commercial refrigeration factory. CDI factory has a capacity of 300,000 units per year and a production area of 16,420 sqm. CDI has leadership presence in the residential and light commercial ("RLC") refrigeration market in the Philippines. In 2020, CDI introduced other small home appliances such as rice cookers, grillers, and coffee makers.

CMI

CMI is a joint venture between Midea Electric Trading (Singapore) Co. Pte. Ltd. (Midea), and CIC and CCAC. CMI's primary purpose is to introduce Midea brand products in the Philippine market as a supplier of a whole range of appliances such as air conditioners, refrigerators, and laundry and kitchen appliances. This will not only expand the Company's multi-brand offering to the Philippine market but will also allow it to expand into the wider white goods market. Established in 1968, Midea is a leading global white goods and air conditioning systems manufacturer, with operations around the world. Midea is a brand leader in China and has various domestic production bases in China as well as overseas production bases in Vietnam, Belarus, Egypt, Brazil, Argentina, and India. It is also a joint venture and/or business partner of Carrier Corporation in selected countries worldwide.

COPI

COPI's primary business is to import, buy and sell at wholesale, distribute, maintain and repair, elevators, escalators, moving walkways, and shuttle systems and all supplies, material, tools, machinery and part/components.

CBSI

CBSI's primary business purpose is to consolidate support services across CIC and its subsidiaries and affiliates particularly in the areas of Finance, Human Resources, Information and Communications Technology, Legal and Compliance, as well as Facilities Management. In 2020, CBSI introduced an online platform to allow other subsidiaries to sell directly to consumers (Concepstore).

CTC

CTC engages in the research, development and commercialization of new and emerging technologies. CTC also develops strategic partnerships and identifies potential acquisitions, both locally and abroad, to develop solutions that are aligned with CIC's broader vision of building better lives and businesses and owning the home. CTC works across the enterprise to help facilitate innovation, and maintain CIC's position as a market leader.

Alstra

Alstra was organized primarily as a holding company to make investments in solutions for buildings and the industrial markets. Alstra may also engage in the business of installation, construction, maintenance and supply of equipment for mechanical, electrical, plumbing and fire protection services, facilities management, civil construction, technology services, electronics, devices and equipment in relation to building services and other building solutions-related services, among others.

Teko

Teko is focused on building and operating a platform to provide appliance repair and maintenance services. It leverages on information technology solutions and innovative business models to transform the appliance services market.

Tenex

Tenex is a joint venture company of Alstra and Mr. Joey P. Penaflor and is positioned to provide HVAC installation, repairs and maintenance services to commercial and business establishments.

Teko SG

Teko SG is a company incorporated in Singapore. It's purpose of business is to be a holding company for the regional expansion of Teko across Southeast Asia.

Item 2 Properties

The Company owns a parcel of land in Davao City. Other than this, the Company does not own any material real properties and all of its manufacturing facilities and laboratories are located on land owned by CII.

The Company leases all real properties and facilities for its air conditioning manufacturing facilities and laboratories from CII under a three-year renewable lease agreement. The agreement was renewed for a three-year term January 1, 2019 to December 31, 2021. As of reporting date, the Company is in the process of renewal of lease agreement with CII.

The Company entered into various renewable non-cancellable lease agreements with entities under common shareholdings for the lease of its refrigeration manufacturing facilities and laboratories.

The Company leases all other real properties and facilities for its warehouses, offices and parking spaces from various lessors with lease agreements from one (1) to five (5) years under terms and conditions as agreed with the lessors and are renewable upon mutual agreement of both parties in various dates from 2018 to 2022.

Item 3 Legal Proceedings

In the ordinary course of business, the Company is a party to various legal actions that it believes are routine and incidental to the operation of its business. In the opinion of the Company's management, the outcome and potential liability of these aforementioned legal actions are not likely to have a materially adverse effect on the Company's business, financial condition and results of operations.

Item 4 Submission of Matters to a Vote of Security Holders

Except for matters taken up during stockholders' meetings, there was no other matter submitted to a vote of security holders during the period covered by this report.

Part II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5 Market for Issuer's Common Equity and Related Stockholder

(1) Market Information

The Company's common shares were officially listed and first traded at the Philippine Stock Exchange on November 27, 2013.

The price performance of the shares for each quarter has been follows:

(Philippine Peso)	High	Low
Quarter ended March 2019	43.50	37.00
Quarter ended June 2019	46.10	42.00
Quarter ended September 2019	42.00	32.05
Quarter ended December 2019	32.80	26.00
Quarter ended March 2020	32.50	25.00
Quarter ended June 2020	28.95	20.00
Quarter ended September 2020	21.95	17.58
Quarter ended December 2020	23.90	18.00
Quarter ended March 2021	22.65	20.05
Quarter ended June 2021	23.40	19.70
Quarter ended September 2021	24.00	20.00

Quarter ended December 2021	23.00	20.10

(2) Holders

As of December 31, 2021, there were a total of 29 shareholders of record of the Company's common shares. The total issued and outstanding as of said date stood at 407,263,891 of which 20.97% are held by foreign shareholders

The top 20 shareholders as at December 31, 2021 based on PDTC report are as follows:

	Name of Shareholder	No. of Shares Held	%
1	PCD Nominee Corporation - Filipino	234,513,263	57.58
2	PCD nominee Corporation - Non-Filipino	85,410,981	20.97
3	Horizons Realty, Inc.	85,545,026	21.00
4	Sole Luna Inc.	998,963	0.25
5	Macric Incorporated	786,669	0.19
6	Gemiliano S. Manalili &/or Alma B. Manalili	2,400	0.00
7	John T. Lao	1,560	0.00
8	Gabrielle Claudia F. Herrera	1,100	0.00
9	Nadezha Iskra F. Herrera	1,000	0.00
10	Mary Joan Ilao- Ante	780	0.00
11	Joselito C. Herrera	600	0.00
12	Joselito Corpus Herrera	500	0.00
13	Hanson Chua Go	324	0.00
14	Angelo Decretales Mabunay	324	0.00
15	Jesus San Luis Valencia	156	0.00
16	Jaybee C. Baraquel	100	0.00
17	Nadezhda Iskra Ferranco Herrera	100	0.00
18	Owen Nathaniel S. au itf: li marcus au	16	0.00
19	Cesar A. Buenaventura	3	0.00
20	Alfred Reiterer	3	0.00

(3) Dividends

The Company is authorized under Philippine laws to declare dividends, subject to certain requirements. These requirements include, for example, that the Board of Directors (the "Board") is authorized to declare dividends only from its distributable retained earnings, calculated based on existing regulations. Dividends may be payable in cash, shares or property, or a combination of the three, as the Board shall determine and subject to the approval of the Philippine SEC, as may be required by law. A cash dividend declaration does not require any further approval from shareholders. The declaration of stock dividends is subject to the approval of shareholders holding at least two-thirds of the Company's outstanding capital stock. The Board may not declare dividends which will impair its capital.

Cash dividends declared for the past three years ended December 31 are as follows:

Date declared	Dates paid	Per share	2021	2020	2019
February 10, 2021	April 12, 2021	1.00	401,955	-	486,606
May 13, 2020	June 17, 2020	0.70	-	282,253	-
April 3, 2019	May 16, 2019	1.20	-	-	486,606

On April 3, 2019, the Company's Board declared cash dividends in the amount of P1.20 per share totaling P486.6 million on all shares of common stock issued and outstanding to shareholders of record as of April 22, 2019, which was paid on May 16, 2019.

On May 13, 2020, the Company's Board declared cash dividends in the amount of P0.70 per share totaling P282.3 million on all shares of common stock issued and outstanding to shareholders of record as of May 27, 2020, which was paid on June 17, 2020.

On February 10, 2021, the Company's Board declared cash dividends in the amount of P1.00 per share totaling P402.0 million on all shares of common stock issued and outstanding to shareholders of record as at March 12, 2021, paid on April 12, 2021.

On February 16, 2022, the Company's Board declared cash dividends in the amount of P1.00 per share totaling P401.9 million on all shares of common stock issued and outstanding to shareholders of record as at March 17, 2022, to be paid on April 12, 2022.

(4) Recent Sales of Unregistered Securities

There were no sales of unregistered securities within the past year.

Item 6 Management Discussion and Analysis or Plan of Operation

The following information relates to the Company's Consolidated Financial Statements as of December 31, 2021, 2020 and 2019, and for the three years ended December 31, 2021, 2020 and 2019 as audited by Isla Liana & Co., the independent auditors.

Factors Affecting the Company's Results of Operations

Factors affecting the Company's financial and operational results in the full year of 2021

COVID-19: Covid Remains as a disruptor as almost 1/3 of the year or 110 days lost due to the lockdowns declared between March 22 to April 30 and August 5 to October 15. The Alert Level 4 declared during this period imposed severe restrictions on business which impacted various aspects of the operations: (1) sales-major business partners had limited business operations or remained closed during the period (2) logistics-operations shut down and mobility suffered (3) service- accredited service providers and technicians were unbale to provide services during the lockdown; and (4) manufacturing- factory shutdowns occurred with limited operations specially in cases where positive results were obtained. The arrival of the Delta variant further exacerbated the situation as it restricted mobility, strained the healthcare infrastructure, and dampened over-all consumer confidence. The impact of Covid was mitigated by investments we have made in our digital transformation, and the more widespread vaccination campaign.

Macroeconomic Fundamentals: The Philippine Gross Domestic Product (GDP) grew by 5.6% on 2021 as the country continues to recover from the pandemic. While a recovery is underway and the Company enjoyed better revenues as compared to 2020, challenges still remain. Airconditioning and the small domestic appliances both grew vs. 2020 levels, but remain below 2019 levels. The refrigerator and laundry market shrunk during H2 as compared to 2020. In addition, the high inflationary environment and the weakening peso which is now 6-10% lower compared to the Remnibi and the USD at 2020 levels, add additional challenges as it impacts consumer confidence, and increases the price of our imported materials.

Construction Sector Developments: Despite the easing of Alert Levels, the business activities have seen slow recovery due to limited site accessibility and implementation of COVID-19 precautionary restrictions causing slow conversion of backlogs and delays in project implementation and product fulfillment. While there is pick-up in activity in commercial markets, there is a weak order rates due to project delays, delayed orders as well as execution issues.

Commodity Prices: The Company depends on raw materials sourced from third parties to produce majority of its products. Raw materials expense represents about 68% of the Company's manufactured cost of sales. The price of raw materials hit record high levels due to supply chain challenges, supply shortages, and higher demands due to the recovery

Weather: Quarter 4 saw the devastating impact of Typhoon Odette which ravaged the southern part of the Philippines consisting of the Visayas and Mindanao region. The widespread damage it caused impacted our Q4 sales in the VizMin area.

Factors affecting the Company's financial and operational results in the full year of 2020

COVID-19: With the enforcement of the mandatory Enhanced Community Quarantine (ECQ) in April that continued until middle of May which was later moved to Modified Enhanced Community Quarantine (MECQ) during May, various aspects of the business were affected: (1) sales – major business partners had limited business operations or remain closed during the period as very few dealers were able to shift to e-commerce; (2) logistics – during the ECQ, operations shutdown and mobility suffered (3) service – accredited service providers and technicians were unable to provide service during the lockdown; and (4) manufacturing – factory shutdown during ECQ and zero production, with limited operations during the MECQ. General Community Quarantine (GCQ) was later declared on June, July, and August 19 up to the balance of the year. Under GCQ, restrictions on travel to work, travel for leisure, manufacturing, retail operations, restaurants, and transportation were loosened, allowing for a partial recovery of business operations.

Macroeconomic Fundamentals: The Philippine Gross Domestic Product (GDP) resulted to a negative 9.5% in 2020 as a result of the on-going economic disruptions caused by COVID-19. Consumer spending heavily shifted to essentials as revenue streams of consumer contracted from furlough, pay cuts, and job displacements. Demand for consumer durables also shifted due to re-prioritization and deferment of big-ticket expenses. Purchases shifted away from consumer AC's, consumer refrigeration and laundry and went into E-commerce platforms for refrigeration, kitchen, and small domestic appliances.

Construction Sector Developments: Despite the easing of Community Quarantine (CQ), the business activities have seen slow recovery due to limited site accessibility and implementation of COVID-19 precautionary restrictions causing slow conversion of backlogs and delays in project implementation and product fulfillment. A steep drop in new project starts for civil projects, and concept and design for new building projects was experienced during the year.

Commodity Prices and Foreign Exchange Fluctuation: The Company depends on raw materials sourced from third parties to produce majority of its products. Raw materials expense represents about 71% of the Company's manufactured cost of sales. Generally, both commodity prices and FX were relatively stable in Q4 with the exception of the price of copper. Challenges arose from material sourcing especially imported raw materials due to port and logistics restrictions.

Description of Selected Income Statement Items

Net Sales:
The Company generates revenues primarily from sales of its air conditioning units and refrigeration units through its subsidiaries CCAC and CDI.

Segment Breakdown:
The following table presents a breakdown of the Company's revenues, cost of sales and gross profit by respective business for the period indicated (amounts are in millions):

	For the years ended December 31		
	2021	**2020**	**2019**
Net Sales and Services			
Consumer Business	9,677	8,152	11,160
Commercial Business	2,530	2,585	3,886
Others	33	28	20
Total	**12,239**	**10,765**	**15,066**

	For the years ended December 31		
	2021	2020	2019
Cost of Sales and Services			
Consumer Business	6,502	5,198	7,181
Commercial Business	1,652	1,623	2,484
Others	20	16	15
Total	**8,174**	**6,837**	**9,680**
Gross Profit	**4,065**	**3,928**	**5,386**

Costs and Expenses:

- Cost of sales and services

  The Company's cost of sales and services comprise the cost of finished goods, raw materials used for the Company's manufactured products, installation costs, labor, and manufacturing and service overhead.

- Expenses

  The Company's operating expenses include employee costs, outside services, freight out, rent and utilities, warranty cost, marketing and advertising costs, transportation, travel and entertainment, provisions for commission, impairment of receivables, and obsolescence legal disputes and assessments, repairs and maintenance, royalties, non-income taxes and licenses, depreciation and amortization, commission expense, supplies, insurance, and professional fees.

Other net operating income comprises interest income on bank deposits and short-term placements, interest expense on loans, commission income, foreign exchange gains or losses and service income.

Provision for Income Tax:

The Company's provision for income tax comprises the income taxes accrued and/or paid by the Company and its respective subsidiaries.

Net Income Attributable to Parent:

Net income attributable to Parent represents the Company's share at 60% of the net income of CCAC, 100% of the net income of CDI, 100% of the net loss of CBSI, 100% of the net loss of CTC, 100% of the net income of Alstra, effectively 58% of net loss of Teko, and effectively 51% of the net income of COPI.

Key Performance Indicators

The Company monitors its financial and operating performance in terms of the following indicators:

	For year ended December 31, 2021	For year ended December 31, 2020	For year ended December 31, 2019
Gross Profit Margin	33.2%	36.5%	35.7%
Profit Before Tax	4.8%	9.6%	13.8%
Net Income Attributable to Shareholders (Php Millions)	164.8	470.9	946.8
Net Income Attributable to Shareholders (% to Sales)	1.3%	4.4%	6.3%
Return on Average Equity	3.1%	8.9%	18.7%
Return on Average Assets	3.0%	5.5%	12.4%
Earnings per Share*	0.4	1.2	2.3

	As at December 31, 2021	As at December 31, 2020	As at December 31, 2019
Debt to Equity Ratio	0.8	0.7	0.7
Asset-to-Equity Ratio	1.7	1.7	1.7
Book Value Per Share*	12.9	13.4	12.9

Key Performance Indicator	Definition
Gross Profit Margin	Gross Profit/Net Sales
Profit Before Tax	Profit before Tax/Net Sales
Return on Average Equity	Net Income after Minority Interest/ Average Shareholder's Equity net of Minority Interest
Return on Average Assets	Net Income / Average Assets
Earnings Per Share	Net Income after Minority Interest/ Average Shares Outstanding
Debt to Equity Ratio	Total Liabilities/Total Equity
Asset-to-Equity Ratio	Total Assets/Total Equity
Book Value Per Share	Shareholder's Equity net of Minority Interest/ Total Shares Outstanding

**Total Number of Shares (weighted average) used is 401,895,091 in 2021, 402,750,699 in 2020, and 405,243,218 in 2019*

RESULTS OF OPERATIONS

Year ended December 31, 2021 compared with year ended December 31, 2020

2021 was the beginning of the recovery, but it was not a smooth ride. The initial delay in vaccination and the arrival of the Delta variant caused two periods of lockdowns during the 2nd Quarter and the 3rd Quarter which caused us to lose almost 1/3 of the year- 110 days. This severely impacted the economy, consumer confidence and mobility.

Also, as the global economy started to recover, we were faced with challenges related to the macroeconomic environment. Commodity prices and inflation was at an all-time high. The peso continued to weaken. Supply chain disruptions, product and component shortages all threated to increase the cost of doing business. In addition, Typhoon Odette hit the southern regions during Q4- impacting our sales in the VizMin region.

Despite the challenges, CIC grew. Our investment in our digital transformation has started to bear fruit. We introduced, new and relevant products and services, and supported these with our digital platforms. We supported the government vaccination campaign and ensured the safety of both our employees as well as our business partners and our dependents. We also took care to manage our cost structure, as we realigned to the current realities.

CIC is now focusing on business recovery, rebuilding our culture and capabilities, as well as adopting to the new normal.

Our focus on the management of receivables and inventory, led to strong balance sheet and cash position.

CIC achieved for the year ended December 31, 2021 P0.4 billion in consolidated income, a 44.9% decline from 2020, with profit after tax after minority interest (PATAMI) at P0.2 billion, a _65.0% decline from 2020. Profit before tax was at P0.6 billion vis-à-vis 2020's P1.0 billion. The decline in earnings was due to lower margins as a result of commodity price increases, FX increases, competitive pricing, the normalization of employee costs, and investments in strategic projects.

Net sales and services

For the year ended December 31, 2021, the total consolidated net sales and services was at P12.2 billion, an increase of 13.7% from last year.

The Consumer Business posted a comparative period increase in sales of 18.7% to Php 9.7 b illion, with strong consumer demand that is nevertheless still lower than pre-pandemic levels. The increase in sales was caused by higher volume driven by eased quarantine restrictions and improved consumer confidence. This was reinforced by an aggressive marketing campaign, new product introductions, and our strategic investments in digital channels and fulfillment capabilities, with earnings from digital channels increasing by more than 240%. The improved performance was tempered by the spread of the Delta Variant, which caused lockdowns during Q2 and Q3, as well as Typhoon Odette which negatively impacted demand in the VizMin region during Q4. Further challenges were experienced due to supply chain disruptions, high commodity prices, and high inflation..

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 2.2% to P2.5 billion. The eased quarantine restrictions and increased consumer confidence helped stimulate the commercial markets with improvements in building projects, building starts, and civil starts. The performance was supported by improvements in pipelines, backlogs, and orders. Despite of this, the lingering impact of the pandemic still caused weak order rates and project delays, which impacted the financial results.

Gross Profit and Margins

CIC registered consolidated gross profit was P4.1 billion for the year ended December 31, 2020, a 3.5% increase from 2020. The increase was attributable by the higher volume of sales in first half of 2021, lower restrictions as compared to the previous year, and higher production which allowed improved absorption of fixed costs.

Operating Expenses

CIC's total operating expenses was P3.4 billion for the year ended 2021, a 14.8% higher over 2020, due to increase in volume driven costs, normalized employee costs and provisioning, as well as strategic investments for advertising, brand building and digital assets. This was offset by structural changes in the cost structure aimed at improving efficiencies.

Other Operating Income (loss) and Finance Costs

Other operating loss of P15.1 million was mainly driven by the losses from foreign exchange and the finance cost of P23.8 million was mainly related to interest expense on short-term borrowings and amortization of lease liabilities.

FINANCIAL CONDITION

As at December 31, 2021 compared with as at December 31, 2020

Consolidated total assets as at December 31, 2021 was at P12.3 billion, decreased by P0.4 billion from end of 2020 balance of P12.7 billion. Marked decreases in assets were from cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, right of use of assets and intangible assets, net of marked increase in inventories.

As at December 31, 2021, the consolidated net cash position was decreased by P0.5 billion to P2.5 billion, due to catch-up of payment for 2020 payables.

Total liabilities as at December 31, 2021 amounted to P5.3 billion, decreased by P0.1 billion from 2020, mainly due to decrease in trade payables and other liabilities, other provisions, lease payable and lower income tax payable.

RESULTS OF OPERATIONS

Year ended December 31, 2020 compared with year ended December 31, 2019

2020 was an unprecedented year. The Philippines was affected by many major external events throughout the year with the Covid-19 virus shutting down our whole business, the whole economy, and people's lives.

Our Covid-19 response was broken down into 3 phases, first was about ensuring the survival of the business, second about restarting the business and third and ongoing is about repivoting the business and adjusting to the new normal.

We were able to restart and repivot the business in the 2nd half of the year. Taking mitigating actions that resulted in a fairly strong performance given the still uncertain environment.

Our focus on the management of receivables and inventory, led to strong balance sheet and cash position.

CIC achieved for the year ended December 31, 2020 P0.7 billion in consolidated income, a 52.0% decline from 2019, with profit after tax after minority interest (PATAMI) at P0.5 billion, a 50.3% decline from 2019. Profit before tax was at P1.0 billion vis-à-vis 2019's P2.1 billion. The decline in earnings was negatively impacted by lower sales volume, manufacturing absorption, and one-timers such as risk provisioning for receivables, inventory, dealer support and warranty.

The results of operations of CIC for the year ended December 31, 2020, posted a 28.5% decline in net sales from 2019, due to weather conditions, and social and economic impact of Covid 19.

The Group focused on recovery through revitalizing brands, accelerate e-commerce presence, adoption of digital initiatives to improve fulfilment and embrace the customer, implementing procedures to adapt in the new normal, improvement of supply chains, and tightening cost measures through both structural and tactical restructuring, and better cash flow management. In H2 2020, the consolidated six-month profit after tax of approximately P1.0 billion, a 2.1% improvement from last year and a significant recovery from H1 results and profit after tax after minority interest (PATAMI) of P0.5 billion, translating to a 9.9% increase from the same period in 2019. This was largely a result of P6.3 billion in reported revenues for the same period as well as cost mitigation measures that the company implemented as a response to the impact of COVID-19. Sales recovery was boosted by a catchup in consumer demand but tempered by slower resumption in the commercial and construction activities.

Net sales and services

For the year ended December 31, 2020, the total consolidated net sales and services was at P10.8 billion, a decline of 28.5% from last year.

The Consumer Business posted a comparative period decrease in sales of 27.0% to P8.2 billion. The decrease in sales was mainly due to the strict community quarantine implemented since March 2020 due to COVID-19. Likewise, though unconsolidated, the growth momentum in the consumer appliance business over the past year was also derailed. While a strong recovery was experienced during the 3rd quarter due largely to pent-up demand, and the easing of quarantine restrictions to GCQ the demand softened during the 4th quarter as consumers prepared for a slower economic recovery.

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 33.5% to P2.6 billion. While the backlog of the commercial sector remains healthy, conversion to sales experienced slow down due to reduced economic and business activities over the course of first half of 2020 with softness spilling over in H2 2020 due to COVID-19. The commercial pipelines remained healthy, but there were delays in awarding and fulfillment.

Gross Profit and Margins

CIC registered consolidated gross profit of P3.9 billion for the year ended December 31, 2020, a 27.1% decline from last year. The decline was mainly attributable to lower sales in H1 2020.

Operating Expenses

CIC's total operating expenses were close to P3.0 billion for the year ended 2020, a 11.9% lower over last year, taking into effect the control measures implemented to manage expenses.

Other Operating Income and Finance Costs

Other operating income of P0.08 billion was mainly related to FX revaluation gains, commission and other income, and interest income from bank deposits and short-term placements. The finance cost of P0.03 billion was composed of interest expense on short-term borrowings and amortization of lease liabilities.

FINANCIAL CONDITION

As at December 31, 2020 compared with as at December 31, 2019

Consolidated total assets as at December 31, 2020 was at P12.7 billion, up by P0.5 billion from end of 2019 balance of P12.1 billion. Marked increases in assets were from cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, net of marked decrease in inventories.

As at December 31, 2020, consolidated net cash position was up by P1.4 billion to P3.0 billion. Trade and other receivables declined by P0.5 billion to P3.6 billion from end of 2020.

The increase in cash and cash equivalents and the decrease in trade receivables and other receivables were primarily due to continuous improvement of collection efforts.

Total liabilities as at December 31, 2020 amounted to P5.4 billion, an increase of P0.5 billion from 2019 mainly driven by trade payables and other liabilities due to higher inventory purchases in H2 2020.

RESULTS OF OPERATIONS

Year ended December 31, 2019 compared with year ended December 31, 2018

CIC achieved for the year ended December 31, 2019 P1.43 billion in consolidated income, a 1.9% decline from 2018, with profit after tax after minority interest (PATAMI) at P0.9 billion, a 3.7% increase from 2018. Profit before tax was at P2.08 billion vis-à-vis 2018's P2.14 billion.

The results of operations of CIC for the year ended December 31, 2019 closed on a positive note with net sales experiencing a growth of 6%, which improves to 13% when sales attributable to Midea was considered. Topline growth was supported by a strong economy, continued strength in the consumer markets, recovery in the commercial market segment, and market share gains driven by product introductions and strong execution of programs.

While the first half of 2019 was heavily affected by the tailwinds experienced by the construction sector along with challenges on supply chain and aftermarket, the second half of 2019 showed upward performance trajectory with consolidated six months profit after tax of P0.6 billion and PATAMI of P0.5 billion, translating to a 32.9% increase in PATAMI from the same period in 2018. Top-line results showed a 12.1% increase compared to second half of 2018 ending at P7.30 billion. Performance for the second half of the year was attributed to consumer sell-in gains and notable are market share expansions seen particularly in window AC and refrigeration as new product introductions helped in achieving these results. Government spending also increased in the second half of the year driving construction activity resulting to a momentum recovery for the commercial segment.

Net sales and services

For the year ended December 31, 2019, the total consolidated net sales and services was at P15.07 billion, an increase of 6.1% from last year.

The Consumer Business posted a comparative year increase in sales of 9.1% to P11.16 billion, driven by growth in Consumer AC particularly window AC and refrigeration segments. The growth in the refrigeration segment was driven by price repositioning, continued organizational strengthening and new product introductions particularly on no-frost and chest freezer lines. While unconsolidated, there was continuous growth momentum in the consumer appliance business in 2019 (CMI) due to aggressive growth in distribution, strong execution of e-commerce strategies, strong traction in small to medium sized projects and the introduction of Toshiba consumer appliances.

The Commercial Business consisting of commercial AC, elevators and escalators posted a comparative year decrease in sales of 1.7% to P3.89 billion. The decline is highly attributable to the delay in the approval of the national budget resulting to deferred expansion activities of nationwide Key Accounts during the first half of 2019. However, there was substantial improvement during the second half of 2019 due to improved momentum for the construction sector evidenced by the 26% growth in AC orders for 2019.

Gross Profit and Margins

CIC registered consolidated gross profit of P5.39 billion for the year ended December 31, 2019, a 6% growth from last year. Gross margins remained stable due to strengthened cost reduction and efficiency efforts supported by a more stable FX and commodity prices during the year.

Operating Expenses

CIC's total operating expenses were at P3.37 billion for the year ended 2019, a 14.7% higher over last year. The increase in operating expenses came mainly from investments on organizational capacity and capabilities, sales support activities, and logistics infrastructure and facilities.

Other Operating Income and Finance Costs

The increase in other operating income to P0.07 billion was mainly related to FX revaluation gains due to better FX fluctuations in 2019 compared to prior year.

FINANCIAL CONDITION

As at December 31, 2019 compared with as at December 31, 2018

Consolidated total assets as at December 31, 2019 was at P12.14 billion, up by P1.17 billion from end of 2018 balance of P10.97 billion. Marked increases in assets were from the adoption of PFRS 16 (right-of-use of assets), cash and cash equivalents, trade and other receivables, contract assets, and property and equipment, net of marked decrease in inventories.

As at December 31, 2019, consolidated net cash position was up by P0.3 billion to P1.61 billion. Trade and other receivables were up by P0.1 billion to P4.10 billion from end of 2018.

Higher cash and cash equivalents and trade and other receivables as at end of 2019 were a result of the commercial sales pick-up in the second half of 2019 which also resulted to the decrease in inventory of P506 million from last year.

Higher net property and equipment were investments in various machineries and equipment for the factory, and office building expansion.

Total liabilities as at December 31, 2019 amounted to P4.87 billion, a net increase of P0.6 billion from end of 2018 mainly coming from increase due to the adoption of PFRS 16 (lease liabilities), trade payables and other liabilities, and increase in retirement benefit obligation due to significant decline in discount rate in 2019, net of decrease in short-term borrowings due to repayments in 2019.

WORKING CAPITAL

As of December 31, 2021, 2020 and 2019, the Company's net current assets (the difference between total current assets, including cash and cash equivalents, and total current liabilities), were P5.2 billion, P5.4 billion and P5.2 billion, respectively, representing working capital sufficiency.

The Company's current assets consist of cash and cash equivalents, trade and other receivables, contract assets, inventories and prepayments and other current assets. The Company's current liabilities consist of trade payables and other liabilities, short-term borrowings, lease liabilities, provisions for warranty, other provisions, and income tax payable.

CASH FLOWS

The following table sets forth information from the Company's consolidated statements of cash flows for the years indicated (amounts in millions):

	For the years ended December 31		
	2021	**2020**	**2019**
Net cash flows provided by (used in) operating activities	500.2	2,240.9	2,748.3
Net cash flows used in investing activities	83.8	98.4	375.6
Net cash flows used in financing activities	884.0	760.9	2,091.6
Net increase (decrease) in cash and cash equivalents	(467.5)	1,381.6	281.1

The net cash flows provided by operating activities for the year ended 2021 were at P0.5 billion composed of income before provision for income tax of P0.6 billion, excluding adjustments, changes in working capital, interest received and including actual income tax paid. The decrease in operating activities were due to high inventory and catch-up of payment for 2020 payables.

The net cash flows used in investing activities for the year ended 2021 were at P0.08 billion, mainly for the acquisition of property and equipment and capitalization of intangibles.

The net cash flows used in financing activities for the year ended 2021 were at P0.9 billion, relating to dividend payout, short-term borrowings, lease liabilities and acquisition of treasury shares.

INDEBTEDNESS

The Company did not have long-term borrowings as of December 31, 2020.

CAPITAL EXPENDITURES

The Company makes regular capital expenditures annually to support its business goals and objectives, investing in the on-going upgrade, expansion and maintenance of its property and equipment relating primarily to machinery and equipment, office equipment and leasehold and building improvements. The Company has historically funded its capital expenditures primarily through working capital derived from operating income.

Events that will Trigger Direct or Contingent Financial Obligation that is Material to the Company, Including any Default or Acceleration of an Obligation

There were no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

Material Commitments for Capital Expenditures

The Company's commitments for capital expenditures will be funded out of cash flows from operations.

Material Impact on Income from Continuing Operations

In the normal course of operations, the Company's activities are affected by changes in interest rates, foreign currency exchange rates and other market changes. The Company follows a prudent policy on managing its assets and liabilities so as to ensure that exposure to fluctuations in interest rates and foreign currency exchange rates are kept within acceptable limits and within regulatory guidelines.

Significant Elements of Income or Loss that did not Arise from Continuing Operations

There are no significant elements of income or loss that did not arise from continuing operations of the Company.

Significant Subsequent Events

The surge of the Omicron variant during January 2021 caused voluntary lockdowns as businesses temporarily shut down, and consumer confidence dropped. While a resumption of both consumer and business activity occurred by February, another surge and lockdown will have a negative impact on business results. To mitigate this risk, the Company continues to limit mass events and marketing activities, while adhering to enhanced safety protocols to ensure a safe and productive working environment.

On the business impact, supply chain disruptions, product and component shortages, unfavorable exchange rates, as well as high inflation and record-high commodity prices exacerbated by the war in Ukraine, create a challenging business environment. This is mitigated by the widespread vaccination, the general economic recovery, and increasing consumer and business confidence. In addition, the Company has taken measures to manage our cost structure, and created additional revenue streams through new product and service introduction.

The Group has assessed that the current situation would not result in any significant loss of business that may cause impairment of its assets for the year 2021 nor impact the Group's ability to meet their obligations as reflected in the 2021financial statements.

CIC declared a cash dividend effective record date of March 17, 2022 and payable on April 12, 2022 (P1 per share, 4.8% dividend payout).

Item 7 Financial Statements

The consolidated financial statements of the Company are filed as part of this Form 17-A (refer to the Index to Financial Statements and Supplementary Schedules on page 35).

Item 8 Information on Independent Accountant and Other Related Matters

(1) External Audit Fees and Services

The aggregate fees billed in 2020 for each of the professional services rendered by the Group's external auditors are summarized as follows:

NATURE OF AUDIT	FIRM	CIC	CCAC	CDI	COPI	CMI	CBSI	CTC	TEKO	ALSTRA	TENEX	TOTAL
Dec. 31, 2021 External Audit	PWC	777	884	772	720	450	497	180	75	104	40	4,499
Impairment of Goodwill and Valuation of Intangible assets report	P&A	332	-	-	-	-	-	-	-	-	-	332
Actuarial Valuation Report	EMZ	14	45	162	25	18	20	18	30	-	-	331
Tax Consultancy	SGV	943	1,916		-			55	33	33	-	2,979
	ROMULO	240	110	70	-		120	-	-	-	-	540
	IGD	-	-	-	-		1,458	-	-	-	-	1,458
TOTAL		**2,305**	**2,954**	**1,004**	**745**	**468**	**2,095**	**253**	**138**	**137**	**40**	**10,138**

Audit Committee's Approval Policies and Procedures for the Above Services

The Company's Audit Committee reviews the eligibility of the incumbent external auditor for retention, considering certain criteria, during the third quarter of each year. Failing so, the Audit Committee then follows the selection process.

Before the start of each year's audit, the external auditor presents to the Audit Committee for approval its proposed audit plan, describing the areas of focus for the audit, as well as any new accounting standards, laws and new regulatory rules that need to be taken into account in the course of the audit. The audit schedule is also presented. The audit fees are agreed with the external auditor by management. When the audit is completed and before the Company's Board meeting in April of the following year, the external auditor presents the audited financial statements and accompanying notes to the Board for notation in its April meeting, in time for tax filing in April.

(2) Changes in the Disagreements with Accountants on Accounting and Financial Disclosure

There were no changes and disagreements with Isla Lipana & Co., the Company's external auditor, on accounting and financial disclosure.

Part III - CONTROL AND COMPENSATION INFORMATION

Item 9 Directors and Executive Officers of the Issuer and the Key Management Officers of CIC and Subsidiaries

The overall management and supervision of the Company is undertaken by the Board. The 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.

(a) Directors

Board of Directors and Senior Management

In 2020, CIC amended its articles of incorporation to increase the number of Board members to 9 with an addition of a third independent board member. Pursuant to the Company's amended articles of incorporation, the Board now consists of nine members, of which three areindependent directors. The Board holds office for a one-year period and until their successors are elected and qualified in accordance with the By Laws. The table below sets forth certain information regarding the members of the Board as of the date of this Report.

Name	Age	Position	Citizenship
Raul Joseph A. Concepcion	60	Chairman	Filipino
Renna C. Hechanova- Angeles	67	Vice Chairman and Treasurer	Filipino
Raul Anthony A. Concepcion	52	Director	Filipino
Jose Ma. A. Concepcion III	64	Director	Filipino
Ma. Victoria Herminia C. Young	63	Director	Filipino
Raissa C. Hechanova-Posadas	62	Director	Filipino
Cesar A. Buenaventura	93	Independent Director	Filipino
Alfredo E. Pascual	73	Independent Director	Filipino
Justo A. Ortiz	63	Independent Director	Filipino

The business experience of each of the directors is set forth below.

Raul Joseph A. Concepcion
Chairman

Mr. Raul Joseph A. Concepcion is the Chairman of the Board and Chief Executive Officer of the Company since 2008. He is also the President of CCAC and of CII as well as the Chairman Emeritus of the Philippine Appliance Industry Association ("PAIA"). He holds a business administration degree from Simon Fraser University.

Renna C. Hechanova-Angeles
Vice Chairman and Treasurer

Ms. Renna C. Hechanova-Angeles was elected Vice Chairman of the Board and the Treasurer of the Company on July 18, 2013. She is concurrently the Vice Chairman and Treasurer of CDI, Director of CCAC, Corporate Secretary of Contel Communications, Director of the joint venture company between Ayala Land, Inc. and CII, Corporate Secretary of Republic Commodities Corporation ("RCC"), and Executive Vice President and Corporate Secretary of Concepcion CII. She is also the Corporate Secretary of Hyland Realty & Development Corp. Ms. Hechanova-Angeles holds a B.S. Commerce, Major in Management degree from the Assumption College.

Raul Anthony A. Concepcion
Director

Mr. Raul Anthony A. Concepcion was deemed elected to the Board of the Company on July 5, 2013. He is also the President and Chief Operations Officer of Contel Communications, Vice President of the joint venture company between Ayala Land, Inc. and CII., and Chairman of the Board of CDI. Mr. Concepcion is also the Founder and Chief Event Officer of Condura Run, one of the premier running events in the Philippines. He is finalist in the Ernst and Young Entrepreneur of the Year Awards in 2011 and received the Business Excellence Award for showing exceptional, consistent and systematic application of total quality management principles. He holds a B.A. Political Science degree from the University of the Philippines-Diliman and an Executive Master of Business Administration degree from the Asian Institute of Management.

Jose Ma. A. Concepcion III
Director

Mr. Jose Ma. A. Concepcion III was first elected to the Board of the Company on July 5, 2013. He serves as the President and CEO of RFM Corporation and Chairman of the Board of Directors of RFM Unilever Ice Cream, Inc. Mr. Concepcion is currently the special adviser to the President of the Republic of the Philippines. He is also the co- chairman of the agri-business and food committee of Philippine Chamber of Commerce and Industry ("PCCI"). He is likewise a member of various industry associations such as PCCI, Philippine Association of Feed Millers ("PAFMI"), Philippine Association of Flour Millers ("PAFMIL"), Philippine Chamber of Food Manufacturers, Inc. ("PCFM"), Makati Business Club, and Management Association of the Philippines ("MAP"). Mr. Concepcion is active in various socio-civic associations such as the Philippine Center for Entrepreneurship Foundation which he founded, The Search for the Ten Outstanding Students of the Philippines ("TOSP") and Rotary Club of Makati Central. From 2005 to 2010, he was the presidential consultant for entrepreneurship. Presently, Mr. Concepcion holds the following positions in socio-civic associations: Vice Chairman and Trustee of RFM Foundation, Inc., Director of the Laura Vicuna Foundation for Street Children, and Vice Chairman of the Micro Small and Medium Enterprise Development Council ("MSMED"). He holds a B.S. Business Management degree from the De La Salle University.

Ma. Victoria Herminia C. Young
Director

Ms. Ma. Victoria Herminia C. Young was first elected to the Board of the Company on July 5, 2013. She is a Director as well as the Vice President and General Manager of the White King Division of RFM Corporation since 2006. She is also a Director and General Manager of Interbake Commissary Corporation and President of RFM Foundation, Inc. Ms. Young is likewise a Trustee of several charitable organizations such as Soul Mission Organization and Ronald McDonald House of Charities. From 2000-2003, she served as a Director of the Assumption Alumnae Association. Ms. Young holds a B.S. Management and Marketing degree from the Assumption College.

Raissa C. Hechanova-Posadas
Director

Ms. Raissa C. Hechanova-Posadas has been a member of the Board of the Company since July 5, 2013. She is concurrently a Director of RFM Corporation, Advisor to the Board of Directors of BDO Private Bank, and Member of the Board of Trustees of Knowledge Channel Foundation, Inc. and Pinoy ME (MicroEntrepreneurship) Foundation. Prior to joining the Company, Ms. Hechanova-Posadas had 25 years of experience in corporate and investment banking at Citigroup where she held the positions of Managing Director, Head of corporate finance unit, and designated business senior credit officer. In addition, she was a Member of the Citi Philippines senior management team for ten years, and of the Board of Directors of several Citigroup legal vehicles in the country. Ms. Hechanova-Posadas holds a B.A. Applied Economics degree from De La Salle University and a Master of Business Administration degree from IMD International Institute for Management Development (formerly IMEDE).

Cesar A. Buenaventura
Independent Director

Mr. Cesar A. Buenaventura, an Independent Director, was elected to the Board of the Company on November 27, 2013. He is also the Vice Chairman of the Board of Directors of DMCI Holdings, Inc., AG&P Company of Manila and Montecito Properties, Inc. Mr. Buenaventura likewise holds a directorship position in the boards of Semirara Coal Company, iPeople, Inc., Petronenergy Resources Corp., and Pilipinas Shell Petroleum Corporation. The notable positions he previously held include first Filipino CEO and Chairman of the Shell Group of Companies, Member of the Monetary Board of the Central Bank of the Philippines, Member of the Board of Regents of the University of the Philippines from 1987 to 1994, Member of the Board of Trustees of the Asian Institute of Management from 1994 to 2007, and President of the Benigno Aquino S. Foundation from 1985 to 2000. Mr. Buenaventura holds a B.S. Civil Engineering from the University of the Philippines and a Master's degree in Civil Engineering, major in Structures from Lehigh University.

Alfredo E. Pascual
Independent Director

Mr. Alfredo E. Pascual, an Independent Director, was elected to the Board of the Company on July 10, 2019. Mr. Pascual finished his six-year term as President of the University of the Philippines (UP) from 2011 to 2017. Prior to his involvement in the academe, he worked at the Asian Development Bank (ADB) for nineteen years in such positions as Director for Private Sector Operations, Director for Infrastructure Finance, and Advisor for Public-Private Partnership. Previous to that, Mr. Pascual held senior executive positions in investment banking companies, such a First Metro Investment Corporation. Mr. Pascual likewise took an educator role as finance professor at the Asian Institute of Management (AIM) for nine years in the 1980's. He took up B.S. Chemistry in the University of the Philippines Diliman and graduated cum laude in 1969. He received his Master of Business Administration degree from the same university in 1972.

Justo A. Ortiz
Independent Director

Mr. Justo A. Ortiz is an Independent Director since November 6, 2020. Mr. Ortiz serves as Vice Chairman of Union Bank. He holds the position of Chairman and/or Director of various subsidiaries of the Bank: PETNET, Inc., City Savings Bank, Inc., UBP Investments Corporation and UBX Philippines Corporation. He is also the Chairman of the following companies: Philippine Payments Management, Inc. Fintech Philippines Association, Inc. and Distributed Ledger Technology Association of the Philippines, Inc. He is a Member of the Board of Trustees of The Insular Life Assurance Co., Ltd., Member of the Board of Governors of Management Association of the Philippines, Member of the Board of Trustees of Philippine Trade Foundation, Inc., Member of Makati Business Club and World Presidents Organization. He was the Chairman of the Board of Union Bank from 2018 to June 2020. Chief Executive Officer from 1993 to 2017. Prior to his stint in the Bank, he was Managing Partner for Global Finance and Country Executive for Investment Banking at Citibank, N.A. Mr. Ortiz became a member of the Claustro de Profesores of the University of Santo Tomas (UST) as he was conferred a Doctor of Humanities degree, Honoris Causa on December 11, 2015. He graduated Magna Cum Laude with a degree in the Economics Honors Program from Ateneo de Manila University.

The Board has conferred the title of Director Emeritus to three key personalities who have made significant contributions to the growth of the Company's air conditioning and refrigeration businesses over the years. These honorary directors essentially function as senior executive advisers to the Board, drawing from their vast experience in holding leadership roles in Philippine business and industry and socio-civic organizations.

Raul T. Concepcion
Chairman Emeritus

Mr. Raul T. Concepcion is Chairman Emeritus of the Board of the Company. He concurrently serves as the Chairman and CEO of both CCAC and CDI as well as Chairman of Contel Communications, GOV'T WATCH, an independent oversight on the concerns of the Filipino consumer, and Buy Philippine Made Movement. Mr. Concepcion is also the Chairman Emeritus of the Federation of Philippine Industries, Vice President for trade of PCCI and a Trustee of the Carlos P. Romulo Foundation. He is a Member of various distinguished organizations such as the Makati Business Club, Manila Overseas Press Club, Rotary Club of Makati, Hero Foundation and MAP. Mr. Concepcion holds a B.S. Accountancy degree from the De La Salle University and an Executive Master of Business Administration degree from the University of California at Los Angeles. The degree of Doctor of Management Science (Honoris Causa) has also been conferred on him by the Technological Institute of the Philippines.

Rafael G. Hechanova, Sr. (†)
Director Emeritus

Mr. Rafael G. Hechanova, Sr. is a Director Emeritus of the Board of the Company. He is also the Chief Executive Officer and President of Hyland Realty & Development Corp. Mr. Hechanova served as the Chairman of the Board of Directors of RFM Corporation from 1996 to 1998, and served in various positions in the credit and collection, treasury department of CII. Other notable positions previously held by Mr. Hechanova include Member (1967), President (1972-1973), District Governor of D-3820 (1979-1980), and Director (1996-1998) of Rotary International as well as President of the Manila Golf and Country Club in 1971, the Manila Polo Club in 1991, and the Manila International and Commercial Athletic Association from 1974 to 1977. Mr. Hechanova holds a B.S. Architecture degree from the University of Santo Tomas. (Mr. Hechanova, Sr. passed away on August 26, 2021)

Jose S. Concepcion, Jr.
Director Emeritus

Mr. Jose S. Concepcion, Jr. is a Director Emeritus of the Board of the Company. He concurrently serves as Chairman of the Board of RFM Corporation, Chairman and President of RFM Foundation, Inc., Chairman and CEO of SWIFT Foods Inc., Vice Chairman for Asia of the Non-Aligned Movement ("NAM") Business Council, President for ASEAN Affairs of PCCI, Barangay Chairman of Barangay Forbes Park (since 1997), Founding Chairman of the National Citizens' Movement for Free Elections ("NAMFREL"), Chairman of the Foundation for Lay Education on Heart Disease, special resource person of the United Coconut Planters Bank Finance Development ("UCPB CIIF") on the utilization of the coco levy fund, President of the Gusi Peace Prize Awards Foundation, and a Member of the steering committee of the Coalition Against Corruption, Board of Trustees of the CARITAS, Philippine Jaycees Senate, Preparatory Committee on Association of Southeast Asian Nations Chambers of Commerce and Industry ("ASEAN-CCI") Re-engineering and ASEAN-CCI executive committee. Mr. Concepcion also held previously the following notable positions: Founding Organizer in 1975 and President of the ASEAN-CCI in from 2000 to 2001, Chairman of ASEAN Business Advisory Council ("ABAC") from 2005 to 2006, Chairman of the East Asia Business Council ("EABC") from 2006 to 2007, Chairman of Philippine Township, Inc. from 2005- 2009, Delegate to the 1971 Constitutional Convention of the first district of Rizal, Commissioner of the EDSA People Power Commission from 1998 to 2000, Member of the task force for the World Trade Organization ("WTO") agriculture re-negotiation, and national Chairman of the Bishops-Businessmen's Conference for Human Development ("BBC") from 1992 to 2002. From 1986 to 1991, he concurrently held various positions in the government such as Minister of the Department of Trade and Industry, Chairman of the Board of Investments, and Member of the Monetary Board of the Central Bank of the Philippines. He holds a B.S. Agriculture degree from Araneta Institute. Mr. Concepcion has also been conferred with the degrees of Doctor of Humane Letters (Honoris Causa) by De La Salle University, Doctor of Humane Letters (Honoris Causa) by Xavier University, and Doctor of Philosophy in Management by the Gregorio Araneta University Foundation.

(b) Executive Officers

The table below sets forth certain information regarding the executive officers of the Company as of the date of this Report.

Name	Age	Position	Citizenship
Raul Joseph A. Concepcion	60	Chief Executive Officer and President	Filipino
Renna C. Hechanova- Angeles	67	Vice Chairman and Treasurer	Filipino
Rafael C. Hechanova, Jr.	63	Executive Vice President	Filipino
Rajan Komarasu	56	Chief Finance and Operating Officer	Singaporean
Ma. Victoria A. Betita	54	Chief Strategy & Transformation Officer	Filipino
Richard L. Parcia	46	Chief Information Officer of CIC	Filipino
Alberto Alfonso Albano	46	Head of Investor Relations	Filipino
Arazeli L. Malapad	53	Chief Audit Executive	Filipino
Omar C. Taccad	52	Chief Legal Counsel and Compliance Officer	Filipino
Jayson L. Fernandez	52	Corporate Secretary	Filipino
Roxanne Viel C. Santos	37	Assistant Corporate Secretary	Filipino

The business experiences of each of the executive officers are set forth below.

Raul Joseph A. Concepcion
Chief Executive Officer and President

Please refer to the table of Directors above.

Renna C. Hechanova-Angeles
Vice Chairman and Treasurer

Please refer to the table of Directors above.

Rafael C. Hechanova, Jr.
Executive Vice President

Mr. Rafael C. Hechanova, Jr. was appointed as Executive Vice President for Business Development and Corporate Marketing of the Company on 30 December 1997. He plays a key role in ensuring that the Company continues to do good business across all its markets. He oversees both the Consumer and Business Solutions Groups, including new business units for corporate marketing and business development, Prior to his tenure in CCAC, Mr. Hechanova served as a Director of the Pacific Basin Development Company in Vancouver, Canada. Upon returning to the Philippines and joining Concepcion Industries in 1994, he became responsible for managing the sales and aftermarket service of chillers and AHUs to institutional and commercial customers. In 1998, Mr. Hechanova joined the CCAC leadership as an operating partner managing retail sales and marketing for RLC air conditioning products ensuring that both product and brand development initiatives were based on unique and demanding Filipino insights. This enabled CCAC to launch highly relevant branded communication messages for Carrier, Condura and Kelvinator as well as product innovations including the patented energy saving plug. Mr. Hechanova is also currently a director of Concepcion-Carrier Realty Holdings, Inc. and of Hy-land. He was a director of CAC from 1998 to 2013 and of CCAC from 2006 to 2009. He took up Mechanical Engineering at the De La Salle University and graduated at the British Columbia Institute of Technology.

Rajan Komarasu
Chief Finance and Operating Officer

Mr. Rajan Komarasu was appointed as the Chief Finance and Operating Officer of the Company on November 1, 2021. He is concurrently the President of Alstra Incorporated and COPI. He was the Chief Financial Officer of CCAC from 2007 to 2011. Mr. Komarasu held several positions in United Technologies Corporation (now known as Raytheon Technologies) primarily in the HVACR segment. Prior to joining the Company, his last role at UTC was Asia director for financial planning and analysis at the climate control and security department in Shanghai. Mr. Komarasu holds a B.S. Business degree from Curtin University. He is also a certified public accountant of Singapore.

Ma. Victoria A. Betita
Chief Strategy and Transformation Officer

Ma. Victoria A. Betita was appointed as the Chief Strategy and Transformation Officer of the Company on November 1, 2021. She was the former Chief Finance Officer of CIC and CCAC from 2011 to 2021. Ms. Betita was formerly the Finance Director and Country Controller for Asea Brown Boveri Group from 1996 to 2001. From 2001 to 2005, she was the Chief Financial Officer of CCAC as well as the Treasurer and CFO of several Carrier subsidiaries. Prior to re-joining CIC and CCAC in 2011, Ms. Betita held several positions at Deutsche Knowledge Services, Pte. Ltd. She holds a B.S. Management Engineering degree from 2005 to 2011 in Ateneo de Manila University and a Master in Business Management from the Asian Institute of Management.

Richard L. Parcia
Chief Information Officer

Dr. Richard L. Parcia is the Chief Information Officer of CIC since November 2018. Prior to CIC, Richard was CIO of the Asian Institute of Management (AIM). He was based in France as LafargeHolcim's Head of Global IT Operations Center and, prior to that, as Head of IT Operations and Infrastructure for LafargeHolcim's East Asia Business Region. Furthermore, Richard had global roles with Intel Corporation and UnitedHealth Group. Dr. Parcia holds a B.S. degree in Computers Science, and a Master degree in Business Administration from Letran College- Calamba; and a Doctor of Philosophy in Development Studies specializing in Technology Development from the University of Santo Tomas.

Alberto Alfonso Albano
Head of Investors Relations

Alberto Alfonso "AA" Albano is the Head of Investor Relations of the Company. He is concurrently the CFO for Cortex Technologies Corporation and Teko Solutions Asia, Inc. Prior to CIC, he was the Head for Strategics Investments and Acquisitions as well as the Head for Bid Management for ePLDT, Inc. He also served as the Manager for Corporate Finance for Level Up! International Holdings Pte. Ltd.- ROHQ. AA received his MBA from the Melbourne Business School, University of Melbourne and his BS in Business Administration and Accountancy from the University of the Philippines. He is a Certified Public Accountant.

Arazeli L. Malapad
Chief Audit Executive

Arazeli "Apple" Malapad is the Chief Audit Executive of the Company. Apple is the former Vice President, Controller of Pilmico Foods Corporation, a subsidiary of Aboitiz Equity Ventures. She is a Certified Internal Auditor (CIA), a globally recognized internal auditor certification granted to her by The Institute of Internal Auditors, New York. She started her career as an external auditor in SyCip Gorres Velayo & Co. (SGV & Co.) in 1990. Apple is also a Certified Public Accountant (CPA) and obtained the Certified Management Accountant (CMA) credential from The Institute of Certified Management Accountants Australia. She also obtained the Lean Six Sigma Green Belt Certification (CLSSGB) from the Ateneo de Manila University Graduate School of Business. Apple completed the Leadership Management and Development Program in the Ateneo de Manila University Graduate School of Business where she was accorded the Director's Award for Academic Excellence.

Omar C. Taccad
Chief Legal Counsel and Compliance Officer

Omar C. Taccad, was appointed Chief Compliance Officer in October 2019 and is the Vice President for Legal, Governance and Compliance of the Corporation since 9 July 2018. Prior to joining the Corporation, he was Assistant Corporate Secretary of PLDT Communications and Energy Ventures, Inc. (formerly Pilipino Telephone Corporation) and served as Corporate Secretary or Assistant Corporate Secretary of several subsidiaries of PLDT, Inc., where he was also Head of Subsidiaries Services Division – Corporate Affairs and Legal Services Group until 2017. He obtained his Juris Doctor degree from the Ateneo de Manila University and was admitted to the Philippine Bar in 1998.

Jayson L. Fernandez
Corporate Secretary

Jayson L. Fernandez, was elected as Corporate Secretary of the Company on 18 July 2013. He is a Partner in Romulo Mabanta Buenaventura Sayoc & de los Angeles and currently co-chairs its tax department. He obtained his A.B. Management Economics and Juris Doctor degrees from the Ateneo de Manila University and was admitted to the Philippine Bar in 1996.

Roxanne Viel C. Santos
Assistant Corporate Secretary

Roxanne Viel C. Santos, was elected as the Assistant Corporate Secretary of the Corporation on 15 July 2020. She joined Romulo Mabanta Buenaventura Sayoc & de los Angeles in 2017 and is an Associate. She graduated from the Ateneo de Manila University School of Law with a Juris Doctor degree in 2016 and was admitted to the Philippine Bar in 2017.

(c) Key Management Officers of CIC and Subsidiaries

The table below sets forth certain information regarding the key management officers of the Company and its subsidiaries as of the date of this Report.

Name	Age	Position	Citizenship
Raul Joseph A. Concepcion	60	Chief Executive Officer (CEO) President, CCAC, CTC	Filipino
Renna C. Hechanova- Angeles	67	Vice Chairman and Treasurer, CIC, CCAC, CDI, CTC, CBSI	Filipino
Rafael C. Hechanova, Jr.	63	Executive Vice President, Business (EVP), Business Development and Corporate Marketing	Filipino
Rajan Komarasu	56	Chief Finance and Operating Officer President, COPI, Alstra	Singaporean
Ma. Victoria A. Betita	54	Chief Strategy and Transformation Officer	Filipino
Raul Anthony A. Concepcion	52	Chairman of CDI	Filipino
Harold Thomas Pernikar, Jr.	45	Chief Growth Officer of New Ventures, CCAC President, CDI	American
Alexander T. Villanueva	50	General Manager of Product Solutions and Integrated Logistics, CCAC and CDI	Filipino
Philip F. Trapaga	61	Managing Director, CCAC General Manager, CMI	Filipino
Michael Eric Sarmiento	52	General Manager for Shared Services, CCAC President and COO, CBSI	Filipino
Meril Yu	64	Chief Consumer Experience Officer, CCAC	Filipino
Michael Hansson	53	Chief Product Officer, Smart Technology, CCAC	Filipino

The business experiences of each of the key management officers are set forth below.

Raul Joseph A. Concepcion
Chief Executive Officer (CEO)
President, CCAC, CTC

Please refer to the table of Directors above.

Renna C. Hechanova- Angeles
Vice Chairman and Treasurer,
CIC, CCAC, CDI, CBSI

Please refer to the table of Directors above.

Rafael C. Hechanova, Jr.
Executive Vice President, Business
Development and Corporate Marketing

Please refer to the table of Executive Officers above.

Rajan Komarasu
Chief Finance and Operating Officer
President, COPI, Alstra

Please refer to the table of Executive Officers above.

Ma. Victoria A. Betita
Chief Strategy and Transformation Officer

Please refer to the table of Executive Officers above.

Raul Anthony A. Concepcion
Chairman, CDI

Please refer to the table of Directors above.

Harold Thomas Pernikar, Jr.
Chief Growth Officer, New Ventures, CCAC
President, CDI

Mr. Harold Thomas Perkinar, Jr. is the Chief Growth Officer of New Ventures and President and CEO of CDI. Prior to joining CCAC, he worked at the various offices of AkzoNobel Car Refinishes and AkzoNobel Automotive & Aerospace Coatings in Asia from 2002 to 2012. He served as a product manager, marketing and logistics manager, global product manager and business development manager at AzkoNobel Car Refinishes, and as a commercial manager at AzkoNobel Automotive & Aerospace Coatings. He holds a B.S. International Business and Finance degree from Northeastern University.

Alexander T. Villanueva
General Manager, Product Solutions and Integrated Solutions Division, CCAC and CDI

Mr. Alexander T. Villanueva is the General Manager of Product Solutions and Integrated Solutions Services Division covering CCAC and CDI. From 2006 to 2009, he served as the quality director of CCAC. Previously, he performed roles ranging from quality engineer to head of quality at Ford Motor Company, both in the Philippines and in the U.S., and at Nissan Motor Philippines. Mr. Villanueva holds a B.S. Mechanical Engineering degree from the Mapua Institute of Technology.

Phillip F. Trapaga
Managing Director, CCAC
General Manager, CMI

Mr. Trapaga has been General Manager of CMI for three years and was concurrently appointed as Managing Director of CCAC last November 23, 2021. He also had a stint as Director of Channel Sales of CCAC with over thirty years of experience in the manufacturing, telecommunications and consumer durables.

Michael Eric Sarmiento
General Manager for Shared Services, CCAC
President and COO, CBSI

Mr. Michael Eric Sarmiento is the President and COO of CBSI. Mr. Sarmiento specializes in Finance & IT with almost 20 years of experience in Business & Systems Analysis, Business Intelligence, Data Analytics, IT Project Management & Consulting, and Management Accounting. Prior to joining CIC, SVP & General Manager of its ROHQ, Primer Resources Corp and Deputy CFO of the Intellectual Property Venture Group (IPVG). He graduated from University of Sto. Tomas with a degree in Industrial Engineering and then got his MBA from University of the Philippines, Diliman, Q.C.

Meril Yu
Chief Consumer Experience Officer, CCAC

Meril Yu is the Chief Consumer Experience Officer of CIC. Merril is a seasoned senior executive with over 25 years of leadership experience who has demonstrated success in managing full-scope operations and building multimillion dollar corporations. He is an international hotelier who has honed his craft with leading hotel brands such as Four Seasons Hotels, The Peninsula Group, and MGM among others. Locally, he has taken on senior leadership role in reputable organizations such as Megawide Construction Corporation as its Head of Hotels, LBP Service Corporation as its President, GHM Hotels Philippines Inc. as Managing Director, Legend Hotels International as COO and as SVP for SM Hotels & Entertainment.

Michael Hansson *Chief Product Officer, Smart Technology, CCAC*	Michael Hansson is the Chief Product Officer of Smart Technology of the Company. Michael is an experienced corporate executive with over 15 years of proven hands-on experience in product development, engineering, technology management and international expansion managing teams from various countries. Most of these years were spent within Integrated Microelectronics Inc. (IMI) where he held numerous roles including Director for Global Automation, Managing Director for the Global Test & Systems Development as well as Global Design and Engineering. His most recent work was being the CEO for Lean Factory Technologies PTE Ltd. based in Singapore.

(d) Involvement in Certain Legal Proceedings

The above-named directors and executive officers have not been involved in any material legal proceedings involving bankruptcy petitions, criminal convictions, court orders and judgments, including violations of securities regulations during the past five years.

Item 10 Executive Compensation

The following are the Company's CEO and four most highly compensated executive officers of CIC and subsidiaries for the year ended December 31, 2021:

Name	Position
Raul Joseph A. Concepcion	Chief Executive Officer of CIC President of CCAC, CTC
Raul Anthony A. Concepcion	Chairman of CDI
Renna C. Hechanova-Angeles	Vice Chairman and Treasurer of CIC, CCAC, CDI, CTC, CBSI
Rajan Komarasu	Chief Finance & Operating Officer, President, COPI & Alstra
Ma. Victoria A. Betita	Chief Strategy and Transformation Officer

The following table identifies and summarizes the aggregate compensation of the Company's CEO and the four most highly compensated executive officers of the Company in 2019, 2020, 2021 and 2022 (forecast):

	Year	Total (1) (Amounts are in millions)
CEO and the most highly compensated officers named above	2019	149.1
	2020	153.0
	2021	106.5
	2022 (est.)	128.7
Aggregate compensation paid to all officers and Directors as a group Unnamed	2019	254.4
	2020	249.3
	2021	175.6

Note:
(1) includes salary, bonuses and other income.

Standard Arrangements

Other than payment of reasonable per diem for Board meetings and committee participation as approved by the Board, there are no standard arrangements pursuant to which Directors of the Company are compensated, or were compensated, directly or indirectly.

Other Arrangements

There are no other standard arrangements pursuant to which any Director of the Company was compensated except for the Chairman for the Audit and Governance Committee who is paid a reasonable monthly allowance as approved by the Board.

Employment Contracts

As of the date of this Report and with the standard employment constraints, the Company has no special employment contracts with the named executive officers.

Warrants and Options Outstanding

As of the date of this Report, there are no outstanding warrants or options held by the President and CEO, the named executive officers, and all officers and directors as a group.

Item 11 Security Ownership of Certain Beneficial Owners and Management

(a) Security Ownership of Certain Record and Beneficial Owners

The following table presents a list of persons/groups known to the Company to be directly or indirectly the record or beneficial owner of more than 5% of any class of Concepcion Industrial Corporation voting shares as at December 31, 2020.

Title of Class	Name and Address of Record Owner	Citizenship	Number of Shares Held	% of Class
Common	Foresight Realty & Development Corp. (Formerly Concepcion Holdings, Inc.) 308 Sen. Gil Puyat Ave., Makati City	Filipino	92,580,290	22.73
Common	Hyland Realty & Development Corp. 308 Sen. Gil Puyat Ave., Makati City	Filipino	89,387,797	21.95
Common	Horizons Realty Inc. Pioneer cor. Sheridan St., Mandaluyong City	Filipino	85,545,026	21.00
Common	PCD Nominee Corporation	Filipino	52,545,176	12.90
Common	PCD Nominee Corporation	Foreign	85,410,981	20.97

Other than the abovementioned, the Company has no knowledge of any person who, as at December 31, 2021, was directly or indirectly the beneficial owner of, or who has voting power or investment power (pursuant to a voting trust or other similar agreement) with respect to, shares comprising more than five percent (5%) of the Company's outstanding common shares of stock.

(b) Security Ownership of Management

The following are the number of shares of the Company's capital stock (all of which are voting shares) owned of record by the Chairman, key officers of the Company and subsidiaries as at December 31, 2021 held through various brokerage accounts and PDC Nominees.

Title of Class	Name of Beneficial Owner	Position	Citizenship	Number of Shares	Nature of Ownership	% of Class
Common	Raul Joseph A. Concepcion	Chairman/CEO	Filipino	747,060	Direct and Indirect	0.2
Common	Renna C. Hechanova-Angeles	Vice Chairman/ Treasurer	Filipino	3,107,816	Direct	0.8
Common	Raul Anthony A. Concepcion	Director	Filipino	2,230,952	Direct and Indirect	0.6
Common	Ma. Victoria Herminia C. Young	Director	Filipino	1,149,073	Direct and Indirect	0.3
Common	Jose Ma. A. Concepcion III	Director	Filipino	614,056	Direct and Indirect	0.2
Common	Raissa C. Hechanova-Posadas	Director	Filipino	2,641,630	Direct	0.7
Common	Alfredo E. Pascual	Independent Director	Filipino	100	Direct	0.0
Common	Cesar A. Buenaventura	Independent Director	Filipino	3	Direct	0.0
Common	Justo A. Ortiz	Independent Director	Filipino	3,500	Direct	0.0
Common	Rafael C. Hechanova,Jr.	EVP	Filipino	4,109,114	Direct and Indirect	1.0
Common	Ma. Victoria A. Betita	Chief Strategy & Transformation Officer	Filipino	33,000	Direct	0.0
Common	Rajan Komarasu	Chief Finance & Operating Officer, President, COPI, Alstra	Filipino	51,800	Direct	0.0
Common	Harold Thomas Pernikar, Jr.	Chief Growth Officer of New Ventures, CCAC, President, CDI	Filipino	1,560	Direct	0.0
Common	Alexander T. Villanueva	General Manager , Product Solutions and Integrated Solutions Services Division, CCAC and CDI	Filipino	12,500	Direct	0.0
Common	Phillip F. Trapaga	Managing Director, CCAC General Manager, CMI		12,120	Direct	0.0

The aggregate number of shares owned of record by all or key officers and directors as a group as of December 31, 2021 is 14,714,284 shares or approximately 3.6% of the Company's outstanding capital stock.

On June 11, 2018, the BOD approved the 2018 Long Term Share Incentive Plan. Under the Plan, a percentage of the Group's profit will be used to buy its existing shares in the stock market, which will then be given to entitled employees as an award based on pre-determined conditions. The program will be funded annually based on 1% to 2% of CIC profit based on the financial measure of Profit After Tax and Minority Interest. There were no incentives granted in 2021 and 2020.

(c) Voting Trust Holders of % or more

The Company has no existing voting trust or similar agreements.

(d) Changes in Control

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

Item 12 Certain Relationships and Related Transactions

In the normal course of business, the Company transacts with related parties. The following are the balances and significant transactions with these entities as at and for the years ended December 31:

	2021		2020		2019	
	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)
Shareholders						
Rent and utilities	56,933	-	60,666	(2)	52,292	(3)
Lease of warehouse	36,047	-	42,129	-	53,364	-
Advance Rental	1,683	-	2,730	-	-	-
Security Deposit	1,493	-	2,671	-		
Dividend declaration	401,955	-	282,253	-	486,606	-
Reimbursements from shareholders	594	866	303	303	-	(1,157)
Reimbursements to shareholders	1,157	-	-	(1,157)	-	(1,157)
Associate						
Administrative services	22,180	2,058	21,454	2,728	19,115	1,593
Transfer of employees	-	-	110	(110)	706	(8,578)
Transfer of employees	2,763	(2,763)	2,537	2,687	1	1,781
Purchase of goods, net of return	16,280	(27)	17,236	(1,877)	223	(20)
Sale of goods	8,143	4,937	2,773	1,053	232	2,558
Product loan	94	(94)	270	-	-	-
Advance collections	1,771	(1,771)	-	-	-	-
Transaction fees	3,036	-	1,030	1,030	-	-
Reimbursements from associates	173,338	15,198	164,981	22,617	83,039	44,647
Reimbursement to associate	63,138	(28,265)	1,225	(4,736)	2,653	(210)
Entities under common control						
Rent and utilities	34,119	-	34,119	-	34,372	1
Entities with common shareholders						
Sale of goods	-	-	-	-	24	-
Commission income	6,650	-	10,558	3,731	32,895	10,558
Dividend declaration	266,564	-	341,680	-	895,560	341,680
Purchases, net purchase returns	165,020	(90,434)	1,973,683	(514,258)	2,511,901	1,973,683
Collections (Payments) in behalf of a related party	(136)	(4,113)	-	(4,331)	54,260	-
Royalty/Technical fee	51,895	(2,678)	42,697	(29,891)	56,160	42,697
Key management personnel						
Short-term						
Directors' fees	3,368	(4,329)	9,412	(9,412)	3,943	9,412
Salaries and wages	361,865	(82,658)	435,561	(60,772)	459,369	435,561
Long-term						
Retirement benefit	57,841	(179,616)	19,034	(122,007)	13,462	19,034
Retirement plan						
Contributions to the retirement fund	17,412	-	854	-	329	854
Claims from the retirement fund	-	-	25,034	-	29,508	25,034

Shared administrative costs charged to entities under common shareholders are for the accounting services rendered. This is covered by a shared service agreement renewable every year.

Part IV - CORPORATE GOVERNANCE

Item 13 Corporate Governance

The Company believes that the key to long term sustainability and success depends largely on having a good name and solid reputation in the marketplace, which is why the business and operations of the Company are conducted in accordance with the principles of good corporate governance. These principles of corporate governance are embodied in the governance processes and standards set forth in the Company's Corporate Governance Manual (the "Manual") which incorporates established governance policies and practices in accordance with applicable laws, rules and regulations. Aside from establishing specialized committees to aid in complying with the principles of good corporate governance, the Manual also outlines specific investor's rights and protections and enumerates particular duties expected from the Board members, officers and employees. It also features a disclosure system which highlights adherence to the principles of transparency, accountability and fairness. A compliance officer is tasked with the formulation of specific measures to determine the level of compliance with the Manual by the Board members, officers and employees. There has been no deviation from the Manual's standards as of the date of this Report.

Committees of the Board

The Board reorganized its committees towards the end of the 2019 to strengthen its governance structure but retained the members appointed thereto during the organizational meeting of the Board. Each member of the respective committees named below has been holding office as of the date of this Report and will serve until his successor shall have been elected and qualified.

Executive Committee

The Executive Committee, which consists of not less than three members, including the Chief Executive Officer/President, is empowered, when the Board is not in session, to exercise the powers of the Board in the management of the business and affairs of the Company except with respect to the approval of any action for which stockholders' approval is also required; the filling of vacancies in the Board; the amendment or repeal of the Company's constitutional documents or the adoption of new by-laws, the amendment or repeal of any resolution of the Board which by its express terms cannot be so amended or repealed; the distribution of dividends to stockholders; and such other acts which are specifically excluded or limited by the Board or which are expressly reserved by the Philippine Corporation Code to the Board.

The Executive Committee meets as often as it may be necessary to address all matters referred to it. Company-level executive committees meet at least once a month to discuss performance, forecasts, and key issues. A group-wide executive committee is convened at least once a year to review overall Company plans and strategies.

Audit and Risk Oversight Committee

The Audit and Risk Oversight Committee ("Audit Com") shall be composed of at least three appropriately qualified non-executive directors, majority of whom including the Chairman are independent directors. The Audit Com assists the Board in the fulfillment of its duties in relation to risk management, compliance, internal control and financial reporting. It also oversees internal and external audit functions with direct interface functions with internal and external auditors. For efficiency, the Board has determined that in lieu of creating a separate Related Party Transaction Committee, the Audit Com's functions shall include the review of related party transactions. The purposes, duties and powers of the Audit Com are set forth in the Charter of the Audit Com.

Corporate Governance and Nomination Committee

The Corporate Governance and Nomination Committee ("CGN Committee") shall be composed of five members, three of whom including the Chairman are independent directors. The CGN Committee assists the Board in the performance of its functions (i) in defining corporate governance policies and attaining best practices, and (ii) ensuring the Board's effectiveness in governing the Company. It is also tasked to oversee the implementation of the Company's compliance programs and to evaluate and assess the performance of the Board. In terms of its nomination functions, the CGN Committee reviews, evaluates and presents to the Board the qualifications of individuals nominated to the Board. The purpose, duties and powers of the CGN Committee are set forth in the Charter of the CGN Committee.

Compensation and Remuneration Committee

The Compensation and Remuneration Committee ("Comp Committee") is comprised of three members, including an independent director. The Comp Committee's primary function is to assist the Board in providing oversight in the compensation and remuneration of directors, senior management and other key personnel appointed by the Board. It is also tasked with ensuring that the compensation scheme is consistent with the Company's culture and strategy, effectively aligned with prudent risk taking, and commensurate with corporate and individual performance. The purpose, duties and powers of the Comp Committee are set forth in the Charter of the Comp Committee.

Strategy and Investments Committee

The Strategy and Investment Committee ("Strat Committee") shall be composed of at least five members. The Strat Committee's main function is to assist the Board in the effective discharge of its responsibilities concerning the Company's investment policies, strategies, with emphasis on: (i) reviewing, assessing and recommending to the Board the execution of major investments in new business opportunities within and outside of the Company's core business and the mechanism and form for undertaking such ventures through means such as mergers, acquisitions, joint ventures or wholly-owned subsidiaries, and (ii) providing guidance to Management in the identification, consideration, review analysis and selection, negotiation and execution of any such transactions and the form thereof. The purpose, duties and powers of the Strat Committee are set forth in the Charter of the Strat Committee.

The Company is in full compliance of all required disclosures related to the Manual.

Areas for improvement noted during the accomplishment of the CG Scorecard to match best practices will be addressed with positive action. The Manual is reviewed annually or as the need arises for possible revision, to conform with best market practices on corporate governance or comply with new rules and regulations issued by any regulatory body.

Part V - EXHIBITS AND SCHEDULES

Item 14 Exhibits and Reports on SEC Form 17-C

(a) Exhibits -- Please refer to the Index to Exhibits on page 33.

The other exhibits as indicated in the Exhibit Table of Revised Securities Act Forms are either not applicable to the Company or require no answer.

(b) Reports on SEC Form 17-C

The following reports on SEC Form 17-C were filed during 2021:

Date	Subject of Report
January 04, 2021	Passing of Ms. Grace Z. Velasco, Vice-President for Investor Relations
February 10, 2021	Press Release on Financial and Business Updates highlighting Q4 and full year unaudited 2020 results.
February 10, 2021	Declaration of Cash Dividends
14 April 2021	Setting of Annual Stockholders' Meeting
15 April 2021	Material information – Condura Vax Safe Product
14 May 2021	Announcement of Investors' Briefing
July 14, 2021	Results of Annual Stockholder's Meeting and Organizational Meeting of the Board of Directors
August 13, 2021	CIC Press Release on Business Updates
October 18, 2021	Appointment of Chief Audit Executive
October 29, 2021	Appointment of Chief Finance and Operating Officer
November 15, 2021	Notice of Investor Briefing
December 1, 2021	Appointment of Strategy and Investments Board Committee

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in the City of Makati on April 11, 2022.

By:

Raul Joseph Concepcion
Principal Executive Officer

Rajan Komarasu
Principal Financial and Operating Officer / Comptroller / Principal Accts. Officer

Jayson L. Fernandez
Corporate Secretary

SUBSCRIBED AND SWORN to before me this APR 2 1 2022, affiants exhibiting to me their residence certificates as follows:

NAMES	ID Number	DATE OF ISSUE	PLACE OF ISSUE
Raul Joseph A. Concepcion	P6306423A	06 March 2018	Manila
Rajan Komarasu	NCR-2020-2-32719	20 Feb. 2020	Manila
Jayson L. Fernandez	N01-88-083452	09 January 2018	Makati City

Doc No. 141
Page No. 30
Book No. 384
Series of 2022

PATRICIO L. BONCAYAO, JR.
Notary Public
2nd Floor, KLC (formerly Ancestry) Bldg.,
Rotonda, Alabang, Muntinlupa City
MCLE Compliance No. VI-0008192
Issued on 04-23-18; Valid until 4-14-2022
IBP Lifetime No. 019651 11-06-15; Pasay City
PTR No. 4120610; 01-03-22
NC-20004; Muntinlupa City Until June 30, 2022
TIN: 137-734-581
Roll No. 33796
Tel. No. 800-70-16
patricio_boncayao_lawoffice@yahoo.com.ph

CONCEPCION

STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR CONSOLIDATED FINANCIAL STATEMENTS

The management of **Concepcion Industrial Corporation and Subsidiaries** is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021, 2020 and 2019, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of 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.

Isla Lipana & Co., the independent auditor, appointed by the stockholders, has audited the consolidated financial statements of the Group in accordance with Philippines Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Raul Joseph Concepcion
Chairman of the Board and Chief Executive Officer

Rajan Komarasu
Chief Finance and Operating Officer

Signed this 11th day of April 2022

Signed in the presence of:

MA. ANNUNCIATA A. TRANGCO

CHARINA ROSE VENTURA

ACKNOWLEDGEMENT

Republic of the Philippines)
MUNTINLUPA CITY) SS

Before me, a notary public for and in the MUNTINLUPA CITY this APR 18 2022 personally appeared.

Name	Evidence of Competent Identity
RAUL JOSEPH A. CONCEPCION	P6306423A issued on 06 March 2018
RAJAN KOMARASU	NCR-2020-2-32719 issued on Feb. 20, 2020

Known to me to be the same persons who execute the foregoing Statement of Management Responsibility, consisting o1 one (1) page, and they acknowledge to me that they executed the same as their free and voluntary act and deed.

IN WITNESS WHEREOF, I have unto set my hand and affixed my notarial seal this APR 18 2022.

PATRICIO L. BONCAYAO, JR.
Notary Public
2nd Floor, KLC (formerly Ancestry) Bldg.,
Rotonda, Alabang, Muntinlupa City
MCLE Compliance No. VI-0008192
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IBP Lifetime No. 019651;11-06-15; Pasay City
PTR No. 4120670; 01-03-22
NC-20004; Muntinlupa City Until June 30, 2022
TIN: 137-734-581
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Doc No. 65
Page No. 14
Book No. 287
Series of 2022

Independent Auditor's Report

To the Board of Directors and Shareholders of
Concepcion Industrial Corporation
308 Gil Puyat Avenue
Makati City

Our Opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Concepcion Industrial Corporation and its subsidiaries (the "Group") as at December 31, 2021 and 2020, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2021 in accordance with Philippine Financial Reporting Standards (PFRS).

What we have audited

The consolidated financial statements of the Group comprise:

- the consolidated statements of financial position as at December 31, 2021 and 2020;
- the consolidated statements of total comprehensive income for each of the three years in the period ended December 31, 2021;
- the consolidated statements of changes in equity for each of the three years in the period ended December 31, 2021;
- the consolidated statements of cash flows for each of the three years in the period ended December 31, 2021; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Basis for our Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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Our Audit Approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

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.

The only key audit matter (KAM) identified for the Group pertains to impairment of goodwill.

KAM	**How our audit addressed the KAM**
Impairment of goodwill The Group has goodwill arising from its acquisition of Concepcion-Otis Philippines, Inc. (COPI) in 2014 and its acquisition of Teko Solutions Asia, Inc. (Teko) in 2018. Under PFRS, the amount of goodwill is required to be tested annually for impairment. This annual impairment test was significant to our audit since the related goodwill amounting to P802.36 million as at December 31, 2021 is material to the consolidated financial statements. Key assumptions include revenue growth rate and pre-tax adjusted discount rate which are affected by expected future market or economic conditions. Note 27.2.1 to the financial statements presents management's disclosures on the judgments and estimates applied in assessing impairment of goodwill.	We evaluated the appropriateness of the work performed by management's third-party valuation expert to assist us in evaluating the assumptions and methodologies used in management's valuation. We involved our internal expert in validating the methodology and assumptions adopted by management. We found the methodology used in valuation to be consistent with those used in the industry and with prior periods. The procedures performed to assess the reasonableness of management's assumptions include, among others, the following: • Forecasted revenue growth We compared the average historical increase in revenue from actual past results of operations and growth rate of the elevator and escalator industry, and the technology industry. We have also assessed revenue growth based on the Company's ongoing projects, projects commencing in 2022 and the impact of the COVID-19 pandemic on such projects. Based on this work, we found the assumptions used to be aligned with historical experience and industry outlook.

KAM	How our audit addressed the KAM
	• Pre-tax adjusted discount rate We compared the discount rate used against our internally developed benchmarks and our recalculation of the Group's weighted average cost of capital. The discount rate used by management was consistent with the weighted average cost of capital of comparable companies.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2021, but does not include the consolidated financial statements and our auditor's report thereon. The SEC Form 17-A was obtained prior to the date of the audit report while the SEC Form 20-IS and the Annual Report 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 audit 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 audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 PFRS, 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 PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the 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 an entity within 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.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Ma. Lois M. Gregorio-Abad.

Isla Lipana & Co.

Ma. Lois M. Gregorio-Abad
Partner
CPA Cert. No. 0104589
P.T.R. No. 0028729; issued on January 6, 2022 at Makati City
SEC A.N. (individual) as general auditors 1573-AR-1, Category A; effective until July 22, 2022
SEC A.N. (firm) as general auditors 0142-SEC, Category A;
valid to audit 2020 to 2024 financial statements
T.I.N. 212-206-626
BIR A.N. 08-000745-129-2021, issued on December 9,2021; effective until December 8, 2024
BOA/PRC Reg. No. 0142, effective until January 21, 2023

Makati City
April 11, 2022

Isla Lipana & Co.

Statements Required by Rule 68
Securities Regulation Code (SRC)

To the Board of Directors and Shareholders of
Concepcion Industrial Corporation
308 Gil Puyat Avenue
Makati City

We have audited the consolidated financial statements of Concepcion Industrial Corporation and its subsidiaries (the "Group") as at and for the year ended December 31, 2021, on which we have rendered the attached report dated April 11, 2022. The supplementary information shown in Annex 68-D: Reconciliation of Parent Company's Retained Earnings Available for Dividend Declaration, and A Map Showing Relationships between and among the Parent Company and its Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries and Associates as required by Part I Section 5 and Schedules A, B, C, D, E, F, and G as required by Part II Section 6 of Rule 68 of the Securities Regulation Code, are presented for purposes of filing with the Securities and Exchange Commission and are not required parts of the basic financial statements. Such supplementary information and schedules are the responsibility of management and have been subjected to the auditing procedures applied in the audit of the basic financial statements. In our opinion, the supplementary information and schedules have been prepared in accordance with Rule 68 of the Securities Regulation Code.

Isla Lipana & Co.

Ma. Lois M. Gregorio-Abad
Partner
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SEC A.N. (firm) as general auditors 0142-SEC, Category A;
valid to audit 2020 to 2024 financial statements
T.I.N. 212-206-626
BIR A.N. 08-000745-129-2021, issued on December 9,2021; effective until December 8, 2024
BOA/PRC Reg. No. 0142, effective until January 21, 2023

Makati City
April 11, 2022

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Independent Auditor's Report on
Components of Financial Soundness Indicators

To the Board of Directors and Shareholders of
Concepcion Industrial Corporation
308 Gil Puyat Avenue
Makati City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Concepcion Industrial Corporation and its subsidiaries (the "Group") as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021, and have issued our report thereon dated April 11, 2022. Our audits were made for the purpose of forming an opinion on the basic consolidated 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 Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2021 and 2020 and for each of the three years in the period ended December 31, 2021, and no material exceptions were noted.

Isla Lipana & Co.

Ma. Lois M. Gregorio-Abad
Partner
CPA Cert. No. 0104589
P.T.R. No. 0028729; issued on January 6, 2022 at Makati City
SEC A.N. (individual) as general auditors 1573-AR-1, Category A; effective until July 22, 2022
SEC A.N. (firm) as general auditors 0142-SEC, Category A;
valid to audit 2020 to 2024 financial statements
T.I.N. 212-206-626
BIR A.N. 08-000745-129-2021, issued on December 9,2021; effective until December 8, 2024
BOA/PRC Reg. No. 0142, effective until January 21, 2023

Makati City
April 11, 2022

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Concepcion Industrial Corporation and Subsidiaries

Consolidated Statements of Financial Position
As at December 31, 2021 and 2020
(All amounts in thousand Philippine Peso)

	Notes	2021	2020
ASSETS			
Current assets			
Cash and cash equivalents	2	2,518,403	2,986,668
Trade and other receivables, net	3	3,462,954	3,641,581
Contract assets	15	493,563	670,285
Inventories, net	4	2,968,596	2,462,017
Prepayments and other current assets		124,067	76,258
Total current assets		9,567,583	9,836,809
Non-current assets			
Property and equipment, net	5	564,978	635,933
Investment property	6	40,255	40,255
Investment in associates	7	128,752	151,715
Intangible assets, net	8	164,525	190,244
Goodwill	8	802,362	802,362
Right-of-use assets, net	19	435,605	487,854
Deferred income tax assets, net	9	555,825	476,526
Other non-current assets		64,103	58,132
Total non-current assets		2,756,405	2,843,021
Total assets		12,323,988	12,679,830
LIABILITIES AND EQUITY			
Current liabilities			
Trade payables and other liabilities	10	3,930,388	4,003,915
Short-term borrowings	13	250,000	190,000
Lease liabilities	19	107,384	63,308
Provision for warranty	11	56,345	68,152
Other provisions	12	15,760	49,723
Income tax payable		11,116	83,079
Total current liabilities		4,370,993	4,458,177
Non-current liabilities			
Retirement benefit obligation	20	555,838	492,876
Lease liabilities	19	348,752	425,815
Provision for warranty	11	5,199	9,404
Total non-current liabilities		909,789	928,095
Total liabilities		5,280,782	5,386,272
Equity			
Attributable to owners of the Parent Company			
Share capital	21	407,264	407,264
Share premium	21	993,243	993,243
Treasury shares	21	(172,108)	(170,068)
Retained earnings	21	4,013,851	4,251,056
Other comprehensive loss		(55,913)	(86,269)
		5,186,337	5,395,226
Non-controlling interest		1,856,869	1,898,332
Total equity		7,043,206	7,293,558
Total liabilities and equity		12,323,988	12,679,830

The notes on pages 1 to 70 are integral part of these consolidated financial statements.

Concepcion Industrial Corporation and Subsidiaries

Consolidated Statements of Total Comprehensive Income
For each of the three years in the period ended December 31, 2021
(All amounts in thousand Philippine Peso, except earnings per share)

	Notes	2021	2020	2019
Net sale of goods	15	9,679,269	9,941,807	13,633,165
Sale of services	15	2,559,970	823,113	1,432,981
Net sales		12,239,239	10,764,920	15,066,146
Cost of sales and services	16	(8,173,810)	(6,837,136)	(9,680,378)
Gross profit		4,065,429	3,927,784	5,385,768
Operating expenses	17	(3,411,506)	(2,972,416)	(3,373,645)
Other operating income (loss), net	18	(15,074)	84,963	71,422
Operating income		638,849	1,040,331	2,083,545
Interest expense	13, 19	(23,832)	(28,057)	(35,576)
Income before share in net income (loss) of associates and income tax		615,017	1,012,274	2,047,969
Share in net income (loss) of associates	7	(22,513)	22,999	30,638
Income before income tax		592,504	1,035,273	2,078,607
Income tax expense	9	(214,409)	(348,719)	(649,075)
Net income for the year		378,095	686,554	1,429,532
Other comprehensive income (loss) that will not be subsequently reclassified to profit or loss				
Remeasurement gain (loss) on retirement benefits, net of tax	7, 20	42,112	(5,806)	(58,158)
Total comprehensive income for the year		420,207	680,748	1,371,374
Net income attributable to:				
Owners of the Parent Company		164,750	470,918	946,764
Non-controlling interest		213,345	215,636	482,768
		378,095	686,554	1,429,532
Total comprehensive income attributable to:				
Owners of the Parent Company		195,105	471,754	906,000
Non-controlling interest		225,102	208,994	465,374
		420,207	680,748	1,371,374
Earnings per share - basic and diluted	22	0.41	1.17	2.34

The notes on pages 1 to 70 are integral part of these consolidated financial statements.

Concepcion Industrial Corpooration and Subsidiaries

Consolidated Statements of Changes in Equity
For each of the three years in the period ended December 31, 2021
(All amount in thousand Philippine Peso)

		Attributable to owners of the Parent Company						
	Notes	**Share capital**	**Share premium**	**Treasury shares**	**Retained earnings**	**Other comprehensive income (loss)**	**Non-controlling interest**	**Total**
Notes		21	21	21	21		7	
Balances as at January 1, 2019		407,264	993,243	(73,759)	3,605,823	(46,341)	1,855,884	6,742,114
Effect of adoption of new standard	19	-	-	-	(2,928)	-	(575)	(3,503)
Comprehensive income (loss)								
Net income for the year		-	-	-	946,764	-	482,768	1,429,532
Remeasurement loss on retirement benefits, net of tax		-	-	-	-	(40,764)	(17,394)	(58,158)
Total comprehensive income (loss) for the year		-	-	-	946,764	(40,764)	465,374	1,371,374
Transactions with owners								
Impact of restructuring to non-controlling interest	7	-	-	-	-	-	612,236	612,236
Cash dividends declared		-	-	-	(486,606)	-	(895,560)	(1,382,166)
Treasury shares		-	-	(72,769)	-	-	-	(72,769)
Total transactions with owners		-	-	(72,769)	(486,606)	-	(283,324)	(842,699)
Balances as at December 31, 2019		407,264	993,243	(146,528)	4,063,053	(87,105)	2,037,359	7,267,286
Comprehensive income								
Net income for the year		-	-	-	470,918	-	215,636	686,554
Remeasurement gain (loss) on retirement benefits, net of tax		-	-	-	-	836	(6,642)	(5,806)
Total comprehensive income for the year		-	-	-	470,918	836	208,994	680,748
Transactions with owners								
Ownership changes in non-controlling interest	7	-	-	-	(662)	-	(6,341)	(7,003)
Cash dividends declared		-	-	-	(282,253)	-	(341,680)	(623,933)
Treasury shares		-	-	(23,540)	-	-	-	(23,540)
Total transactions with owners		-	-	(23,540)	(282,915)	-	(348,021)	(654,476)
Balances as at December 31, 2020		407,264	993,243	(170,068)	4,251,056	(86,269)	1,898,332	7,293,558
Comprehensive income								
Net income for the year		-	-	-	164,750	-	213,345	378,095
Remeasurement gain on retirement benefits, net of tax		-	-	-	-	30,356	11,756	42,112
Total comprehensive income for the year		-	-	-	164,750	30,356	225,101	420,207
Transactions with owners								
Cash dividends declared		-	-	-	(401,955)	-	(266,564)	(668,519)
Treasury shares		-	-	(2,040)	-	-	-	(2,040)
Total transactions with owners		-	-	(2,040)	(401,955)	-	(266,564)	(670,559)
Balances as at December 31, 2021		407,264	993,243	(172,108)	4,013,851	(55,913)	1,856,869	7,043,206

The notes on pages 1 to 70 are integral part of these consolidated financial statements.

Concepcion Industrial Corporation and Subsidiaries

Consolidated Statements of Cash Flows
For each of the three years in the period ended December 31, 2021
(All amounts in thousand Philippine Peso)

	Notes	2021	2020	2019
Cash flows from operating activities				
Income before income tax		592,504	1,035,273	2,078,607
Adjustments for:				
Provisions for (reversals of):				
Volume rebates, trade discounts and other incentives	3	770,789	618,039	1,020,270
Warranty cost	11	132,487	134,160	106,686
Inventory obsolescence	4	31,984	36,977	(15,827)
Commission	12	14,914	17,224	44,873
Impairment of receivables	3	11,858	77,917	3,589
Contingencies	12	11,120	28,113	4,844
Amortization of right-of-use assets	19	249,963	238,679	229,921
Retirement benefit expense	20	228,389	89,982	82,111
Depreciation and amortization of property and equipment	5	151,340	138,239	123,628
Amortization of intangible assets	8	32,052	28,859	27,030
Interest expense	13, 19	23,832	28,057	35,576
Share in net loss (income) of associates	7	22,513	(22,999)	(30,638)
Unrealized foreign exchange losses (gains)	25	12,014	(48,776)	(17,095)
Interest income on bank deposits, short-term placements	18	(5,483)	(12,108)	(17,037)
Loss (Gain) on disposal of property and equipment	18	160	562	(681)
Operating income before working capital changes		2,280,436	2,388,198	3,675,857
Changes in:				
Trade and other receivables		(449,661)	55,389	(898,582)
Inventories		(538,563)	(166,297)	522,192
Prepayments and other current assets		44,809	(72,385)	(76,579)
Other non-current assets		(5,968)	108,980	(619)
Trade payables and other liabilities		(67,412)	364,234	280,193
Cash generated from operations		1,263,641	2,678,119	3,502,462
Income tax paid		(465,298)	(274,267)	(555,011)
Payments of provision for warranty cost	11	(148,499)	(92,023)	(120,596)
Payments of other provisions	12	(59,997)	(37,972)	(54,916)
Retirement contributions/ benefits directly paid by the Group	20	(92,305)	(36,075)	(29,837)
Interest received on bank deposits		2,698	3,090	6,215
Net cash provided by operating activities		500,240	2,240,872	2,748,317
Cash flows from investing activities				
Interest received from short-term placements and loans to a related party		3,689	9,018	10,822
Availments of short-term investments		-	-	(117,000)
Additions to investment property	6	-	-	(1,188)
Proceeds from disposal of property and equipment		-	-	979
Payments for investments in shares of stock	7	-	(6,066)	(6,125)
Additions to property and equipment	5	(81,119)	(95,025)	(251,364)
Additions to intangibles	8	(6,333)	(6,311)	(11,701)
Net cash used in investing activities		(83,763)	(98,384)	(375,577)
Cash flows from financing activities				
Proceeds from short-term borrowings	13	60,000	145,000	115,000
Payments of short-term borrowings	13	-	-	(495,000)
Cash distributions of profits	21	(668,519)	(623,933)	(1,382,166)
Principal repayment of lease liabilities	19	(249,575)	(230,349)	(221,138)
Interest paid on lease liabilities	19	(12,329)	(21,530)	(28,566)
Interest paid on short-term borrowings	13	(11,503)	(6,527)	(7,010)
Acquisitions of treasury shares	21	(2,040)	(23,540)	(72,769)
Net cash used in financing activities		(883,966)	(760,879)	(2,091,649)
Net increase (decrease) in cash and cash equivalents		(467,489)	1,381,609	281,091
Cash and cash equivalents as at January 1		2,986,668	1,606,096	1,325,419
Effects of foreign exchange rate changes on cash and cash equivalents		(776)	(1,037)	(414)
Cash and cash equivalents as at December 31	2	2,518,403	2,986,668	1,606,096

The notes on pages 1 to 70 are integral part of these consolidated financial statements.

Note 1 - General information

1.1 Registration and business

Concepcion Industrial Corporation (the Parent Company or CIC) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on July 17, 1997 primarily to carry on business as a holding company, including but not limited to the acquisition by purchase, exchange, assignment, gift, importation or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge, traffic or otherwise to enjoy and dispose of real and personal property of every kind and description, including land, condominium units, buildings, machineries, equipment, bonds, debentures, promissory notes, shares of capital stock or other securities or obligations, created, negotiated or issued by any corporation, association, or other entity, foreign or domestic, and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to receive, collect, and dispose of, any and all dividends, rentals, interest and income derived therefrom and generally perform acts or things designed to promote, protect, preserve, improve or enhance the value of any such land, condominium units, buildings, machineries, equipment, bonds, debentures, promissory notes, shares of capital stock, securities or obligations to the extent permitted by law without however engaging in dealership in securities, in the stock brokerage business or in the business of an investment company. CIC's subsidiaries (Note 28.2.1) are incorporated and operating in the Philippines. The subsidiaries are engaged in the manufacture, sales (except retail), distribution, installation and service of heating, ventilating and air conditioning (HVAC) products and HVAC services; manufacture, assembly, wholesale, retail, purchase and trade of refrigeration equipment; importation, buy and sell, at wholesale, distribute, maintain and repair, elevators, escalators, moving walkways, and shuttle systems and all supplies, material, tools, machinery and part/components thereof; rendering various corporate back-office support services directly or through duly licensed service providers and/or professionals, where necessary, exclusively for CIC, its subsidiaries, affiliates and/or related companies, to undertake research, development and commercialization of new, existing or emerging technology to existing or future residential and commercial appliances and equipment, and other products.

CIC and its subsidiaries are herein collectively referred to as the “Group".

CIC's primary shareholders are Foresight Realty & Development Corp., Hyland Realty & Development Corp., and Horizons Realty Inc., entities registered and doing business in the Philippines, which have equally divided equity over CIC. These companies are beneficially owned by Filipino individuals.

CIC's registered office address, which is also its principal place of business, is located at 308 Gil Puyat Avenue, Makati City. As at December 31, 2021 and 2020, CIC has two (2) regular employees (2020 - three (3)).

1.2 Significant business developments

Concepcion Durables Inc. (CDI)

On April 2, 2019, the SEC approved the application for increase in authorized share capital of CDI to 6.78 million shares at P100 par value per share. Consequently, the corresponding shares related to CIC's deposit for future share subscription amounting to P178 million in 2018 were issued to CIC. On February 12, 2020, the BOD approved the increase in authorized capital stock from P678 million to P1.2 billion consisting of 12 million shares at P100 par value per share. On November 27, 2020, the CDI filed the application for the increase in authorized capital stock with the SEC. On December 15, 2020, SEC approved CDI's application for the increase in authorized share capital to P1.2 billion or 12 million shares at P100 par value per share and out of the increase in capital, 1,364,040 shares was subscribed to and paid by CIC at a total subscription price of P136.4 million.

Cortex Technologies Corporation (CTC)

On January 31, 2019, the SEC approved CTC's application for increase in authorized share capital to 200 million shares at P1 par value per share. Consequently, the corresponding shares relating to CIC's deposit for future stock subscription in 2018 amounting to P60 million were issued to CIC. On December 19, 2019, the BOD approved the proposed increase in authorized share capital of CTC from 200 million shares to 450 million shares at P1 par value per share. The application for the increase in share capital was filed with the SEC on November 3, 2021. On July 17, 2020, CTC received deposit for future share subscription from CIC amounting to P15.6 million. As at December 31, 2020, the application with the SEC is still pending approval and thus, the P15.6 million was presented as deposit for future share subscription under equity. On February 2, 2021, CTC received another deposit for future share subscription from CIC amounting to P20.0 million. On November 9, 2021, CTC obtained the approval of the increase of share capital with the SEC. The corresponding shares relating to the deposit for future stock subscription amounting to P15.6 million were issued to CIC. As at December 31, 2021, the shares certificate for the P20.0 million subscription from CIC is still to be issued. Hence, the balance was presented as deposit for future share subscription as at December 31, 2021.

On July 30, 2021, CTC acquired 33% ownership interest in Teko Solutions Pte. Ltd. (Teko SG) for 1USD. Teko SG is a company incorporated in Singapore. It's purpose is to be a holding company for the regional expansion of Teko across Southeast Asia. As of December 31, 2021, Teko SG has not started commercial operations.

Alstra Incorporated (Alstra)

On October 15, 2018, SEC approved the incorporation of Alstra where CIC subscribed 500 million common shares amounting to P125 million, representing 100% ownership of Alstra's issued and outstanding shares. Alstra was organized to engage in the business of consultancy, construction, design and engineering and supply of equipment for mechanical, electrical, plumbing and fire protection services, and to engage in the business of facilities management, civil construction, technology services, electronics, devices and equipment in relation to building services and other building solutions-related services. On July 23, 2019, the SEC approved the reclassification of 50,000,000 unissued shares of common stock to preferred stock and the corresponding amendment of the Articles of Incorporation. Subsequently, Alstra issued to its CIC, preferred shares at a premium over par value at P20 per share for a total subscription price of P915 million.

Teko Solutions Asia Inc. (Teko)

On October 31, 2018, CTC entered into a stock purchase and shareholders agreement (SPSA) for the purchase of 30% of the issued and outstanding shares of Teko equivalent to 6,000 shares for P19.9 million. The purchase of 30% interest was made on November 27, 2018. The SPSA also provides that additional 21% interest will be subscribed by CTC on November 27, 2018 to increase its total ownership to 51% upon completion of certain provisions in the SPSA. The actual issuance of additional 8,572 shares of Teko equivalent to 21% interest happened on January 17, 2019. Refer to Notes 7 and 8 for the details of the acquisition. As at December 31, 2018, Teko was considered as a subsidiary of CTC as a result of the latter's significant representation in Teko's BOD, representing control over Teko's operations as at reporting date (Note 27.2.9). In the first quarter of 2019, CTC subscribed and paid 21,250 of Teko's preferred shares amounting to P2.1 million.

On September 3, 2019, one of the shareholders of Teko sold 181 shares of its ordinary shares to CTC for a consideration of P600 increasing CTC's ownership to 14,750 shares or 52%. On December 19, 2019, CTC acquired 42,500 preferred shares for a consideration at par value. CTC also subscribed 127,500 preferred shares of Teko for P11,688 in 2019.

On December 19, 2019, Teko's BOD approved the issuance of 127,500 shares of preferred stock to CTC at an issue price equal to the par value, payable by applying or offsetting an equivalent amount of the outstanding advances due and payable by Teko to CTC. CTC and Teko's shareholders are in the process of finalizing the terms and conditions regarding the issuance of shares and the offsetting of advances. Hence, the balance of CTC's deposit for future stock subscription was recorded as a liability as at December 31, 2019. The shares were issued on February 3, 2020.

On January 16, 2020, CTC paid the remaining subscription price of the 127,500 preferred shares amounting to P1,063.

On October 1, 2020, one of the shareholders of Teko sold 1,831 shares of its ordinary shares to the CTC for a consideration of P6,066 increasing its ownership to 16,581 shares or 58% ownership.

Tenex Services, Inc. (Tenex)

On March 29, 2019, Alstra subscribed 6,125,000 common shares at P1 per share, representing 49% ownership of Tenex's issued and outstanding shares. On April 25, 2019, SEC approved the incorporation of Tenex. On December 9, 2019, Alstra issued a deposit for additional subscription of 8,575,000 shares of Tenex amounting to P8,575,000. On July 2, 2020, Tenex issued the 15,500 stock subscription which was considered as a non-cash transaction in the statements of cash flows. Subsequent issuance of the additional shares did not change the Alstra's ownership at 49%.

Concepcion-Otis Philippines, Inc. (COPI)

On August 28, 2019, the BOD of Alstra authorized the acquisition of 73,950 shares of stock, which represents 51% of the issued and outstanding capital stock, of COPI from Concepcion-Carrier Air-conditioning Company (CCAC). COPI is a joint venture between CCAC and United Technologies International Corporation Asia PVT LTD. (UTICA). On August 30, 2019, the BOD of CCAC authorized the sale and transfer of all its shares of stock in COPI to Alstra and Otis Elevator Company (Philippines), Inc. (OECPI) for a total selling price of P1.5 billion. The selling price is based on the equity value of COPI of P1.8 billion as determined by an independent appraiser. All taxes related to the transaction will be for the account of CCAC.

1.3 Approval of financial statements

On March 23, 2022, the Audit and Risk Oversight Committee (Audit Com) endorsed to CIC's BOD to approve and authorize the issuance of the consolidated and separate financial statements of CIC for the year ended December 31, 2021.

The BOD approved and authorized the issuance of the consolidated financial statements of CIC for the year ended December 31, 2021 on April 11, 2022.

Note 2 - Cash and cash equivalents

Cash and cash equivalents as at December 31 consist of:

	2021	2020
Cash on hand	65	66
Cash in banks	695,893	1,185,901
Short-term placements	1,822,445	1,800,701
	2,518,403	2,986,668

Cash in banks and short-term placements amounting to P2,222,961 and P295,377 (2020 - P2,762,983 and P223,619) are made with universal and commercial banks, respectively. These earn interest at the prevailing bank deposit rates. Total interest income earned from cash in banks and short-term placements amounted to P5,483 for the year ended December 31, 2021 (2020 - P12,108; 2019 - P19,324) (Note 18).

Short-term placements are made for varying periods of up to three (3) months, depending on the immediate cash requirements of the Group, and earn interest at rates ranging from 0.05% to 1.063% (2020 - 0.125% to 3%) (Note 18).

The carrying values of cash and cash equivalents, and short-term investments represent the maximum exposure to credit risk other than cash on hand. While these are also subject to the impairment of PFRS 9, the identified impairment loss was immaterial.

Note 3 - Trade and other receivables, net

Trade and other receivables as at December 31 consist of:

	Note	2021	2020
Trade receivables			
Third parties		4,007,090	3,913,244
Related parties	14	6,995	3,781
Provision for volume rebates, trade discounts and other incentives		(651,266)	(386,905)
Provision for impairment of receivables		(174,354)	(165,601)
Net trade receivables		3,188,465	3,364,519
Non-trade receivables, net			
Advances to/Claims from suppliers		138,510	114,600
Advances to employees		34,456	36,105
Related parties	14	16,064	30,368
Rental deposits		513	10,593
Others		84,946	85,396
		3,462,954	3,641,581

Provisions

The Group applies PFRS 9 simplified approach in measuring expected credit losses (ECL) which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the ECL, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 to 60 months before January 1, 2021 and 2020 and the corresponding historical credit losses experienced within this period.

The Group's financial assets are categorized based on the Group's collection experience with the counterparties as follows:

a. High performing - settlements are obtained from counterparty following the terms of the contracts without much collection effort.
b. Underperforming - some reminder/follow-ups are performed to collect accounts from counterparty.
c. Credit impaired - constant reminder/follow-ups are performed to collect accounts from counterparty.

The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified inflation rate in the Philippines to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in such rates.

On that basis, the loss allowance as at December 31 was determined as follows for both trade receivables and contract assets:

	High performing	Underperforming		Credit impaired	
	Current	Up to 6 months past due	6 to 12 months past due	Over 12 months past due	
Expected loss rate	Within 0% to 12%	Within 1% to 27%	Within 1% to 27%	Within 1% to 100%	Total
2021					
Trade receivables					
Third parties	2,332,970	1,347,996	146,177	179,947	4,007,090
Related parties	6,995	-	-	-	6,995
	2,339,965	1,347,996	146,177	179,947	4,014,085
Contract assets	493,563	-	-	-	493,563
Total	2,833,528	1,347,996	146,177	179,947	4,507,648
Loss allowance	-	-	5,117	169,237	174,354
2020					
Trade receivables					
Third parties	2,471,821	1,126,438	153,347	161,638	3,913,244
Related parties	3,781	-	-	-	3,781
	2,475,602	1,126,438	153,347	161,638	3,917,025
Contract assets	670,285	-	-	-	670,285
Total	3,145,887	1,126,438	153,347	161,638	4,587,310
Loss allowance	3,290	431	242	161,638	165,601

Advances to employees are realized through salary deductions. Rental deposits are expected to be applied to future lease obligations. All these accounts, including non-trade receivables from related parties, and other receivables do not contain impaired assets and are not past due.

The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The maximum exposure to credit risk at the reporting date are the respective carrying values of trade receivables, contract assets, other receivables and due from related parties as at reporting date.

Movements in the provision for impairment of receivables for the years ended December 31 follow:

	Note	2021	2020
Beginning		165,601	95,316
Provisions, net of reversals	17	19,447	74,060
Write-offs		(10,694)	(3,775)
Ending		174,354	165,601

Receivables written-off relate to customers with difficult economic situations and deemed not collectible despite collection efforts.

Movements in the provision for volume rebates, trade discounts and other incentives for the years ended December 31 follow:

	Note	2021	2020
Beginning		386,905	308,965
Provisions	15	770,789	618,039
Charges		(506,428)	(540,099)
Ending		651,266	386,905

Trade and volume discounts and other incentives presented in Note 15 include provisions and direct charges to profit or loss.

Non-trade receivables - others are presented net of the provision for impairment of receivables amounting to P2,006 (2020 - P9,595).

Movements in provision of impairment of non-trade receivables for the years ended December 31 follow:

	Note	2021	2020
Beginning		9,595	5,738
Provisions (Reversals), net	17	(7,589)	3,857
Ending		2,006	9,595

Note 4 - Inventories, net

Inventories, net as at December 31 consist of:

	Note	2021	2020
At cost			
Raw materials		1,376,444	1,000,237
Finished goods	16	1,140,542	1,295,612
Work in process	16	2,587	4
Inventories-in-transit		460,817	168,394
Spare-parts and supplies used in business		76,174	88,674
		3,056,564	2,552,921
Provision for inventory obsolescence		(87,968)	(90,904)
		2,968,596	2,462,017

For the year ended December 31, 2021, the cost of inventory recognized as expense and included in cost of sales and services amounted to P7,613,372 (2020 - P6,349,649; 2019 - P9,029,953) (Note 16).

Movements in the provision for inventory obsolescence on raw materials and finished goods as at December 31 are as follows:

	Notes	2021	2020
Beginning		90,904	55,631
Provisions, net	17	31,984	36,977
Write-off		(34,920)	(1,704)
Ending		87,968	90,904

In 2021, the Group wrote-off fully provided inventories as a result of the physical inventory count held during the year amounting to P34.9 million (2020 - P1.7 million).

Note 5 - Property and equipment, net

Details and movements of property and equipment as at and for the years ended December 31 follow:

	Machinery and equipment	Transportation equipment	Furniture, fixtures and office equipment	Tools and equipment	Leasehold improvements	Building improvements	Construction in progress (CIP)	Total
Cost								
At January 1, 2021	1,323,091	23,385	219,602	229,903	237,647	28,166	117,068	2,178,862
Additions	7,475	3,216	29,624	25,605	657	2,073	12,469	81,119
Retirement	-	(550)	(735)	-	-	-	-	(1,285)
Transfers/Reclassifications	55,621	-	10,724	1,044	20,255	5,170	(92,814)	-
At December 31, 2021	1,386,187	26,051	259,215	256,552	258,559	35,409	36,723	2,258,696
Accumulated depreciation								
At January 1, 2021	1,024,084	18,809	181,323	193,553	108,548	16,612	-	1,542,929
Depreciation and amortization	58,949	3,746	29,724	22,196	32,648	4,077	-	151,340
Retirement	-	(208)	(343)	-	-	-	-	(551)
At December 31, 2021	1,083,033	22,347	210,704	215,749	141,196	20,689	-	1,693,718
Net book values as at December 31, 2021	303,154	3,701	48,511	40,806	117,363	14,720	36,723	564,978
Cost								
At January 1, 2020	1,297,464	18,667	210,019	198,058	215,768	27,801	120,034	2,087,811
Additions	10,872	4,718	9,170	19,433	1,023	365	50,024	95,605
Retirement	-	-	(90)	-	-	-	(4,343)	(4,433)
Transfers/Reclassifications	14,755	-	503	12,412	20,856	-	(48,647)	(121)
At December 31, 2020	1,323,091	23,385	219,602	229,903	237,647	28,166	117,068	2,178,862
Accumulated depreciation								
At January 1, 2020	964,863	16,407	152,911	179,564	78,498	12,558	-	1,404,801
Depreciation and amortization	59,221	2,402	28,523	13,989	30,050	4,054	-	138,239
Retirement	-	-	(65)	-	-	-	-	(65)
Transfers/Reclassifications	-	-	(46)	-	-	-	-	(46)
At December 31, 2020	1,024,084	18,809	181,323	193,553	108,548	16,612	-	1,542,929
Net book values as at December 31, 2020	299,007	4,576	38,279	36,350	129,099	11,554	117,068	635,933

The cost of fully depreciated property and equipment still being used by the Group as at December 31, 2021 amounted to P1,251,126 (2020 - P1,195,795).

Depreciation and amortization for the years ended December 31 were charged to:

	Notes	2021	2020	2019
Cost of sales and services	16	85,853	80,505	74,018
Operating expenses	17	65,487	57,734	49,610
		151,340	138,239	123,628

Note 6 - Investment property

As at December 31, 2021 and 2020, CIC's investment property consists of parcel of land that it acquired in Davao City, which is held for capital appreciation.

The estimated fair value of the investment property as at December 31, 2021 and 2020 amounted to P37,520, based on the last known selling price per square meter.

As at December 31, 2019 and 2018, CIC paid P1,188 and P1,547, respectively, to a sub-contractor for direct costs related to planned construction of an investment property which is booked as CIP under the investment property account. There were no further costs incurred that were considered as additions to investment property in 2020 and 2021.

There was no income earned related to the property for the years ended December 31, 2021 and 2020. Further, P29 direct operating expense for the investment property was incurred for the year ended December 31, 2021 (2020 - P69).

Note 7 - Investments in shares of stock

7.1 Associates

Details of movement in investment in associates for the years ended December 31 follow:

	2021	2020
At cost, beginning	274,700	266,125
Additional investments	-	8,575
At cost, ending	274,700	274,700
Cumulative share in total comprehensive loss, beginning	(122,985)	(147,012)
Share in net income (loss) for the year	(22,513)	22,999
Share in other comprehensive income (loss) for the year	(450)	1,028
Cumulative share in total comprehensive loss, ending	(145,948)	(122,985)
	128,752	151,715

7.1.1 Concepcion Midea Inc. (CMI)

CIC has a subscription agreement with CMI, whereby the former subscribes from the increase in the authorized share capital of the latter. CMI is a Philippine entity engaged in the business of the manufacture, sale, distribution, marketing, installation and service of electronic appliance products. As at December 31, 2021 and 2020, CIC and CCAC had a total of 110 million and 150 million shares equivalent to 22% and 30% interests, respectively, in CMI making up for the Group's 40% effective interest. CMI was classified as an associate (Note 14).

The following are the summarized financial information of the associate as reported in its financial statements as at and for the years ended December 31:

	2021	2020
Current assets	1,319,933	1,191,847
Non-current assets	74,174	82,594
Current liabilities	(1,159,985)	(1,005,972)
Non-current liabilities	(36,426)	(30,946)
Total equity	(197,696)	(237,523)
Revenue	2,915,101	2,196,647
Net income (loss) for the year	(38,960)	48,494
Other comprehensive income (loss)	(866)	1,978
Total comprehensive income (loss)	(39,826)	50,472
Cash provided by (used in) operating activities	(26,697)	86,581
Cash used in investing activities	(7,330)	(7,253)
Cash provided by financing activity	7,651	4,953

7.1.2 Tenex

Tenex is primarily engaged to undertake and transact all kinds of business relating to installation, servicing sale and distribution of heating, ventilation and air conditioning systems and products, and such other activities related thereto, such as construction and mechanical maintenance services (Note 1).

The following are the summarized financial information of Tenex as at and for the year ended December 31:

	2021	2020
Current assets	63,262	47,628
Non-current assets	1,737	1,991
Total liabilities	(46,785)	(27,738)
Total equity	(18,214)	(21,881)
Revenue	73,380	5,919
Net loss for the year	(3,667)	(5,462)
Total comprehensive loss for the period	(3,667)	(5,462)
Cash provided by (used in) operating activities	(16,294)	17,728
Cash used in investing activities	(448)	(1,217)
Cash provided by financing activity	-	2,000

7.1.3 Teko SG

Teko SG was incorporated in Singapore with the purpose to be a holding company for the regional expansion of Teko business across Southeast Asia.

Teko SG has not started commercial operations. As at and for the year ended December 31, 2021, the transaction and balances of Teko SG are limited to cash and equity of USD3.

7.2 Subsidiaries

The subsidiaries of CIC are presented in Note 28.2.1.

The summarized financial information of subsidiaries with material non-controlling interest (NCI) as at and for the years ended December 31 are as follows:

7.2.1 CCAC

	2021	2020
Current assets	5,619,552	5,582,668
Non-current assets	870,364	1,108,093
Current liabilities	(2,562,592)	(2,567,283)
Non-current liabilities	(471,816)	(717,760)
Total equity	(3,455,508)	(3,405,718)
Revenue	7,047,279	6,236,372
Net income for the year	487,777	471,899
Other comprehensive income (loss)	32,423	(13,931)
Total comprehensive income	520,200	457,968
Cash provided by operating activities	759,306	1,382,200
Cash used in investing activities	(26,660)	(35,449)
Cash used in financing activities	(657,977)	(1,027,860)

As at December 31, 2021, the carrying value of NCI amounted to P1,769,406 (2020 - P1,754,387). Distribution of profit to NCI of CCAC amounted to P188,164 (2020 - P341,680; 2019 - P876,060) (Note 21.2).

7.2.2 COPI

	2021	2020
Current assets	882,671	893,729
Non-current assets	67,456	89,164
Current liabilities	(566,657)	(497,567)
Non-current liabilities	(16,507)	(29,821)
Total equity	(366,963)	(455,505)
Revenue	799,128	677,017
Net income for the year	73,336	57,354
Other comprehensive loss	(1,878)	(2,374)
Total comprehensive income	71,458	54,980
Cash provided by (used in) operating activities	91,752	148,491
Cash provided by (used in) investing activities	(17,780)	114,377
Cash used in financing activities	(174,979)	(16,798)

In 2019, CCAC sold its investment in COPI to Alstra and OECPI (Note 1.2). CCAC paid capital gains tax and documentary stamp tax with a total amount of P51,600 while CIC was indemnified of its 60% share of the total taxes paid amounting to P30,960 (Note 18). The sale did not change the effective ownership of CIC over COPI and the consideration was based on the determined equity value of COPI at the date of sale which resulted to the adjustment of NCI amounting to P612,236.

As at December 31, 2021, the carrying value of NCI amounted to P136,897 (2020 - P183,033). Distribution of profit to NCI by COPI in 2021 and 2020 amounted to P78,400 (2020 - nil; 2019 and 2018 - P19,500) (Note 21.2).

7.2.3 Teko

Teko was incorporated and registered with the Philippine SEC on September 5, 2017. Teko's primary business is providing information technology solutions, I.T. enabled services, e-commerce, web design, and applications, to enterprise, consumers, businesses, institutions and other end-users without engaging in mass media, advertising nor in telecommunication activities.

	2021	2020
Current assets	7,819	11,045
Non-current assets	13,500	11,873
Current liabilities	(47,176)	(26,967)
Non-current liabilities	(2,463)	(1,201)
Total capital deficiency	28,320	5,250
Revenue	24,497	17,589
Net loss for the year	(22,623)	(11,089)
Other comprehensive loss	(448)	(297)
Total comprehensive loss	(23,070)	(11,386)
Cash used in operating activities	(5,511)	(14,292)
Cash used in investing activities	(536)	(2,888)
Cash provided by financing activities	4,544	22,170

As at December 31, 2021, the carrying value of NCI amounted to P24,661 (2020 - P14,306). NCI's share on net loss of Teko amounted to P9,495 (2020 - P3,957).

Note 8 - Goodwill and intangible assets, net

8.1 Goodwill

Goodwill is the excess of consideration over proportionate share in fair value of net assets.

Goodwill resulted from CIC's acquisition of COPI in 2014 and Teko in 2014.

For the COPI acquisition, the Group applied the proportionate interest approach to account for the resulting NCI from this business combination. The goodwill of P783,983 arising from the acquisition is attributable to an established brand, and customer and product base.

In 2019, the Group finalized the Purchase Price Allocation relevant to its acquisition of Teko in 2018. The Group applied the proportionate interest approach to account for its NCI. The goodwill of P18,379 arising from the acquisition is attributable to Teko's web-based platforms, consisting of its website and mobile application (Note 7.2.3).

Impairment test for goodwill

Discounted cash flow (DCF) method was used as base for estimating the recoverable value of COPI and Teko as at December 31, 2021 and 2020. The Group did not recognize impairment losses for the years ended December 31, 2021 and 2020 as the recoverable value exceeds the carrying amount of the cash-generating unit (CGU) (Note 27.2.1).

8.2 Intangible assets, net

Details and movements of intangible assets account at December 31 are shown below:

	Notes	Customer relationship	Customer backlogs	Computer software	Total
Cost					
At January 1, 2021		187,113	13,883	112,513	313,509
Additions		-	-	6,333	6,333
At December 31, 2021		187,113	13,883	118,846	319,842
Accumulated amortization					
At January 1, 2021		53,424	13,883	55,958	123,265
Amortization	16, 17	7,484		24,568	32,052
At December 31, 2021		60,908	13,883	80,526	155,317
Net book values at December 31, 2021		126,205	-	38,320	164,525
Cost					
At January 1, 2020		187,113	13,883	94,467	295,463
Additions		-	-	18,046	18,046
At December 31, 2020		187,113	13,883	112,513	313,509
Accumulated amortization					
At January 1, 2020		45,940	13,883	34,583	94,406
Amortization	16, 17	7,484	-	21,375	28,859
At December 31, 2020		53,424	13,883	55,958	123,265
Net book values at December 31, 2020		133,689	-	56,555	190,244

Note 9 - Deferred income tax/Provision for income tax

On March 26, 2021, Republic Act No. 11534 (RA No.11534), CREATE Act, was signed into law. The CREATE Act took effect 15 days after its complete publication in the Official Gazette or in a newspaper of general circulation. Among the salient provisions of CREATE include changes to the Corporate Income Tax (CIT) as follows:

- Regular CIT (RCIT) rate of 20% from 30% shall be applicable to domestic corporations with net taxable income not exceeding P5 million and with total assets not exceeding P100 million (excluding land on which the business entity's office, plant and equipment are situated) from July 1, 2020;
- RCIT rate of 25% from 30% shall be applicable to all other domestic and foreign corporations from July 1, 2020; and
- For the period beginning July 1, 2020 until June 30, 2023, the MCIT rate shall be 1%, instead of 2%.

PAS 12, Income Taxes, requires current and deferred taxes to be measured with reference to the tax rates and laws, as enacted or substantively enacted by the end of the reporting period. Meanwhile, PAS 10, Events after the End of the Reporting Period, identifies the enactment or announcement of a change in tax rates and laws after the end of the reporting period as an example of a non-adjusting event.

As at December 31, 2020, the CREATE Act is not considered substantively enacted for financial reporting purposes. As such, corporate income tax for the year ended December 31, 2020 of CIC and its subsidiaries were measured using the RCIT rate of 30% or MCIT rate of 2%, as applicable. Appropriate adjustments were recognized in 2021. For the year ended December 31, 2021, CIC and its subsidiaries applied the RCIT rate of 20% or 25%, as applicable, and MCIT rate of 1%.

The components of the Group's recognized deferred income tax assets and liabilities as at December 31 are as follows:

	2021	2020
Deferred income tax assets to be recovered within 12 months		
Provision for volume rebates, trade discounts and other incentives	162,817	116,072
Provision for impairment of receivables	44,090	52,560
Accrued employee-related costs	39,040	36,150
Provision for inventory obsolescence	21,992	27,271
Provision for warranty costs	14,127	20,446
Excess of lease liabilities over right-of-use assets	10,974	-
Accrual for advertising and promotion expenses	6,762	5,285
Provision for contingencies	5,840	16,064
Accrued royalties and other liabilities	4,741	11,947
Provision for commission	3,328	5,688
Provision for customer claims	1,953	2,580
Unrealized foreign exchange losses	562	2,861
Unamortized past service cost	222	222
	316,448	297,146
Deferred income tax assets to be recovered after 12 months		
Net operating loss carry over (NOLCO)	132,751	77,627
Retirement benefit obligation	78,441	86,329
Remeasurement loss on retirement benefits charged directly to equity	-28,546	54,144
Unamortized past service cost	27,529	793
Excess of lease liabilities over right-of-use assets	5,946	7,846
Minimum corporate income tax (MCIT)	3,521	2,983
Provision for warranty costs	1,300	2,822
	278,034	232,544
Total deferred income tax assets	594,482	529,690
Deferred income tax liability to be settled within 12 months		
Unrealized foreign exchange gains	(2,666)	(14,898)
Deferred income tax liabilities to be settled after 12 months		
Intangible assets	(35,860)	(38,266)
Net actuarial gain charged directly to equity	(131)	-
	(35,991)	(38,266)
Total deferred income tax liabilities	(38,657)	(53,164)
Net deferred income tax assets	555,825	476,526

Details of unrecognized deferred income tax assets as at December 31 are as follows:

	2021	2020
NOLCO	83,557	125,152
Accrued expenses	8,351	15,712
Retirement benefit obligation	4,117	6,461
MCIT	639	640
	96,664	147,965

The National Internal Revenue Code (NIRC) of 1997 provided for the introduction of NOLCO privilege, which can be carried over for the three (3) succeeding taxable periods immediately following the period of such loss.

On September 11, 2020, Republic Act (R.A.) No. 11494, otherwise known as "Bayanihan to Recover as One Act", was passed into law to strengthen the government's efforts in mitigating the effects of COVID-19 pandemic. Under R.A. No. 11494, NOLCO for taxable years 2020 and 2021 shall be carried over as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

Details of NOLCO as at December 31 are as follows:

Year of incurrence	Year of Expiration	2021	2020
2017	2020	-	122,586
2018	2021	163,597	163,597
2019	2022	225,622	225,622
2020	2025	286,710	286,710
2021	2026	363,191	-
		1,039,120	798,515
Amount expired		(163,597)	(122,586)
		875,523	675,929
Effective tax rate		24.71%	30.00%
		216,308	202,779

As provided under the Tax Reform Act of 1997, the Company shall pay the MCIT or the normal tax, whichever is higher. Any excess of MCIT over the normal income tax shall be carried forward on an annual basis and credited against the normal income tax for the next three (3) succeeding taxable years.

As at December 31, the details of MCIT are as follows:

Year incurred	Year of expiration	2021	2020
2017	2020	-	1
2019	2022	623	623
2020	2023	2,248	3,000
2021	2024	1,289	-
		4,160	3,624
Amount expired		-	(1)
		4,160	3,623

Realization of future tax benefits related to the deferred income tax assets is dependent on many factors including the ability of each entity to generate taxable income in the future. Correspondingly, the Group's management believes that related future tax benefits will be realized except for all deferred tax assets attributed to CIC, and portions of net operating losses of certain subsidiaries with a total amount of P386,651 as at December 31, 2021 (2020 - P493,217).

Movements of net deferred income tax assets as at December 31 are as follows:

	Note	2021	2020
Beginning		476,526	366,487
Credited (Charged) to other comprehensive income	20	(25,441)	3,266
Credited to profit or loss		103,455	103,789
MCIT		1,285	2,984
Ending		555,825	476,526

Details of income tax expense for the years ended December 31 follow:

	2021	2020	2019
Current	317,864	452,508	666,848
Deferred	(103,455)	(103,789)	(17,773)
	214,409	348,719	649,075

The reconciliation of the income tax expense computed at the statutory tax rate to actual income tax expense shown in the consolidated statements of total comprehensive income for the years ended December 31 follow:

	2021	2020	2019
Statutory income tax at 20% or 25% (2020 and 2019 - 30%)	315,742	310,582	623,581
Add (Deduct) reconciling items:			
Unrecognized NOLCO	23,899	46,588	2,819
Non-deductible expenses	13,699	5,030	(1,723)
Impact of change in rates	25,787	-	-
Prior year income tax	-	9,667	-
Purchase price allocation	-	-	(1,923)
Share in net loss of associates	5,629	(6,900)	(9,191)
Unrecognized MCIT	(4)	15	623
Movement of unrecognized deferred income tax assets	(8,463)	(13,080)	40,888
Interest income subject to final tax	(161,880)	(3,183)	(5,999)
Actual provision for income tax	214,409	348,719	649,075

Note 10 - Trade payables and other liabilities

Trade payables and other liabilities as at December 31 consist of:

	Note	2021	2020
Trade payables			
Third parties		1,511,545	1,244,388
Related parties	14	90,461	516,135
		1,602,006	1,760,523
Accrued expenses			
Project costs		518,732	569,546
Outside services		243,648	225,122
Benefits of directors, officers and employees		272,559	212,222
Professional fees		45,367	52,840
Commission		13,840	42,242
Installation and cleaning costs		129	39,274
Rental and utilities		46,757	38,806
Freight		42,690	32,079
Importation costs		60,525	28,378
Advertising and promotion		40,133	28,218
Repairs and maintenance		2,080	2,076
Others		107,925	106,157
		1,394,385	1,376,960
Other liabilities			
Advances on sales contract		205,687	233,190
Billings in excess of costs incurred and estimated earnings on uncompleted contracts		317,271	242,676
Withholding taxes and other mandatory government remittances		99,964	136,566
Output value-added tax (VAT), net of input VAT		100,897	75,832
Related parties	14	39,684	40,227
Others		170,494	137,941
		933,997	866,432
		3,930,388	4,003,915

Project costs represent costs of HVAC related projects incurred but not yet billed as at reporting date.

Billings in excess of costs incurred and estimated earnings on uncompleted contracts, which is a contract liability, represent the excess of contract billings amounting to P1,567,070 (2020 - P894,102) over the cumulative costs incurred and margin amounting to P1,140,653 and P426,417 respectively, as at December 31, 2021 (2020 - P651,426 and P242,676, respectively).

Contract liabilities relate to payments received from customers in advance. It is recognized as revenue when or as the Group satisfies the performance obligation stated in the contract. The opening balances of billings in excess of costs incurred and estimated earnings on uncompleted contracts as at December 31, 2021 and 2020 amounted to P242,676 and P173,282, respectively.

Note 11 - Provision for warranty

Movements of the provision for warranty as at December 31 follow:

11.1 Current

	2021	2020
Beginning	68,152	22,054
Provisions	124,561	103,483
Payments	(136,368)	(57,385)
Ending	56,345	68,152

11.2 Non-current

	2021	2020
Beginning	9,404	13,365
Provisions	7,926	30,677
Payments	(12,131)	(34,638)
Ending	5,199	9,404

In 2021, provisions for warranty costs were recognized as part of operating expenses amounting to P129,694 (2020 - P134,160; 2019 - P106,686) (Note 17).

Note 12 - Other provisions

Details of other provisions as at December 31 consist of:

	2021	2020
Contingencies	2,450	30,763
Commission	13,310	18,960
	15,760	49,723

Movements in provision for contingencies as at December 31 follow:

	Note	2021	2020
Beginning		30,763	12,307
Provisions	17	11,120	28,113
Payments		(39,433)	(9,657)
Ending		2,450	30,763

Provision for commission pertains to the incentives granted to sales employees based on a percentage of gross sales. Commissions vary depending on the serving business unit and payment is dependent on whether agreed targets are met or exceeded.

Movements in provision for commission as at December 31 follow:

	2021	2020
Beginning	18,960	30,051
Provisions	14,914	17,224
Payments	(20,564)	(28,315)
Ending	13,310	18,960

Provision for commission was recorded under personnel cost in operating expenses (Note 17). Provision for commission is expected to be settled within twelve (12) months after the reporting date and payment is dependent on whether sales targets are met or exceeded.

Note 13 - Short-term borrowings

Movements of short-term borrowings for the years ended December 31 are as follows:

	2021	2020
Beginning	190,000	45,000
Availments	60,000	145,000
Ending	250,000	190,000

As at December 31, 2021, the Group has unsecured interest-bearing short-term loans ranging from three (3) to six (6) months at 5.25% (2020 - 5.25% to 6.15%). Interest expenses on borrowings recognized and paid during the year amounted to P11,503 (2020 - P6,527; 2019 - P7,010).

There were no non-cash movements on borrowings for the years ended 2021 and 2020. Net asset after deducting cash and cash equivalents amounting to P2,518,403 (2020 - P2,986,668; 2019 - P1,381,609) from the balance of short-term borrowings amounted to P2,268,403 (2020 - P2,796,668; 2019 - P1,336,609).

Note 14 - Related party transactions

In the normal course of business, the Group transacts with related parties. The significant related party transactions, which are presented gross of VAT and net of creditable/expanded withholding taxes, and balances as at and for the years ended December 31 follow:

	2021		2020		2019		
	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Terms and conditions
Shareholders							
Rent and utilities	56,933	-	60,666	(2)	52,292	(3)	Outstanding payables are due within 30 to 60 days from transaction date. These are payable in cash, non-interest bearing and unsecured.
Lease of warehouse	36,047	-	42,129	-	53,364	-	
Advance Rental	1,683	-	2,730	-	-	-	Refer to Note 19.
Security Deposit	1,493	-	2,671	-	-	-	Refer to Note 19.
Dividends declaration	401,955	-	282,253	-	486,606	-	Refer to Note 21.2.
Reimbursements from shareholders	594	866	303	303	-	-	Outstanding receivables/payables are due within 30 to 60 days from transaction date. These are collectible/ payable in cash, non-interest bearing and unsecured.
Reimbursements to shareholders	1,157	-	-	(1,157)	-	(1,157)	
Associate							
Administrative services	22,180	2,058	21,454	2,728	19,115	1,593	Outstanding receivables are due within 30 to 60 days from transaction date. These are collectible in cash, non-interest bearing and unsecured.
Transfer of employees	-	-	110	(110)	706	(8,578)	Benefits due to the employee transferred up to date of transfer will be paid by the former employer to the receiving company. Outstanding receivables/payables are due within one year from transaction date. The balance is collectible/payable in cash, non-interest bearing and unsecured.
Transfer of employees	2,763	(2,763)	2,537	2,687	1	1,781	
Purchase of goods, net of returns	16,280	(27)	17,236	(1,877)	223	(20)	Outstanding payables are due within 30 to 90 days from transaction date. These are payable in cash, non-interest bearing and unsecured in nature. These receivables are unsecured and non-interest bearing.
Sale of goods	8,143	4,937	2,773	1,053	232	2,558	The outstanding receivables (Note 3) is unsecured in nature and bears no interest and is settled within 60 days after the date of sale.
Product loan	94	(94)	270	-	-	-	Payable within the next 12 months after invoice date. Unsecured and non-interest bearing advances.
Advance collections	1,771	(1,771)	-	-	-	-	Outstanding receivables/payables are due within 30 to 60 days from transaction date. These are collectible/ payable in cash, non-interest bearing and unsecured.
Transaction fees	3,036	-	1,030	1,030	-	-	
Reimbursements from associates	173,338	15,198	164,981	22,617	83,039	44,647	
Reimbursements to associates	63,138	(28,265)	1,225	(4,736)	2,653	(210)	

	2021		2020		2019		
	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Transactions	Outstanding receivable (payable)	Terms and conditions
Entities under common control							
Rent and utilities	34,119	-	34,119	-	34,372	1	Receivables/payables are collectible/payable in cash within 30 to 60 days from billing date. These are unsecured, unguaranteed and non-interest bearing. Balances are fully recoverable with no impairment loss recognized.
Entities with common shareholders							
Sale of goods	-	-	-	-	24	-	The outstanding receivables (Note 3) is unsecured in nature and bears no interest and is settled within 60 days after the date of sale.
Commission income	6,650	-	10,558	3,731	32,895	27,419	Receivables/payables are collectible in cash within 30 to 60 days from billing date. These are unsecured, unguaranteed and non-interest bearing. Balances are fully recoverable with no impairment loss recognized. Advances are primarily cost reimbursements paid on behalf of related parties.
Dividends declaration	266,564	-	341,680	-	895,560	-	Refer to Note 21.2.
Purchases, net purchase returns	165,020	(90,434)	1,973,683	(514,258)	2,511,901	(318,022)	Outstanding payables are due within 30 to 60 days from transaction date. These are payable in cash, non-interest bearing and unsecured (Note 19).
Collections (Payments) in behalf of a related party	(136)	(4,113)	-	(4,331)	54,260	(2,105)	
Royalty/Technical fees	51,895	(2,678)	42,697	(29,891)	56,160	(8,049)	Payable in cash within 60 days unsecured and bears no interest. Refer to Notes 16 and 17.
Key management personnel							
Short-term							
Directors fees	3,368	(4,329)	9,412	(9,412)	3,943	3,943	Payable to employees in cash within 30 days from date of each transaction. Non-interest bearing and not covered by any guarantee.
Salaries and wages	361,865	(82,658)	435,561	(60,772)	459,369	(105,307)	
Long-term							
Retirement benefits	57,841	(179,616)	19,034	(122,007)	13,462	(61,662)	Refer to Note 20.
Retirement plan							
Contributions to the retirement fund	17,412	-	854	-	329	-	Refer to Note 20.
Claims from the retirement fund	-	-	25,034	-	29,508	-	Receivables are collectible on demand, unsecured and non-interest bearing.

Shared administrative costs charged to entities under common shareholders are for the accounting services rendered. This is covered by a shared service agreement renewable every year

There were no provisions recognized in relation to receivables from related parties. Balances due are normally settled/collected at gross.

The following related party transactions and balances were eliminated for the purpose of preparing the consolidated financial statements:

	2021	2020	2019
As at December 31			
Investment in subsidiaries	4,824,651	4,789,026	4,633,806
Trade and other receivables	122,461	119,043	118,710
Trade payables and other liabilities	106,961	103,543	118,710
Short-term borrowings	15,500	15,500	-
Deposits for future shares subscription	-	15,625	-
For the years ended December 31			
Sale of services	432,932	401,113	436,313
Sales of goods	14,846	8,261	-
Cost of services	339,313	329,840	284,187
Cost of goods	6,412	10,017	1,492
Operating expenses	123,005	104,209	180,839
Other operating income			
Dividend income	641,209	838,559	1,564,159
Interest income	830	460	2,963
Interest expense	830	460	2,963

Note 15 - Revenue from contracts with customers

Details of net sales and services for the years ended December 31 are as follows:

	Note	2021	2020	2019
Gross sales				
Sale of goods (Point in time)		12,543,295	11,006,140	15,055,428
Sale of services (Over time)		939,669	823,113	1,432,981
		13,482,964	11,829,253	16,488,409
Deductions				
Trade and volume discounts and other incentives	3	770,789	618,039	1,020,270
Sales returns		472,936	446,294	401,993
		1,243,725	1,064,333	1,422,263
Net sales and services		12,239,239	10,764,920	15,066,146

(a) Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time from their major business segments as presented in Note 24.

(b) Assets and liabilities related to contracts with customers

The Group has recognized the following assets and liabilities related to contracts with customers as at December 31:

	2021	2020
Current contract assets relating to percentage of completion (POC) contracts	1,088,253	2,317,813
Loss allowance	(88)	(553)
	1,088,165	2,317,260
Less: Contract billings	(594,602)	(1,646,975)
Total contract assets	493,563	670,285

The opening balances of contract assets as at December 31, 2021 and 2020 amounted to P670,285 and P989,235, respectively.

Further, as at December 31, 2021, contract liabilities representing billings in excess of costs incurred and estimated earnings on uncompleted contracts, and warranty obligations amounting to P317,271 and P61,544, respectively (2020 - 242,676 and P77,556, respectively) are disclosed in Notes 10 and 11.

(c) Significant changes in contract assets and liabilities

Value of contract assets in the current period decreased due to the slowdown of operations as a result of the COVID-19 pandemic.

Note 16 - Cost of sales and services

Details of cost of sales and services for the years ended December 31 are as follows:

	Note	2021	2020	2019
Raw materials used		5,178,189	4,820,630	5,874,796
Labor		185,108	178,101	215,607
Overhead		660,388	581,531	640,135
Total manufacturing cost		6,023,685	5,580,262	6,730,538
Work-in-process, beginning	4	4	3,620	50,484
Work-in-process, ending	4	(2,587)	(4)	(3,620)
Cost of goods manufactured		6,021,102	5,583,878	6,777,402
Finished goods inventory, beginning	4	1,295,612	1,210,302	1,168,691
Gross purchases - trading		1,437,200	851,081	2,294,162
Finished goods available for sale		8,753,914	7,645,261	10,240,255
Finished goods inventory, ending	4	(1,140,542)	(1,295,612)	(1,210,302)
Total cost of sales		7,613,372	6,349,649	9,029,953
Cost of installation and maintenance of elevators		547,727	465,232	633,926
Others		12,711	22,255	16,499
Total cost of services		560,438	487,487	650,425
Total cost of sales and services		8,173,810	6,837,136	9,680,378

Details of overhead for the years ended December 31 are as follows:

	Notes	2021	2020	2019
Indirect labor		294,811	227,337	253,981
Depreciation and amortization	5	77,945	76,484	69,422
Taxes and licenses		40,108	55,713	44,900
Outside services		60,295	53,810	69,636
Rent and utilities	14, 19	48,484	50,274	57,835
Repairs and maintenance		54,407	36,930	52,887
Amortization of right-of-use assets	19	39,378	36,850	37,777
Travel and transportation		8,289	11,345	10,874
Insurance		5,680	5,852	5,276
Indirect materials and supplies		2,243	2,527	6,081
Amortization of intangible assets	8	2,138	1,982	1,982
Others		26,610	22,427	29,484
		660,388	581,531	640,135

Details of cost of services for the years ended December 31 are as follows:

	Notes	2021	2020	2019
Materials and labor	4	396,423	331,457	489,534
Personnel costs		87,875	86,283	95,521
Royalty/technical fees	14, 19	28,885	27,438	25,949
Depreciation and amortization	5	7,908	4,021	4,596
Amortization of right-of-use assets	19	7,525	8,508	7,706
Rent and utilities	14, 19	4,602	7,922	8,584
Taxes and licenses		3,703	4,134	3,414
Outside services		4,861	4,080	4,399
Transportation and travel		2,685	2,541	3,458
Supplies		926	807	1,844
Insurance		800	713	438
Repairs and maintenance		339	330	321
Others		1,195	9,253	4,661
		547,727	487,487	650,425

Note 17 - Operating expenses

Details of operating expenses for the years ended December 31 are as follows:

	Notes	2021	2020	2019
Personnel costs	12, 20	1,326,060	1,085,626	1,380,462
Outside services and professional fees		725,362	628,063	737,223
Outbound freight		341,953	300,463	362,382
Amortization of right-of-use assets	19	203,060	193,321	184,438
Advertising and promotion		154,266	74,852	149,119
Warranty cost	11	129,694	134,160	106,686
Rent and utilities	14, 19	87,487	85,899	84,468
Taxes and licenses		68,961	40,719	59,432
Depreciation and amortization	5	65,487	57,734	49,610
Provision for (Reversal of) inventory obsolescence	4	31,984	36,977	(15,827)
Royalty/technical fees	14, 19	31,356	24,785	38,397
Amortization of intangible assets	8	29,914	26,877	25,048
Transportation and travel		20,020	19,958	55,353
Repairs and maintenance		12,221	7,869	13,526
Provision for impairment of receivables	3	11,858	77,917	9,327
Provision for contingencies	12	11,120	28,113	4,844
Others		160,703	149,083	129,157
		3,411,506	2,972,416	3,373,645

Note 18 - Other operating income (loss), net

Details of net other operating income for the years ended December 31 are as follows:

	Notes	2021	2020	2019
Commission income	14	6,650	10,558	27,419
Interest income	2	5,483	12,108	17,037
Loss on foreign exchange forward contracts	26	(1,778)	(15,486)	(19,324)
Capital gains tax, net	7	-	-	(20,640)
Gain (Loss) on disposal of property and equipment		(160)	(562)	681
Foreign exchange gains (losses), net	25	(45,219)	58,421	45,006
Miscellaneous		19,950	19,924	21,243
		(15,074)	84,963	71,422

Miscellaneous income pertains mainly to interest income from employee loans, expired warranties and sale of old model units.

Note 19 - Leases and other agreements

19.1 Leases

The Group leases various office space, furniture and fixtures, equipment and vehicles. Rental contracts are typically made for fixed periods of one (1) to five (5) years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated. The group has recognized right-of-use assets for these leases, except for short-term and low-value leases. Lease terms are negotiated either on a collective or individual basis and contain a wide range of different terms and conditions.

19.1.1 CCAC has a three-year lease agreement with Concepcion Industries, Inc., an entity under common control to CCAC, expiring on December 31, 2021 for the lease of its factory located in the Light Industry Science Park, Cabuyao, Laguna to the Partnership. Subject to further renewal or extension on the same terms and conditions as may be agreed upon by the parties. The renewal of the contract is still ongoing as at December 31, 2021.

19.1.2 CCAC has a three-year lease contract with LSL Realty Development Corporation for the lease of warehouse space located in the Light Industry Science Park, Cabuyao Laguna, subject to negotiation upon renewal. The latest renewal of the lease extends the lease term to December 31, 2022.

19.1.3 CCAC leases an office space in Muntinlupa City and a warehouse space in Cabuyao owned by Foresight Realty and Development Corporation, an entity under common control to CCAC. One lease contract expired on December 31, 2021 while the rest of the contracts are renewable upon mutual agreement of the parties which will expire in August 2022.

19.1.4. CBSI leases an office and parking space, respectively, in Muntinlupa City from Foresight Realty & Development Corp., a shareholder, for a period of five (5) years from August 2017 to July 2022. The agreements are subject to renewal or extension on such terms and conditions as may be agreed by both parties.

19.1.5 CDI leases a warehouse space in Cabuyao from Hyland Realty & Dev't. Corp., an entity under common control, for a period of five (5) years commencing on November 3, 2016 and ending on November 2, 2021, subject to renewal or extension on such terms and conditions as may be agreed upon by the parties. The lease was renewed for another five (5) years up to October 31, 2026.

19.1.7 Both CCAC and CDI have agreements with various lessors covering office space for its regional offices. Such agreements have terms ranging from one (1) to five (5) years under terms and conditions as agreed with the lessors.

19.1.8 COPI leases its office and parking space from MBS Development Corp. with five-year lease term from January 9, 2019 to February 8, 2024. The agreements are subject to renewal or extension on such terms and conditions as may be agreed by both parties.

19.1.9 COPI leases a warehouse space from Armal Realty Development Corporation for a period of three (3) years from September 7, 2019 to September 6, 2022.

19.1.10 CTC has a three-year lease contract with MBS Development Corporation for its office space and parking spaces in Muntinlupa City from April 16, 2019 to June 30, 2022. The contract was terminated on December 31, 2021.

19.1.11 The Group also has various lease agreements for vehicles under non-cancellable operating leases expiring within two (2) to three (3) years. The leases have varying terms, escalation clauses and renewal rights. On renewal, the terms of the leases are renegotiated.

The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Rental deposits required for these lease agreements are included in other non-current assets account in the consolidated statements of financial position.

(a) Amounts recognized in the statement of financial position

Right of use assets and lease liability are presented as a separate line items in the statement of financial position. The carrying amounts of right-of-use asset related to the lease agreements above as at December 31 are shown below:

	Notes	Buildings and leasehold improvements	Warehouses	Office spaces	Vehicles	Others	Total
Cost							
January 1, 2020		70,817	391,525	183,010	216,212	133,093	994,657
Additions		1,905	71,128	17,420	26,710	8,979	126,142
Lease terminations		-	-	-	(55,119)	-	(55,119)
Modifications and transfers		-	-	(17,810)	(11,253)	-	(29,063)
December 31, 2020		72,722	462,653	182,620	176,550	142,072	1,036,617
Additions		-	193,527	2,373	1,687	3,400	200,987
Lease terminations		-	(160,214)	(2,101)	(6,247)	-	(168,562)
Modifications and transfers		(34,141)			(372)		(34,513)
December 31, 2021		38,581	495,966	182,892	171,618	145,472	1,034,529
Accumulated amortization							
January 1, 2020		23,613	174,047	58,941	55,532	38,169	350,302
Amortization	16, 17	13,694	125,744	49,500	37,855	11,886	238,679
Lease terminations		-	-	-	(24,586)	-	(24,586)
Modifications and transfers		-	-	(8,272)	(7,360)	-	(15,632)
December 31, 2020		37,307	299,791	100,169	61,441	50,055	548,763
Amortization	16, 17	12,131	149,714	49,120	26,555	12,443	249,963
Lease terminations			(160,214)	(2,101)	(6,234)	-	(168,549)
Modifications and transfers		(31,610)		-	353	-	(31,257)
December 31, 2021		17,828	289,291	147,188	82,115	62,498	598,920
Net book values							
December 31, 2020		35,415	162,862	82,451	115,109	92,017	487,854
December 31, 2021		20,753	206,675	35,702	89,501	82,974	435,605

Movements in lease liabilities as at December 31 are as follows:

	2021	2020
Beginning	489,123	637,548
Additions	195,788	126,142
Modifications and adjustments	16,333	-
Transfers	4,944	-
Terminations	(477)	(44,218)
Interest expense	12,329	21,530
Principal payments	(249,575)	(230,349)
Interest payments	(12,329)	(21,530)
Ending	456,136	489,123

Details of lease liabilities as at December 31 are as follows:

	2021	2020
Current	107,384	63,308
Non-current	348,752	425,815
	456,136	489,123

(b) Amounts recognized in the statements of total comprehensive income

The statements of total comprehensive income show the following amounts relating to leases for the years ended December 31:

	2021	2020	2019
Amortization expense			
Building and leasehold improvements	12,131	13,694	12,209
Warehouse	149,714	125,744	110,974
Office space	49,120	49,500	51,165
Vehicles	26,555	37,855	40,961
Others	12,443	11,886	14,612
	249,963	238,679	229,921
Interest expense (included in interest expense)	7,522	21,530	28,566
Expense relating to short-term leases	-	836	15,460
Expense relating to leases of low-value assets that are not shown above as short-term leases	6,675	5,375	6,512
Expense relating to variable lease payments not included in lease liabilities	-	29,269	7,117

Certain leased assets were subleased by the Group. Income arising from subleasing amounted to P29,573 (2020 - P49,106).

The total cash outflow for leases for the year amounted to P261,904 (2020 - P251,879).

(c) Discount rate

Payments for leases of buildings and leasehold improvements, warehouses, office spaces, vehicles and other leases are discounted using the lessee's incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. The average incremental borrowing rate ranges from 4.375% to 5.50%.

To determine the incremental borrowing rate, the Group uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.

19.2 Trademark and other agreements

19.2.1 Kelvinator trademark

CCAC and CDI have separate trademark agreements with Kelvinator International Partnership, a division of Electrolux Home Products, Inc. (a Partnership incorporated in the U.S.A.) for the license to use the "Kelvinator" trademark as specified in the agreement for its window type room air conditioners. In consideration thereof, CCAC and CDI are required to pay a trademark fee of 2% of the net selling price of the trademarked products subject to a minimum annual fee of 1.5% of targeted net sales and actual inspection fees. The agreements remain effective unless terminated by both parties.

Royalty/technical fees for the above agreements charged to operations in 2021 amounted to P8,345 (2020 - P9,526; 2019 - P11,172) (Note 17).

19.2.2 Royalty/Technical service agreement with Carrier Corporation

CCAC has an existing technical service agreement with Carrier Corporation (Carrier), a related party of one of the owners of CCAC, which is co-terminus with the joint venture agreement between Carrier Air Conditioning Philippines Inc. (a related party of Carrier) and CIC. The agreement provides that CCAC will pay royalty fees equivalent to a specified percentage of the net sales depending on the product type, in exchange for non-exclusive and non-transferable rights to make use of technical data, process and assistance to be provided by Carrier Corporation in the manufacture of its products. The agreement remains effective unless terminated by both parties.

Royalty/technical fees for the above agreements charged to operations in 2021 amounted to P23,010 (2020- P15,259; 2019 - P27,225) (Note 17).

19.2.3 Trademark and Trade Name License Agreement and Technical Assistance Agreements and License to Use Technical Data, Know-how and Patents Agreement with Otis U.S.A.

COPI has existing Technical Assistance Agreements and License to Use Technical Data, Know-how and Patents Agreement with Otis U.S.A., a related party, for the latter to provide technical data and know-how to improve the technical knowledge of COPI's personnel and to further impart and transfer technical data and provide technical service to COPI. In consideration thereof, COPI is required to pay, in addition to the costs incurred by Otis U.S.A. in providing the training, a royalty fee equivalent to 3.5% of the net billings of COPI.

COPI also has a Trademark and Trade Name License Agreement with Otis U.S.A. which grants COPI a non-exclusive right and license to market and sell Otis products and to perform service under the licensed marks. As consideration of the rights and licenses granted, COPI shall pay Otis U.S.A. a royalty fee as provided in the Technical Assistance Agreement mentioned above. The agreement remains effective unless terminated by both parties.

Royalty/technical fees for the above agreements charged to operations in 2021 amounted to P28,885 (2020 - P27,438; 2019 - P25,949) (Note 16).

19.2.4 Assignment Agreement with OECPI

COPI has an outstanding payable to OECPI as at December 31, 2021 and 2020 amounting to P4,331 which is included under payable to related parties under trade payables and other liabilities (Notes 10 and 14). The payable resulted from transactions subsequent to an Assignment Agreement executed by and between OECPI, as the assignor, and COPI, as the assignee, for the conveyance, transfer assignment and delivery of all the OECPI's assets, liabilities and contracts to COPI as set out in the agreement.

Note 20 - Retirement plan

20.1 CIC

CIC has an established retirement plan which is a non-contributory and of the defined benefit type which provides a retirement benefits ranging from twenty percent (20%) to one hundred twenty-five percent (125%) of basic monthly salary times number of years of service. Benefits are paid in a lump sum upon retirement or separation in accordance with the terms of the retirement plan. This retirement plan is in agreement with CCAC's retirement plan that was started on July 1, 1999 since most of the employees of CIC were absorbed from CCAC.

20.2 CCAC

CCAC has an established funded, trusteed and non-contributory and of the defined benefit type retirement plan covering all its regular employees. The retirement plan provides lump sum benefits upon retirement, death, total and permanent disability, voluntary separation after completion of ten (10) years of credited service, and involuntary separation (except for cause). Normal retirement age is 60 years or 15 years of credited service, whichever is earlier and provides for retirement benefit equivalent to 125% of the latest monthly salary per year of service.

The Retirement Plan Trustee, as appointed by CCAC in the Trust Agreement executed between CCAC and the duly appointed Retirement Plan Trustee, is responsible for the general administration of the Retirement Plan and the management of the Retirement Fund. The Retirement Plan Trustee may seek and advice of counsel and appoint an investment manager or managers to manage the Retirement Fund, an independent accountant to audit the Fund and an actuary to value the Retirement Fund.

There are no unusual or significant risks to which the Plan exposes CCAC. However, in the event a benefit claim arises under the Retirement Plan and the Retirement Fund is not sufficient to pay the benefit, the unfunded portion of the claim shall immediately be due and payable from CCAC to the Retirement Fund.

In accordance with the provisions of Bureau of Internal Revenue (BIR) Regulation No. 1-68, it is required that the Retirement Plan be trusteed; that there must be no discrimination in benefits that forfeitures shall be retained in the Retirement Fund and be used as soon as possible to reduce future contributions; and that no part of the corpus or income of the Retirement Fund shall be used for, or divided to, any purpose other than for the exclusive benefit of the Plan members. CCAC is not required to pre-fund the future defined benefits payable under the Retirement Plan before they become due. For this reason, the amount and timing of contributions to the Retirement Fund are at the CCAC's discretion.

20.3 Alstra; Teko

These entities have not yet established a formal retirement plan for its employees but pays retirement benefits required under Republic Act (RA) No. 7641 (Retirement Law). RA 7641 provides that all employees between ages 60 to 65 with at least 5 years of service with the entities who may opt to retire are entitled to benefits equivalent to one-half month salary for every year of service, a fraction of at least six (6) months being considered as one whole year. The term one-half month shall mean fifteen (15) days plus one-twelfth (1/12) of the 13th month and the cash equivalent of not more than five (5) days of service incentive leaves.

As at December 31, 2021 and 2020, estimated retirement benefits and obligations for Alstra is deemed immaterial, hence, not provided for.

20.4 COPI

The Company has a funded, non-contributory defined benefit plan which provides a retirement benefit range of twenty percent (20%) to two hundred percent (200%) of plan salary for every year of service to its qualified employees and is being administered by a trustee bank. The normal retirement age is 60 years and optional retirement date is at age 50 or completion of at least ten (10) years of service.

20.5 CBSI

CBSI has a non-contributory retirement benefit plan which provides a retirement benefit ranging from twenty percent (20%) to one hundred twenty-five percent (125%) of basic monthly salary times number of years of service. Benefits are paid in a lump sum upon retirement or separation in accordance with the terms of the plan.

20.6 CTC

CTC has established an unfunded, defined benefit retirement plan which provides a retirement benefit equivalent to 125% of basic salary times number of years in service. Benefits are paid in a lump sum upon retirement or separation in accordance with the terms of the plan.

The retirement obligation of each entity in the Group is determined using the "Projected Unit Credit" (PUC) method. Under the PUC method, the annual normal cost for the portion of the retirement is determined using the amount necessary to provide for the portion of the retirement benefit accruing during the year. The latest actuarial valuation of the retirement benefits for each entity in the Group was sought from an independent actuary as at December 31, 2021.

20.7 CDI

As at December 31, 2020, the Company has not yet established a formal retirement plan for its employees but provides for estimated retirement benefits required under Republic Act No. 7641 (Retirement Law).

In February 2021, the CDI's BOD approved to established a non-contributory retirement plan covering all its regular employees. The plan provides lump sum benefits upon retirement, death, total and permanent disability, voluntary separation after completion of at least ten (10) years of credited service, and involuntary separation (except for cause). Normal retirement age is 60 years or 25 years of credited service, whichever is earlier and provides for retirement benefit equivalent to 125% of the latest monthly salary per year of service.

The following are the details of the retirement benefit obligation (asset) and retirement benefit expense as at December 31 and for the years then ended:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Retirement benefit obligation	16,469	287,555	166,609	75,676	5,194	1,872	2,463	555,838
Retirement benefit expense	1,959	54,932	147,390	16,584	3,933	2,836	755	228,389
2020								
Retirement benefit obligation	21,536	324,295	54,954	77,728	1,601	11,561	1,201	492,876
Retirement benefit expense	2,276	49,674	13,542	18,057	2,340	3,316	777	89,982

The amounts of retirement benefit obligation (asset) recognized in the statements of financial position as at December 31 are determined as follows:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Present value of retirement benefit obligation	16,469	331,519	183,917	75,676	34,856	1,872	2,463	646,772
Fair value of plan assets	-	(43,964)	(17,308)	-	(29,662)	-	-	(90,934)
	16,469	287,555	166,609	75,676	5,194	1,872	2,463	555,838
2020								
Present value of retirement benefit obligation	21,536	365,293	54,954	77,728	34,774	11,561	1,201	567,047
Fair value of plan assets	-	(40,998)	-	-	(33,173)	-	-	(74,171)
	21,536	324,295	54,954	77,728	1,601	11,561	1,201	492,876

Changes in the present value of the defined benefit obligation for the years ended December 31 follow:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Beginning	21,536	365,293	54,954	77,728	34,774	11,561	1,201	567,047
Interest cost	693	13,048	8,908	2,915	1,302	333	61	27,260
Current service cost	1,266	43,356	138,482	13,669	3,857	2,503	694	203,827
Transfer of employees	-	(1,439)	-	1,155	(462)	(4,372)	-	(5,118)
Benefits paid directly by the Group	(1,896)	(35,963)	(20,033)	(7,922)	(1,934)	(7,145)	-	(74,893)
Benefits paid from the plan assets	-	-		-	(468)	-	-	(468)
Remeasurement loss (gain)								
Changes in financial assumptions	(3,273)	(53,063)	(3,774)	(13,534)	(4,955)	(137)	(166)	(78,902)
Changes in demographic assumptions	28	4,682	(2,963)	(2)	24	(287)	(292)	1,190
Experience adjustments	(1,885)	(4,395)	8,343	1,667	2,718	(584)	965	6,829
Ending	16,469	331,519	183,917	75,676	34,856	1,872	2,463	646,772
2020								
Beginning	20,040	312,733	59,904	71,840	26,003	8,217	-	498,737
Interest cost	1,028	14,076	2,659	2,760	1,420	543	16	22,502
Current service cost	1,248	43,740	7,646	12,697	2,523	3,166	761	71,781
Transfer of employees	-	(173)	2,876	(2,779)	-	2,503	-	2,427
Benefits paid directly by the Group	-	(14,829)	(8,950)	(8,539)	-	(2,903)	-	(35,221)
Benefits paid from the plan assets	-	(1,075)	-	-	(676)	-	-	(1,751)
Settlements loss (gain)	-	(5,823)	3,237	2,600	-	(393)	-	(379)
Remeasurement loss (gain)								
Changes in financial assumptions	239	28,840	(9,759)	(2,360)	3,635	1,129	79	21,803
Changes in demographic assumptions	(21)	(1,392)	(3,922)	(568)	659	(74)	-	(5,318)
Experience adjustments	(998)	(10,804)	1,263	2,077	1,210	(627)	345	(7,534)
Ending	21,536	365,293	54,954	77,728	34,774	11,561	1,201	567,047

Changes in the fair value of the plan assets for the years ended December 31 follow:

	CCAC	CDI	COPI	Total
2021				
Beginning	41,000	-	33,173	74,173
Interest income	1,472	-	1,226	2,698
Contributions	-	17,190	222	17,412
Benefits paid from the fund	-	-	(468)	(468)
Remeasurement loss from experience adjustments	1,492	118	(4,491)	(2,881)
Ending	43,964	17,308	29,662	90,934
2020				
Beginning	43,014	-	29,509	72,523
Interest income	2,319	-	1,616	3,935
Contributions	-	-	854	854
Benefits paid from the fund	(1,075)	-	(676)	(1,751)
Remeasurement loss from experience adjustments	(3,260)	-	1,870	(1,390)
Ending	40,998	-	33,173	74,171

The movements of retirement benefit obligation (asset) recognized in the statement of financial position as at December 31 follow:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Beginning	21,536	324,295	54,954	77,728	1,601	11,561	1,201	492,876
Retirement benefit expense	1,959	54,932	147,390	16,584	3,933	2,836	754	228,388
Remeasurement loss (gain)	(5,130)	(54,268)	1,488	(11,869)	2,278	(1008)	507	(68,002)
Transfer of employees	-	(1,439)	-	1,155	(462)	(4,372)	-	(5,118)
Contributions	-	-	(17,190)	-	(222)	-	-	(17,412)
Benefits paid directly by the Group	(1,896)	(35,963)	(20,033)	(7,922)	(1,934)	(7,145)	-	(74,893)
Ending	16,469	287,557	166,609	75,676	5,194	1,872	2,462	555,839
2020								
Beginning	20,040	269,719	59,904	71,840	(3,276)	8,217	-	426,444
Retirement benefit expense	2,276	49,674	13,542	18,057	2,340	3,316	777	89,982
Remeasurement loss (gain)	(780)	19,904	(12,418)	(851)	3,634	428	424	10,341
Transfer of employees	-	(173)	2,876	(2,779)	-	2,503	-	2,427
Contributions	-	-	-	-	(854)	-	-	(854)
Benefits paid directly by the Group	-	(14,829)	(8,950)	(8,539)	-	(2,903)	-	(35,221)
Remeasurement gain on asset ceiling	-	-	-	-	(243)	-	-	(243)
Ending	21,536	324,295	54,954	77,728	1,601	11,561	1,201	492,876

The categories of CCAC and COPI's plan assets as at December 31 are as follows:

	2021			2020	
	CCAC	COPI	CDI	CCAC	COPI
Unit investment trust fund	20%	-	100%	23%	-
Fixed rate treasury notes	73%	91%	-	67%	88%
Corporate bonds	5%	-	-	10%	-
Cash and cash equivalents	2%	8%	-	-	4%
Receivables	-	1%	-	-	8%
Others	-	-	-	-	-
	100%	100%	100%	100%	100%

COPI and its Trustee bank ensure that the investment positions are managed within an asset-liability matching framework that has been developed to achieve long-term investments that are in line with the obligations under the plan. The main objective is to match assets to the defined benefit obligation by investing primarily in long-term debt securities with maturities that match the benefit payments as they fall due. To mitigate concentration and other risks, assets are invested across multiple asset classes with active investment managers.

CCAC's pension benefit fund is administered by a local trustee bank which is governed by the rules and regulations of the Bangko Sentral ng Pilipinas and the SEC. Based on the trust fund agreement, it is authorized to invest the fund as it deems proper. Its investment strategy focuses principally on stringent management of downside risks rather than on maximizing absolute returns. It is anticipated that this investment policy can generate a return that enables it to meet its long-term commitments.

To fund CDI's retirement plan, CDI transferred its unit investment trust funds deposit instruments to a retirement fund being administered by a trustee. Based on the trust fund agreement, the trustee is authorized to invest the fund as it deems proper.

CCAC, COPI and CDI have not yet determined its contribution to the plan assets for the year ending December 31, 2022.

The amounts of retirement benefit expense (income) recognized under operating expenses in the consolidated statements of total comprehensive income for the years ended December 31 follow:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Current service cost	1,266	43,356	138,482	13,669	3,857	2,503	694	203,827
Interest cost	693	13,048	8,908	2,915	1,302	333	61	27,260
Interest income on plan assets	-	(1,472)	-	-	(1,226)	-	-	(2,698)
	1,959	54,932	147,390	16,584	3,933	2,836	755	228,389
2020								
Current service cost	1,248	43,740	7,646	12,697	2,523	3,166	761	71,781
Interest cost	1,028	14,076	2,659	2,760	1,420	543	16	22,502
Interest on the effect of the asset ceiling	-	-	-	-	13	-	-	13
Interest income on plan assets	-	(2,319)	-	-	(1,616)	-	-	(3,935)
Settlement loss (gain)	-	(5,823)	3,237	2,600	-	(393)	-	(379)
	2,276	49,674	13,542	18,057	2,340	3,316	777	89,982
2019								
Current service cost	1,217	35,484	5,806	13,322	2,010	1,521	-	59,360
Interest cost	1,392	16,814	4,138	4,380	1,906	294	-	28,924
Interest income on plan assets	-	(4,199)	-	-	(2,001)	-	-	(6,200)
Interest on the effect of the asset ceiling	-	-	-	-	27	-	-	27
	2,609	48,099	9,944	17,702	1,942	1,815	-	82,111

Retirement benefit expense is included as part of personnel costs under operating expenses (Note 17).

The movement of other comprehensive loss (CIC and NCI) recognized in the consolidated statements of financial position as at December 31 follows:

	Note	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021									
Beginning		(1,361)	118,083	6,752	9,785	2,379	338	297	136,273
Remeasurement loss (gain)		(5,130)	(54,268)	1,488	(11,869)	2,278	(1,008)	507	(68,002)
Tax effect	9	-	13,567	(372)	2,967	(570)	252	(102)	15,742
Tax effect (CREATE)		-	8,279	485	699	170	24	42	9,699
Ending		(6,491)	85,661	9,353	1,582	4,257	(394)	744	93,713
2020									
Beginning		(581)	104,152	15,445	10,381	5	39	-	129,441
Remeasurement loss (gain)		(780)	19,904	(12,418)	(851)	3,634	428	424	10,341
Impact of asset ceiling		-	-	-	-	(243)		-	(243)
Tax effect	9	-	(5,973)	3,725	255	(1,017)	(129)	(127)	(3,266)
Ending		(1,361)	118,083	6,752	9,785	2,379	338	297	136,273
2019									
Beginning		493	63,410	4,610	5,065	(2,501)	(365)	-	70,712
Remeasurement loss (gain)		(1,074)	58,202	15,478	7,595	3,728	576	-	84,505
Impact of asset ceiling		-	-	-	-	(148)	-	-	(148)
Tax effect	9	-	(17,460)	(4,643)	(2,279)	(1,074)	(172)	-	(25,628)
Ending		(581)	104,152	15,445	10,381	5	39	-	129,441

The principal annual actuarial assumptions used as at and for the years ended December 31 follow:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko
2021							
Discount rate	3.10%	4.98%	5.10%	4.96%	4.93%	4.86%	5.42%
Salary increase rate	3.70%	5.00%	5.00%	4.80%	4.00%	2.30%	5.00%
Average expected future service years of plan members	11.3	22.5	20.5	24.3	20.70	26.7	28.6
2020							
Discount rate	3.22%	3.59%	3.85%	3.65%	3.71%	3.61%	5.05%
Salary increase rate	3.70%	5.00%	4.00%	4.80%	4.00%	2.30%	5.00%
Average expected future service years of plan members	14.1	22.5	20.5	23.9	21.3	21.9	30.1

Discount rates were based on the theoretical spot yield curve calculated from the Bankers Association of the Philippines (BAP) PHP Bloomberg BVAL Reference Rates (BVAL) benchmark reference curve for the government securities by stripping the coupons from government bonds to create virtual zero coupon bonds, and considering the average years of remaining working life of the employees as the estimated term of the benefit obligation. The 2001 CSO Table - Generational (Scale AA, Society of Actuaries) was used in assessing annual mortality rates.

Expected maturity analysis of undiscounted retirement benefits as at December 31 follow:

	CIC	CCAC	CDI	CBSI	COPI	CTC	Teko	Total
2021								
Less than a year	21,062	91,852	41,692	9,441	9,515	336	-	173,898
More than 1 year to 5 years	24	192,750	59,389	49,302	16,283	2,072	-	319,820
More than 5 years to 10 years	42	210,978	113,223	101,468	28,942	1,376	-	456,029
2020								
Less than a year	19,640	52,900	11,511	7,606	5,932	-	-	97,589
More than 1 year to 5 years	1,363	218,653	16,483	40,755	16,463	8,187	-	301,904
More than 5 years to 10 years	1,988	54,889	30,609	84,483	20,507	12,505	-	204,981

The weighted average duration of the defined benefit obligation as at December 31, 2021 is 1.1 to 17.7 years (2020 - 1.6 to 18.7 years).

Note 21 - Equity

21.1 Share capital

As at December 31, 2021 and 2020, CIC's authorized share capital amounting to P700,000 is composed of 700 million shares with par value of P1 per.

The details and movement of share capital as at and for the years ended December 31 follow:

	Number of common shares issued and outstanding	Amount		
		Share capital	Share premium	Treasury shares
January 1, 2019	405,505,191	407,264	993,243	(73,759)
Acquisition of treasury shares	(2,287,100)	-	-	(72,769)
December 31, 2019	403,218,091	407,264	993,243	(146,528)
Acquisition of treasury shares	(1,263,000)	-	-	(23,540)
December 31, 2020	401,955,091	407,264	993,243	(170,068)
Acquisition of treasury shares	(100,000)	-	-	(2,040)
December 31, 2021	401,855,091	407,264	993,243	(172,108)

21.2 Retained earnings

Cash dividends declared, attributable to owners of CIC, for the years ended December 31 are as follows:

Date declared	Dates paid	Per share	2021	2020	2019
February 10, 2021	April 12, 2021	1.0	401,955	-	-
May 13, 2020	June 17, 2020	0.7	-	282,253	-
April 3, 2019	May 10, 2019	1.20	-	-	486,606
			401,955	282,253	486,606

For the year ended December 31, 2021, NCI from profit distribution of CCAC and COPI amounted to P188,164 and 78,400, respectively (2020 - P341,680 and nil, respectively; 2019 - P876,060 and P19,500, respectively) (Note 7.2).

CIC annually performs an evaluation of the amount to be declared as dividends. Subsequently, on February 16, 2022, CIC's BOD declared cash dividends in the amount of P1.00 per share totaling to P401,855 for shareholders of record as at March 17, 2022 (net of treasury shares), which will be paid on April 12, 2022.

21.3 Treasury shares

On February 17, 2016, CIC's BOD approved a non-solicitation share buyback program to be carried out until February 16, 2019. On September 9, 2019, CIC's BOD approved a non-solicitation share buyback program to be carried out until September 9, 2022.

On March 20, 2020, the BOD amended the terms of the share buyback program to increase the limit of the common shares that may be repurchased during the first year of the program from P100 million to P300 million.

Details of acquisition of treasury shares for the year ended December 31 follow:

Trade Date	Date Paid	Shares	Per share	Amount
As at January 1, 2019		1,758,700		73,759
2019				
September 10, 2019	September 13, 2019	500,000	32.30	16,150
September 11, 2019	September 16, 2019	500,000	32.50	16,250
September 17, 2019	September 20, 2019	30,000	32.00	960
September 19, 2019	September 24, 2019	152,000	31.99	4,864
September 25, 2019	September 30, 2019	100,000	31.51	3,151
September 26, 2019	October 1, 2019	5,700	30.80	176
September 26, 2019	October 1, 2019	12,500	31.20	390
September 26, 2019	October 1, 2019	5,000	31.30	157
September 26, 2019	October 1, 2019	5,000	31.40	157
September 26, 2019	October 1, 2019	71,800	31.50	2,262
September 27, 2019	October 1, 2019	3,000	30.50	92
September 27, 2019	October 1, 2019	30,800	31.50	970
October 8, 2019	October 10, 2019	300	31.10	9
October 8, 2019	October 10, 2019	500	31.30	16
October 8, 2019	October 10, 2019	2,100	31.35	66
October 8, 2019	October 10, 2019	600	31.40	19
October 8, 2019	October 10, 2019	600	31.50	19
October 8, 2019	October 10, 2019	300	31.80	10
October 8, 2019	October 10, 2019	700	31.90	22
October 8, 2019	October 10, 2019	7,000	31.95	224
October 8, 2019	October 10, 2019	25,900	32.00	829
October 9, 2019	October 14, 2019	400	31.55	13
October 9, 2019	October 14, 2019	200	31.70	6
October 9, 2019	October 14, 2019	1,400	31.80	45
October 9, 2019	October 14, 2019	9,100	31.90	290
October 9, 2019	October 14, 2019	245,500	32.00	7,856
October 10, 2019	October 14, 2019	5,600	31.00	174
October 10, 2019	October 14, 2019	600	31.80	19
October 10, 2019	October 14, 2019	2,000	31.85	64
October 10, 2019	October 14, 2019	9,200	31.90	293
October 10, 2019	October 14, 2019	9,200	31.95	294
October 10, 2019	October 14, 2019	80,400	32.00	2,573
October 25, 2019	October 29, 2019	700	31.00	22
October 25, 2019	October 29, 2019	2,000	31.45	63
October 25, 2019	October 29, 2019	300	31.50	10
October 25, 2019	October 29, 2019	500	31.60	16

Trade Date	Date Paid	Shares	Per share	Amount
October 25, 2019	October 29, 2019	1,700	31.70	54
October 25, 2019	October 29, 2019	900	31.75	29
October 25, 2019	October 29, 2019	300	31.80	9
October 25, 2019	October 29, 2019	3,000	31.90	96
October 25, 2019	October 29, 2019	2,000	31.95	64
October 25, 2019	October 29, 2019	25,100	32.00	803
October 28, 2019	November 1, 2019	600	30.80	18
October 28, 2019	November 1, 2019	1,300	31.00	40
October 28, 2019	November 1, 2019	9,600	32.00	307
November 5, 2019	November 11, 2019	25,200	30.30	764
November 5, 2019	November 11, 2019	44,800	31.00	1,389
November 6, 2019	November 11, 2019	9,600	30.60	294
November 6, 2019	November 11, 2019	10,000	30.80	308
November 6, 2019	November 11, 2019	45,400	31.00	1,407
November 7, 2019	November 11, 2019	15,000	30.00	450
November 7, 2019	November 11, 2019	5,900	30.80	182
November 7, 2019	November 11, 2019	12,000	30.90	371
November 7, 2019	November 11, 2019	1,000	30.95	31
November 7, 2019	November 11, 2019	41,100	31.00	1,273
November 8, 2019	November 13, 2019	84,700	31.00	2,625
November 14, 2019	November 13, 2019	5,000	31.00	155
November 19, 2019	November 21, 2019	10,000	29.00	290
November 19, 2019	November 21, 2019	11,000	29.50	325
November 19, 2019	November 21, 2019	800	29.60	24
November 19, 2019	November 21, 2019	53,200	30.00	1,595
December 12, 2019	December 19, 2019	38,000	28.10	1,067
December 27, 2019	December 30, 2019	9,000	29.90	268
		2,287,100		72,769
2020				
July 28, 2020	July 29, 2020	200,300	19.00	3,806
July 28, 2020	July 29, 2020	1,400	18.50	26
July 28, 2020	July 29, 2020	1,000	18.48	19
July 28, 2020	July 29, 2020	300	18.46	6
July 29, 2020	July 30, 2020	200,000	19.00	3,800
August 18, 2020	August 20, 2020	200,900	19.00	3,817
August 18, 2020	August 20, 2020	700	18.98	13
August 18, 2020	August 20, 2020	400	18.96	8
August 18, 2020	August 20, 2020	600	18.94	11
August 18, 2020	August 20, 2020	1,400	18.92	26
August 18, 2020	August 20, 2020	1,000	18.90	18
August 27, 2020	September 1, 2020	200,000	19.00	3,800
September 1, 2020	September 3, 2020	455,000	18.00	8,190
		1,263,000		23,540
2021				
May 26, 2021	May 31, 2021	100,000	20.40	2,040
As at December 31, 2021		5,408,800		172,108

Note 22 - Earnings per share

Basic earnings per share is calculated by dividing the net income attributable to owners of CIC by the weighted average number of ordinary shares in issue during the period, excluding ordinary shares purchased by CIC and held as treasury shares, if any.

Earnings per share for the years ended December 31 is calculated as follows:

	2021	2020	2019
Net income attributable to owners of the Parent Company	164,749	470,919	946,764
Weighted average common shares - basic and diluted (in '000)	401,895	402,751	405,243
Basic and diluted earnings per share	0.41	1.17	2.34

The basic and diluted earnings per share are the same each for the year presented as there are no potential dilutive common shares.

Note 23 - Contingencies

The Group is a party to various on-going litigation proceedings, to which respective courts and regulatory bodies have not rendered any final decision as at audit report date. The Group's management, with the assistance of third-party counsels, has determined certain loss positions that warranted corresponding provisions to be recorded in the consolidated statements of financial position (Note 12). These were recognized based on existing conditions and available information as at reporting date. Accordingly, annual evaluation is conducted by management to identify possible changes in circumstances that would equally require adjustment in its estimates. The detailed information pertaining to these litigations have not been disclosed as this might prejudice the outcome of the ongoing litigations.

Note 24 - Segment information

The Group's Executive Committee and the BOD review and analyze profit or loss into Consumer Lifestyle Solutions (CLS) business and Alstra business (formerly Building and Industrial Solutions (BIS) business), while assets, liabilities and other accounts are analyzed on a per entity basis - CCAC, CDI and COPI with all other entities as part of others.

24.1 Profit or loss

24.1.1 Consumer business (formerly CLS business)

The segment's products and related services include air conditioning (HVAC), heating, and ventilation for consumer use as well as domestic refrigeration products. It is supported by a vast network of distributors, dealers, retailers and technicians, who sell, install and service the Group's products primarily in the residential and light commercial segments.

24.1.2 Commercial business (formerly BIS/Alstra business)

The segment's products and related services include air conditioning (HVAC), heating, and ventilation as well as service of elevators, escalators, moving walkways and shuttle systems, primarily for industrial and commercial use. It is sold directly to end customers or through a network of accredited sub-contractors.

24.2 Assets, liabilities and other accounts

24.2.1 CCAC

The segment's products and related services include air conditioning (HVAC), heating, ventilation and refrigeration products. It is supported by a vast network of distributors, dealers, retailers and technicians who sell, install and service the Group's products in the industrial, commercial and residential property sectors. The chief operating decision-maker performs review of gross profit per component, while review of segment operating expenses, income tax, and profit or loss are done in total.

24.2.2 CDI

The segment is engaged in manufacturing of refrigerators and freezers for domestic market.

24.2.3 COPI

The segment is engaged in distribution and service of elevators, escalators, moving walkways and shuttle system.

Segment information on reported consolidated profit or loss for the years ended December 31 are as follows:

	Consumer business	Commercial business	Others	Total
2021				
Net sales and services	9,676,720	2,529,588	32,931	12,239,239
Timing of revenue recognition				
At point in time	9,676,720	-	2,549	9,679,269
Over time	-	2,529,588	30,382	2,559,970
Cost of sales and services	(6,501,571)	(1,652,190)	(20,049)	(8,173,810)
Gross profit	3,175,149	877,398	12,882	4,065,429
Operating expenses*	(2,279,565)	(696,876)	(435,065)	(3,411,506)
*Depreciation and amortization***	*(93,991)*	*(24,503)*	*(32,846)*	*(151,340)*
Amortization of right-of-use assets	*(172,423)*	*(61,727)*	*(15,813)*	*(249,963)*
Interest expense	(7,930)	(3,515)	(12,387)	(23,832)
Interest income	2,301	1,207	1,975	5,483
Share in net loss of associates	(4,781)	-	(17,732)	(22,513)
Income tax expense (benefit)	(229,203)	(45,655)	60,449	(214,409)
Net income for the year	654,784	110,536	(387,225)	378,095
2020				
Net sales and services	8,151,500	2,585,472	27,948	10,764,920
Timing of revenue recognition				
At point in time	8,151,500	-	8,778	8,160,278
Over time	-	2,585,472	19,170	2,604,642
Cost of sales and services	(5,197,775)	(1,623,521)	(15,840)	(6,837,136)
Gross profit	2,953,725	961,951	12,108	3,927,784
Operating expenses	(2,009,713)	(711,402)	(251,301)	(2,972,416)
*Depreciation and amortization***	*(75,211)*	*(41,964)*	*(49,968)*	*(167,143)*
Amortization of right-of-use assets	*(177,746)*	*(43,088)*	*(17,845)*	*(238,679)*
Interest expense	(11,536)	(8,464)	(8,057)	(28,057)
Interest income	4,779	5,970	1,359	12,108
Share in net income of associates	5,925	-	17,074	22,999
Income tax expense (benefit)	(300,704)	(82,681)	34,666	(348,719)
Net income for the year	703,838	188,079	(205,363)	686,554

	Consumer business	Commercial business	Others	Total
2019				
Net sales and services	11,159,700	3,886,409	20,037	15,066,146
Timing of revenue recognition				
At point in time	11,159,700	-	20,037	11,179,737
Over time	-	3,886,409	-	3,886,409
Cost of sales and services	(7,181,321)	(2,483,553)	(15,504)	(9,680,378)
Gross profit	3,978,379	1,402,856	4,533	5,385,768
Operating expenses	(2,372,608)	(800,188)	(200,849)	(3,373,645)
*Depreciation and amortization**	*(81,822)*	*(26,933)*	*(41,903)*	*(150,658)*
Amortization of right-of-use assets	*(155,460)*	*(61,846)*	*(12,615)*	*(229,921)*
Interest expense	(18,688)	(14,716)	(2,172)	(35,576)
Interest income	3,537	7,700	5,800	17,037
Share in net income of associates	7,371	-	23,267	30,638
Income tax expense	(453,006)	(216,685)	20,616	(649,075)
Net income for the year	1,273,381	636,942	(480,791)	1,429,532

** Inclusive of Depreciation and amortization of PPE and amortization of Right of Use Assets (ROU)*
***Depreciation and amortization referring to total charges to cost of sales and services, and operating expenses*

There were no material export sales or transactions made with related parties that require separate disclosure from the above.

Material non-cash items other than depreciation and amortization are as follows:

	CCAC	CDI	COPI	Others	Total
2021	838,164	339,884	10,847	32,249	1,221,144
2020	617,120	41,452	23,428	272,049	954,049
2019	755,199	(826)	11,277	461,802	1,227,452

Segment information on consolidated assets and liabilities as at December 31 are as follows:

	CCAC	CDI	COPI	Others	Total
2021					
Current assets	5,558,716	2,423,368	868,598	716,901	9,567,583
Non-current assets	798,866	550,460	941,891	465,188	2,756,405
Current liabilities	2,521,296	656,814	555,807	637,076	4,370,993
Non-current liabilities	471,817	322,667	16,507	98,798	909,789
Other information					
Investment in associates	78,512	-	-	50,240	128,752
Additions to non-current assets					
Property and equipment	26,346	26,571	17,780	9,342	80,039
Intangible assets	2,490	-	-	3,843	6,333
2020					
Current assets	5,509,372	2,701,729	885,039	740,669	9,836,809
Non-current assets	1,041,490	355,388	969,211	476,932	2,843,021
Current liabilities	2,491,868	1,023,266	486,717	456,326	4,458,177
Non-current liabilities	717,760	58,184	29,821	122,330	928,095
Other information					
Investment in associates	83,397	-	-	68,318	151,715
Additions to non-current assets					
Property and equipment	39,843	28,989	3,350	23,423	95,605
Intangible assets	-	-	-	18,046	18,046

The balances presented in others are composed of the other entities in the Group including CIC's standalone balances.

Note 25 - Foreign currency-denominated monetary assets and liabilities

The Group's foreign currency-denominated monetary assets and liabilities as at December 31 are as follows:

Currency	Current assets	Current liabilities	Net foreign currency liabilities	Exchange rate	Peso equivalent
2021					
Yen	-	(5,115)	(5,115)	0.44	(2,251)
U.S. Dollar	5,487	(3,149)	2,338	49.44	115,600
Hong Kong Dollar	-	(650)	(650)	6.51	(4,230)
SGD	37	(17)	20	38.05	770
Chinese Yuan	300	(8,479)	(8,178)	8.05	(65,823)
Euro	77	(68)	9	57.11	486
					44,552
2020					
Yen	-	(27,390)	(27,390)	0.47	(12,873)
U.S. Dollar	943	(16,771)	(15,828)	48.06	(760,694)
Chinese Yuan	-	(506)	(506)	7.34	(3,714)
Euro	2	(136)	(134)	58.37	(7,822)
					(785,103)
2019					
Yen	-	(29,549)	(29,549)	0.47	(13,888)
U.S. Dollar	1,514	(11,659)	(10,145)	51.10	(518,409)
Hong Kong Dollar	-	(39)	(39)	6.52	(254)
Chinese Yuan	-	(7,755)	(7,755)	7.25	(56,224)
Euro	2	(183)	(181)	56.40	(10,208)
					(598,983)

Net foreign exchange gains (losses) credited (charged) to profit or loss for the years ended December 31 are as follows:

	Note	2021	2020	2020
Realized foreign exchange gains (losses), net		(33,205)	9,645	27,911
Unrealized foreign exchange gains (losses), net		(12,014)	48,776	17,095
	18	(45,219)	58,421	45,006

Note 26 - Financial risk and capital management

26.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, price risk and cash flow and fair value interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance.

Risk management is carried out by the Group's Chief Finance Officer under policies approved by the Group's BOD. These policies provide written principles for overall risk management. There were no changes in policies and processes in the Group's financial risk management in 2021 and 2020.

26.1.1 Market risk

(a) Foreign exchange risk

Currency risk arises when future commercial transactions, and recognized assets and liabilities are denominated in a currency that is not the Group's functional currency. In the normal course of business, the Group transacts with certain entities based outside the Philippines particularly for export deliveries, and purchases of raw materials and supplies, and these transactions are being settled in U.S. Dollar and/or other currencies.

However, the foreign exchange risk exposure is brought down to an acceptable level since average trade payment terms approximate each other, which range between 30 and 60 days upon which the risk associated with foreign exchange rates are deemed negligible. The Group enters into foreign exchange forward contracts with average term of a month in order to reduce losses on possible significant fluctuations in the exchange rates. There are no outstanding balances in relation to foreign exchange forward contracts as at December 31, 2021 and 2020.

These foreign currency forward contracts are accounted for as financial instruments at fair value through profit or loss. In 2021, the impact to profit and loss of foreign currency contract transactions during the year amounted to P1,778 loss (2020 - P15,486 loss; 2019 - P19,324 loss), booked under other operating income, net (Note 18).

In 2020 and 2019, the impact to profit and loss amounted to P15,486 and P19,324, respectively, booked under other operating income, net (Note 18).

Sensitivity analysis is only performed for the U.S. Dollar, Euro and Chinese Yuan since exposure to other currencies is determined to be minimal. As at December 31, 2021, if the Philippine Peso had weakened/ strengthened by 5.42% (2020 - 5.23%; 2019 - 4.06%) against the U.S. Dollar with all other variables held constant, equity and income before tax for the year would have been lower/higher by P23,205 (2020 - P20,510; 2019 - P18,490) as a result of foreign exchange loss/gain on translation of US Dollar-denominated net liabilities.

As at December 31, 2021, if the Philippine Peso had weakened/strengthened by 1.86% (2020 - 3.89%; 2019 - 6.47%) against the Euro with all other variables held constant, equity and income before tax for the year would have been lower/higher by P9 (2020 - P250; 2019 - P436) as a result of foreign exchange loss/gain on translation of Euro-denominated net liabilities.

As at December 31, 2021, if the Philippine Peso had weakened/strengthened by 9.67% (2020 - 1.24%; 2019 - 5.60%) against the Chinese Yuan with all other variables held constant, equity and income before tax for the year would have been lower/higher by P6,655 (2020 - P46; 2019 - P3,149) as a result of foreign exchange loss/gain on translation of Euro-denominated net liabilities.

The rates are based on annual average actual exchange by leading international financial institutions as at December 31, 2021 and 2020.

(b) Commodity price risk

The Group is exposed to the risk that the prices for certain primary raw materials (e.g. copper and aluminum) will increase or fluctuate significantly. Most of these raw materials are global commodities whose prices are cyclical in nature and increase or decrease in line with global market conditions. The Group is exposed to these price changes to the extent that it cannot readily pass on these changes to the customers of its respective businesses, which could adversely affect the Group's margins.

As at December 31, 2021, if the market prices of the Group's purchases increase/decrease by 4.5% (2020 - 2.6%; 2019 - 3.5%) (based on average price inflation), equity and profit before tax for the year would have been lower/higher by P173,991 (2020 - P58,484; 2019 - P283,210). The Group does not engage in commodities hedging.

(c) Cash flow and fair value interest rate risk

The Group is not significantly exposed to cash flow and fair value interest rate risk since short-term borrowings are made at fixed interest rates and are settled within 12 months.

The Group's exposure to movements in market interest rate relate primarily to its fixed or short-term deposits placed with local banks and borrowings from local banks. The Group is not significantly exposed to cash flow and fair value interest rate risks since its income and operating cash flows are substantially independent of changes in market interest rates.

26.1.2 Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in a financial loss to the Group. A default on a financial asset is when the counterparty fails to make contractual payments within the set terms of when they fall due. Credit risk arises from deposits and short-term placements with banks and financial institutions, as well as credit exposure to trade customers, including other outstanding receivables. For banks, the Group only has existing deposit arrangements with either universal or commercial banks, which are considered top tier banks in terms of capitalization as categorized by the Bangko Sentral ng Pilipinas.

The Group has no significant concentrations of credit risk due to the large number of customers comprising the customer base and it has policies in place to ensure that the sale of goods is made only to customers with an appropriate credit history. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, Credit and Collection (C&C) group of each subsidiary assesses the credit quality of each customer, taking into account its financial position, past experience and other factors.

Individual risk limits are set based on internal and external ratings in accordance with the credit policy limits. The utilization of credit limits are regularly monitored by the C&C group of each subsidiary. Nonetheless, the Group is still exposed to risk of non-collection arising from disputes and disagreements on billings which may deter the collection of outstanding accounts on a timely basis.

The Group has three (3) types of financial assets that are subject to the expected credit loss model:

- Cash and cash equivalents
- Trade receivables and receivables from related parties
- Contract assets relating to POC contracts

The Group's assessment of its credit risk on cash and cash equivalents, and receivables and contract assets are disclosed in Notes 2 and 3, respectively.

26.1.3 Liquidity risk

The Group observes prudent liquidity risk management through available credit lines and efficient collection of its receivables, which enables the Group to maintain sufficient cash to meet working capital requirements, planned capital expenditures, and any short-term debt financing requirements. On top of liquidity risk management above, the Group also performs a monthly review of its financing requirements for working capital and loan capital expenditures and where deemed necessary, the Group obtains short-term bank borrowings to cover for immediate expenses and maturing obligations. Results of management's review are reported to the BOD on a regular basis.

As at December 31, the Group has available letters of credit and loan credit facilities from various financial institutions as follows:

	2021		2020	
Type of credit facility	Currency	Amount	Currency	Amount
Bank of Philippine Islands				
Revolving promissory note line	Philippine Peso	2,000,000	Philippine Peso	2,000,000
Lease line	-	-	Philippine Peso	150,000
Bills purchased line	Philippine Peso	100,000	Philippine Peso	100,000
Foreign exchange settlement line	U.S. Dollar	3,000	U.S. Dollar	3,000
Citibank				
Bills purchased line	Philippine Peso	45,000	Philippine Peso	45,000
Letters of credit	U.S. Dollar	7,800	U.S. Dollar	7,800
Foreign exchange settlement risk line	U.S. Dollar	1,800	U.S. Dollar	1,000
Foreign exchange pre-settlement risk line	U.S. Dollar	700	U.S. Dollar	200
Short-term loan line	U.S. Dollar	8,735	U.S. Dollar	8,080
Commercial cards	U.S. Dollar	556	U.S. Dollar	510
Banco De Oro				
Short-term loan line	Philippine Peso	500,000	Philippine Peso	500,000
Bills Purchased line	Philippine Peso	50,000	Philippine Peso	50,000
Corporate card guarantee	Philippine Peso	3,000	-	-
Foreign exchange settlement line	Philippine Peso	20,000	Philippine Peso	20,000

Trade and other payables, and amounts due to related parties are unsecured, non-interest bearing and are normally settled within 30 to 60 days from transaction date.

As at December 31, 2021 and 2020, all of the Group's financial liabilities are due and demandable within 12 months except for a portion of the lease liabilities which are expected to be settled in regular intervals until the end of the lease term. The Group expects to settle these obligations in accordance with their respective maturity dates. Except for lease liabilities which are discounted using the effective interest rates, these balances equal their carrying amounts as the impact of discounting is not significant. Based on management's assessment, the Group has sufficient level of readily available funds, which do not yet consider expected receipts from collection of current trade receivables, to settle maturing obligations as they fall due.

26.2 Capital management

The Group's objectives when managing capital, which is equivalent to the total equity shown in the consolidated statements of financial position, less charges to other comprehensive loss, are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for partners and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital which will reduce the need to obtain long-term borrowings and incur higher cost of capital such as interest expense. There were no changes in policies and processes in the Group's capital management in 2021 and 2020.

The details of the Group's capital are as follows:

	2021	2020
Share capital	407,264	407,264
Share premium	993,243	993,243
Treasury shares	(172,108)	(170,068)
Retained earnings	4,060,870	4,251,057
	5,289,269	5,481,496

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends, increase capital through additional contributions or sell assets in lieu of third party financing. No changes were made in the objectives, policies and processes as at December 31, 2021 and 2020.

The Group has no significant capital risk exposure given the level of financial assets available to finance its current liabilities. Also, the Group is not subject to externally imposed capital requirements arising from debt covenants and other similar instruments since it has no long-term borrowings from banks and financial institutions. Moreover, the Group is not subject to specific regulatory restrictions on its capital other than required public float of at least 20% of issued and outstanding shares, exclusive of any treasury shares. CIC is compliant with this requirement as at December 31, 2021 and 2020.

26.3 Fair value estimation of financial assets and liabilities

The Group's foreign exchange forward contracts, which are measured at fair value, qualify under Level 2. Accordingly, the fair values of these financial liabilities are based on published closing rate with any resulting value no longer subject to discounting due to the relative short-term maturity of these instruments. The Group does not account these contracts under hedge accounting; and accordingly recognizes fluctuations in fair value directly to profit or loss. As at December 31, 2021 and 2020, the Group has no other financial assets or liabilities measured and carried at fair value that would qualify as Levels 1 and 3. Further, financial liabilites from foreign exchange forward contracts are already nil as at December 31, 2021 and 2020.

Note 27 - Critical accounting estimates, assumptions and judgments

Estimates, assumptions and judgments 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 Group makes estimates, assumptions and judgments concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates, assumptions, and judgments 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:

27.1 Critical accounting estimates and assumptions

27.1.1 Useful lives of property and equipment

The useful life of each of the Group's property and equipment is estimated based on the period over which these assets are expected to be available for use. Such estimation is based on a collective assessment of industry practice, internal technical evaluation and experience with similar assets. The estimated useful life of each asset is reviewed periodically and 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 asset. It is possible, however, that future results of operations could be materially affected by changes in the amounts and timing of recorded expenses brought by changes in the factors mentioned above. The amounts and timing of recording of expenses for any reporting period would be affected by changes in these factors and circumstances.

If the actual useful lives of these assets is to differ by +/-10% from management's estimates the carrying amount of these assets as at December 31, 2021 would be an estimated +P26,777/-P37,52 (2020 - +P26,587/-P24,488) (Note 5).

The sensitivity rate used above represents management's assessment of the reasonably possible change in estimated useful lives of the Group's property and equipment with the more significant composition (e.g., machineries and equipment). The sensitivity analysis includes all of the Group's property and equipment.

27.1.2 Provision for warranty cost

The provision for warranty cost is estimated using a determined weighted average rate applied to actual sales, which is based on the Group's past actual warranty cost and current year's reassessment of trends and cost. An increase in number of incidents of warranty utilization at the current year would increase provision recognized at reporting date in anticipation of similar trend in subsequent periods. The details of the provision for warranty are shown in Note 11.

If the estimated weighted average rate applied to determine reasonable level of provision for warranty increased/decreased by 11% (2020 - 18.7%) income before tax and equity would have been P5,729 (2020 - P45,356) lower/higher. This is mainly due to corresponding adjustments on recorded warranty cost. The rate applied is based on average fluctuation from the previous year.

27.1.3 Provision for retirement benefits

The determination of each subsidiary's retirement obligation and benefits is dependent on the selection of certain assumptions used by the actuary in calculating such amounts. These assumptions, as described in Note 20, include among others, discount rate and salary increase rate.

The sensitivity analysis on the significant actuarial assumptions was prepared by remeasuring the retirement benefit obligation at the reporting date after first adjusting one of the current assumptions according to the applicable sensitivity increment or decrement (based on changes in the relevant assumption that were reasonably possible at the valuation date) while all other assumptions remained unchanged. The corresponding change in the retirement benefit obligation was expressed as a percentage change from the base retirement benefit obligation.

It should be noted that the changes assumed to be reasonably possible at the valuation date are open to subjectivity, and do not consider more complex scenarios in which changes other than those assumed may be deemed the base retirement benefit obligation. Moreover, separate sensitivity was performed for each subsidiary in consideration of varying terms, scope, employee profile, and others.

The impact on equity and pre-tax profit of potential changes in the discount rate and salary increase rate in the amount of defined benefit obligation for the years ended December 31 are presented below:

	2021		2020	
	%	Impact	%	Impact
Average decrease due to 100 basis point (bps) decrease in discount rate	(6.64%)	(5,930)	(6.61%)	(4,335)
Average increase due to 100 bps decrease in discount rate	7.76%	6,709	7.78%	4,918
Average increase due to 100 bps increase in salary increase rate	7.70%	6,648	7.68%	4,817
Average decrease due to 100 bps decrease in salary increase rate	(6.73%)	(5,989)	(6.58%)	(4,274)

27.1.4 Provision for volume rebates, trade discounts and other incentives

Revenue is recognized when title and risk of loss is passed to the customer and reliable estimates can be made of relevant deductions. Gross sale is reduced by rebates, discounts, and other incentives given or expected to be given, which vary by product arrangements and buying groups. These arrangements with purchasing organizations are dependent upon the submission of claims sometime after the initial recognition of the sale. Provisions are made at the time of sale for the estimated rebates, discounts or incentives to be made, based on available market information and historical experience. Because the amounts are estimated, they may not fully reflect the final outcome, and the amounts are subject to change dependent upon, amongst other things, the types of buying group and product sales mix.

The level of provision is reviewed and adjusted regularly in the light of contractual and legal obligations, historical trends, past experience and projected market conditions. Market conditions are evaluated using wholesaler and other third-party analyses, market research data and internally generated information. Future events could cause the assumptions on which the accruals are based to change, which could affect the future results of the Group. The details of the provision for volume rebates, trade discounts, and other incentives are shown in Note 3.

If the estimated weighted average rate applied to determine reasonable level of provision for volume rebates, trade discounts and other incentives increased/decreased by 31% (2020 - 34%), profit before tax and equity would have been P143,218 (2020 - P121,361) lower/higher. This is mainly due to corresponding adjustments on recorded trade and volume discounts. The rate applied is based on average fluctuation from the previous year.

27.1.5 Provision for contingencies

Provision for contingencies is estimated based on consultation with third party counsels with reference to probability of winning the case (Note 23). A higher probability of winning would decrease provision. The Group considers it impracticable to disclose with sufficient reliability the possible effects of sensitivities surrounding the provision for contingencies at the reporting date. The details of the provision for contingencies matters are shown in Note 12.

27.1.6 Percentage of completion on installation contracts

Revenues from contracts are recognized under the percentage of completion method. The stage of completion is measured by reference to the contract costs incurred up to the reporting date as a percentage of total estimated costs of each contract. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion. The Group considers it impracticable to disclose with sufficient reliability the possible effects of sensitivities surrounding percentage of completion of contracts (Note 15).

27.1.7 Incremental borrowing rate of lease liabilities

The lease payments for lease of vehicles are discounted using the interest rate implicit in the lease. Payments for leases of properties and office equipment are discounted using the lessee's incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received. The discount rates applied by the Group are disclosed in Note 19.

27.1.8 Provision for impairment of receivables

The provision for impairment of receivables is based on assumptions about risk of default and expected loss rates. The Group uses estimates in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in Note 3.

Management believes the carrying amount of receivables is fully recoverable. The Group's policy in estimating provision for impairment of receivables is presented in Notes 28.4 and 28.5. The carrying amounts of trade and other receivables and other information are disclosed in Note 3.

27.2 Critical judgments in applying the Group's accounting policies

27.2.1 Impairment of goodwill

The Group reviews the goodwill annually for impairment and whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable, and at the end of the first full year following acquisition (Note 8). Goodwill is monitored by management at COPI's business level (lowest level of CGU identified) following its acquisition by CIC.

As at December 31, 2021 and 2020, based on management's assessment and judgment, there is no indication of impairment of goodwill since the recoverable amount of the CGU is higher than the carrying value.

As at December 31, 2021 and 2020, the recoverable amount of COPI's business was determined based on value in use calculation (using Level 3 inputs) using certain assumptions. Management has engaged a third party which employed the discounted cash flow method in computing for the value in use. The calculations made use of cash flow projections based on financial forecasts approved by the BOD covering a five-year period beginning 2020.

The cash flow forecasts reflect management's expectations of revenue growth, operating costs and margins based on past experience and outlook, consistent with internal measurements and monitoring.

In 2021 and 2020, management has also considered the impact of the COVID-19 pandemic on COPI's ongoing and future projects in assessing its forecasted revenue growth.

Cash flows beyond the five-year period are extrapolated using the average free cash flows to equity from 2021 to 2025 and the annuity and present value factors using the computed discount rates (and sensitivities) to determine the value of COPI's business beyond five-year projections.

Pre-tax adjusted discount rate applied to the cash flow forecasts is derived using the weighted average cost of capital as at December 31, 2021.

The following are the key assumptions used:

	2021	2020
Revenue growth rate (average per past experience)	12.00%	15.00%
Pre-tax adjusted discount rate	7.62%	8.18%
Terminal growth rate	3.00%	3.00%

Goodwill arising from the Group's acquisition of Teko was assessed as not impaired since the current carrying amount approximates its fair value as at December 31, 2021 and 2020.

27.2.2 Impairment of intangibles - customer relationships and customer contract backlogs

The Group's intangibles include customer relationships and customer contract backlogs from acquisition of COPI (Note 8). These intangibles are carried at cost. The carrying value is reviewed and assessed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. In calculating the fair value of customer relationships and customer contract backlogs, the Group used the same revenue growth and discount rate in calculating the value in use of COPI. Changes in those judgments could have a significant effect on the carrying value of intangible assets and the amount and timing of recorded impairment provision for any period.

27.2.3 Impairment of investment in associates

The Group's investment in associates is carried using the equity method in this consolidated financial statements. The carrying value is reviewed and assessed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Changes in those management judgments and assessments could have a significant effect on the carrying value of investment in associate and the amount and timing of recorded provision for impairment for any period.

As at December 31, 2021 and 2020, based on management's assessment and judgment, the carrying value of its investment in associates is not impaired. Management has assessed that its losses in CMI and Tenex would be temporary.

27.2.4 Provision for inventory obsolescence

The Group recognizes a provision for inventory obsolescence based on a review of the movements and current condition of each inventory item with adequate consideration on identified damages, physical deterioration, technological and commercial obsolescence or other causes. The provision account is reviewed on a periodic basis to reflect the accurate valuation of the Group's inventories. Inventory items identified to be obsolete and unusable is written-off, and charged as expense for the period. Management determines on a regular basis the necessity of providing for impairment. Results of management's assessment disclosed the needed provision for inventory obsolescence and losses as at December 31, 2021 amounts to P87,968 (2020 - P90,904). Any change in the Group's recoverability assessment could significantly impact the determination of such provision and the results of operations. The details of inventories are shown in Note 4.

27.2.5 Impairment of non-financial assets

Property and equipment and investment property are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. An impairment loss would be recognized whenever evidence exists that the carrying value is not recoverable. Accordingly, results of management's most recent assessment disclosed the absence of any conditions such as physical damage to the properties, or significant change in manufacturing operations; rendering certain property and equipment as obsolete and would warrant assessment for impairment and/or recognition of an impairment provision in its carrying amount as at reporting date. The details of property and equipment and investment property are shown in Notes 5 and 6.

27.2.6 Income taxes

A certain degree of judgment is required in determining the provision for income taxes, as there are certain transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Further, recognition of deferred income tax assets depends on management's assessment of the probability of available future taxable income against which the temporary differences can be applied.

The Group assesses the recoverability of outstanding balances of deferred income tax assets up to the extent that is more likely than not will be realized. The Group reviews its deferred income tax assets at each reporting date and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax assets to be utilized. Except for NOLCO and MCIT of certain entities, management believes that deferred income tax assets are fully recoverable at the reporting date. The details of deferred income tax assets are shown in Note 9.

27.2.7 Contingencies

The Group has legal cases still pending with the courts and tax assessments pending with the BIR. Management and in consultation with third party counsels believes, however, that its position on each case has legal merits and for certain loss positions, if any, corresponding provisions were recognized based on existing conditions and available information as at reporting date. Annual assessment is made and actual results may differ significantly from the amount recorded. The details of provisions are shown in Note 12.

27.2.8 Determining lease terms

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated) (Note 19). The Group considers the factors below as the most relevant in assessing the options:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Extension and termination options are included in a number of property and equipment leases of the Group. These are used to maximize operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

CIC and its subsidiaries have considered extension and termination options and have recorded the appropriate adjustments in calculating right-of-use assets and lease liabilities.

27.2.9 Determining control over a subsidiary

CIC follows the guidance of PFRS 10, *'Consolidated Financial Statements'* in determining if control exists for investments with ownership of less than half of its total equity. In making this judgment, CIC considers the power over more than half of the voting rights by virtue of an agreement with other investors, power to govern the financial and operating policies of the entity under a statute or an agreement, power to appoint or remove the majority of the members of the BOD, or power to cast the majority of votes at meetings of the BOD.

Despite only having 30% ownership as at December 31, 2018, CIC thru CTC has control over the key economic decisions and policies affecting Teko under the duly signed amended shareholders' agreement including provision for majority board representation. Consequently, based on management's judgment and continuous assessment of CIC, Teko is considered a subsidiary as at December 31, 2018 (Note 1.2).

For all other entities considered as subsidiaries, CIC has more than 50% ownership interest and voting rights. CIC has assessed to only have significant influence based on the percentage ownership and voting rights over CMI, Tenex and Teko SG. Thereafter, classifying these entities as associates.

Note 28 - Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. The accounting policies used have been consistently applied to all the years presented, unless otherwise stated.

28.1 Basis of preparation

These consolidated financial statements of the Group have been prepared in accordance with PFRS. The term PFRS in general includes all applicable PFRS, PAS, and interpretations of the Philippine Interpretations Committee (PIC)/Standing Interpretations Committee (SIC)/International Financial Reporting Interpretations Committee (IFRIC), which have been approved by the Financial Reporting Standards Council (FRSC) and adopted by the SEC.

These consolidated financial statements have been prepared under the historical cost convention, except for:

- forward contracts payable under financial liabilities at FVPL, and;
- fair value of plan assets for purposes of calculating the retirement benefit obligation.

The preparation of these consolidated financial statements in conformity with PFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 27.

Changes in accounting policy and disclosures

(a) New standards, amendments to existing standards and interpretations adopted

*Interest Rate Benchmark Reform - Phase 2 - Amendments to IFRS 7, IFRS 9, IFRS 16 and IAS 39 (*effective January 1, 2021). This amendment addresses issues that arise during the reform of an interest rate benchmark rate, including the replacement of one benchmark rate with an alternative one. The key reliefs provided by the amendments are as follows:

- Changes to contractual cash flows. When changing the basis for determining contractual cash flows for financial assets and liabilities, the reliefs have the effect that the changes that are required by an interest rate benchmark reform will not result in an immediate gain or loss in the income statement.
- Hedge accounting. The hedge accounting reliefs will allow most IAS 39 or IFRS 9 hedge relationships that are directly affected by IBOR reform to continue. However, additional ineffectiveness might need to be recorded.

The adoption of the amendments above had no material impact on the consolidated financial statements of the Group. All other amendment and interpretations effective January 1, 2021 are not considered relevant to the Group.

(b) New standards, amendments and interpretations to existing standards not yet adopted

The Group has not yet adopted the following amendments and improvements to existing standards as at December 31, 2021:

- *Onerous Contracts - Cost of Fulfilling a Contract: Amendments to PAS 37 (effective January 1, 2022)*

  The amendment to *PAS* 37 clarifies that the direct costs of fulfilling a contract include both the incremental costs of fulfilling the contract and an allocation of other costs directly related to fulfilling contracts. Before recognising a separate provision for an onerous contract, an entity recognises any impairment loss that has occurred on assets used in fulfilling the contract.

- *Annual Improvements to PFRS* Standards 2018-2020 *(effective January 1, 2022)*

  The following improvements were finalised in May 2020:
  - PFRS 9 *Financial Instruments* - clarifies which fees should be included in the 10% test for derecognition of financial liabilities.
  - PFRS 16 *Leases* - amendment of illustrative example 13 to remove the illustration of payments from the lessor relating to leasehold improvements, to remove any confusion about the treatment of lease incentives.
  - PFRS 1 *First-time Adoption of International Financial Reporting Standards* - allows entities that have measured their assets and liabilities at carrying amounts recorded in their parent's books to also measure any cumulative translation differences using the amounts reported by the parent. This amendment will also apply to associates and joint ventures that have taken the same PFRS 1 exemption.
  - PAS 41 *Agriculture* - removal of the requirement for entities to exclude cash flows for taxation when measuring fair value under PAS 41. This amendment is intended to align with the requirement in the standard to discount cash flows on a post-tax basis.

- *Classification of Liabilities as Current or Non-current - Amendments to PAS 1 (effective January 1, 2023)*

  The narrow-scope amendments to PAS 1 *Presentation of Financial Statements* clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of an entity or events after the reporting date (e.g. the receipt of a waver or a breach of covenant). The amendments also clarify what PAS 1 means when it refers to the 'settlement' of a liability.

  The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.

  They must be applied retrospectively in accordance with the normal requirements in PAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

- *Disclosure of Accounting Policies - Amendments to PAS 1 and PFRS Practice Statement 2 (effective January 1, 2023)*

  The IASB amended PAS 1 to require entities to disclose their material rather than their significant accounting policies. The amendments define what is 'material accounting policy information' and explain how to identify when accounting policy information is material. They further clarify that immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.

  To support this amendment, the IASB also amended PFRS Practice Statement 2 *Making Materiality Judgements* to provide guidance on how to apply the concept of materiality to accounting policy disclosures.

- *Definition of Accounting Estimates - Amendments to PAS 8 (effective January 1, 2023)*

  The amendment to PAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates. The distinction is important, because changes in accounting estimates are applied prospectively to future transactions and other future events, but changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period.

- *Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to PAS 12 (effective January 1, 2023)*

  The amendments to PAS 12 *Income Taxes* require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. They will typically apply to transactions such as leases of lessees and decommissioning obligations and will require the recognition of additional deferred tax assets and liabilities.

  The amendment should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that it is probable that they can be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with:
  - right-of-use assets and lease liabilities, and
  - decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets.

  The cumulative effect of recognising these adjustments is recognised in retained earnings, or another component of equity, as appropriate.

  PAS 12 did not previously address how to account for the tax effects of on-balance sheet leases and similar transactions and various approaches were considered acceptable. Some entities may have already accounted for such transactions consistent with the new requirements. These entities will not be affected by the amendments.

- *Sale or contribution of assets between an investor and its associate or joint venture - Amendments to PFRS 10 and PAS 28.* The IASB has made limited scope amendments to PFRS 10 Consolidated financial statements and IAS 28 Investments in associates and joint ventures.

  The amendments clarify the accounting treatment for sales or contribution of assets between an investor and its associates or joint ventures. They confirm that the accounting treatment depends on whether the non-monetary assets sold or contributed to an associate or joint venture constitute a 'business' (as defined in PFRS 3 Business Combinations).

  Where the non-monetary assets constitute a business, the investor will recognise the full gain or loss on the sale or contribution of assets. If the assets do not meet the definition of a business, the gain or loss is recognised by the investor only to the extent of the other investor's interests in the associate or joint venture. The amendments apply prospectively.

  In December 2015 the IASB decided to defer the application date of this amendment until such time as the IASB has finalised its research project on the equity method.

The Group is still assessing the impact of the above new, amendments and interpretations to existing standards. However, initial assessment is that adoption of these are not expected to significantly impact the Group's financial reporting. All other standards, amendment and interpretations effective after December 31, 2021 are not considered relevant to the Group.

28.2 Consolidation

The financial statements of the subsidiaries are prepared for the same reporting period as CIC. The Group uses uniform accounting policies and any difference is adjusted accordingly.

28.2.1 Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which CIC has control. CIC controls an entity when CIC is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to CIC. They are de-consolidated from the date on which control ceases.

The details of CIC's subsidiaries as at December 31, 2021 and 2020 are as follows:

	2021		2020	
	Percentage of Ownership		Percentage of Ownership	
Entity	Direct	Indirect	Direct	Indirect
CCAC	60	-	60	-
CDI	100	-	100	-
CBSI	100	-	100	-
CTC	100	-	100	-
Alstra	100	-	100	-
COPI	-	51	-	51
Teko	-	58	-	58

Percentage of ownership held by the NCI in COPI is 49%; CCAC is 40%; and Teko is 42% as at December 31, 2021 (2020 - COPI is 49%; CCAC is 40%; and Teko is 42%). The summarized financial information of subsidiaries with material NCI are presented in Note 7.2.

NCI is the residual equity in CCAC, COPI and Teko not attributable, directly or indirectly, to CIC as shown in the table above.

(a) Business combination through acquisition of business

The Group applies the acquisition method to account for business combinations that are not under common control. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree either at fair value or at the NCI's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying 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 Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PFRS 9 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is not accounted for within equity.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, NCI recognized and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in profit or loss.

Intercompany transactions, balances and unrealized gains on transactions are eliminated. Unrealized losses are also eliminated (Note 14).

Investment in subsidiary is derecognized upon disposal or loss of control over a subsidiary. Any gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in profit or loss. Upon loss of control, the investment account is measured at fair value, any difference between carrying amount and the fair value of investment is recognized in profit or loss.
(b) Business combinations under common control

Business combinations under common control, which include those entities under common shareholding, are accounted for using the predecessor cost method (similar to merger accounting/pooling of interest method). Under this method, the Group does not restate the acquired businesses or assets and liabilities to their fair values. The net assets of the combining entities or businesses are combined using the carrying amounts of assets and liabilities of the acquired entity from the consolidated financial statements of the highest entity that has common control for which financial statements are prepared. No amount is recognized in consideration for goodwill or the excess of acquirer's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over their cost at the time of the common control combination.

The consolidated financial statements incorporate the assets, liabilities and results of operations of the combining entities or businesses as if they had always been combined or from the date when the combining entities or businesses first became under common control, whichever period is shorter. The difference between the consideration given and the aggregate book value of the assets and liabilities acquired as at the date of the transaction are offset against other reserves, which is presented as a separate line item under equity in the consolidated statements of financial position. The effect of CIC's equity in the subsidiaries, and intercompany transactions and balances were eliminated in the consolidated financial position and results of operations.

28.2.2 <u>Associates</u>

Associate are entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. An investment in associate is accounted for using the equity method of accounting in this consolidated financial statements. Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss and other comprehensive income of the investee after the date of acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of an associate's post-acquisition profits or losses is recognized in profit or loss, and its share of post-acquisition movements in other comprehensive income is recognized in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate. The Group recognizes dividend from associate as a reduction in carrying amount of investment when its right to receive dividends has been established.

The Group determines at each reporting date whether there is any objective evidence that the investment in associates is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognizes the amount adjacent to 'share in net profit (loss) of associate' in profit or loss.

Profits and losses resulting from upstream and downstream transactions between the Group and its associates are recognized in the Group's consolidated financial statements only to the extent of unrelated investor's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

28.3 Cash and cash equivalents

Cash and cash equivalents, which are carried at amortized cost, include deposits held at call with banks and other short-term highly liquid investments with original maturities of three (3) months or less from the date of acquisition. Short-term highly liquid investments with original maturities of more than three (3) months are booked as part of prepayments and other current assets (Note 28.7).

28.4 Receivables

Receivables are amounts due from customers for merchandise sold or services performed and amounts due from other debtors in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30-60 days and therefore are all classified as current. Trade receivables are recognized initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortized cost using the effective interest method.

Other receivable amounts generally arise from transactions outside the usual operating activities of the Group. Interest may be charged at commercial rates where the terms of repayment exceed six months. Collateral is not normally obtained. The non-current other receivables are due and payable within three years from the end of the reporting period.

Policy on impairment and other relevant policies on receivables are disclosed in Note 28.5. If in a subsequent period, the amount of impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the reversal of the previously recognized impairment loss is recognized in profit or loss. Reversal of previously recorded impairment provision are based on the result of management's update assessment, considering the available facts and changes in circumstances, including but not limited to results of recent discussions and arrangements entered into with customers as to the recoverability of receivables at the end of the reporting period. Subsequent recoveries of amounts previously written-off are credited to operating expenses in profit or loss.

A provision for incentives on trade receivables (volume rebates, discounts and other incentives) is recognized once pre-determined conditions such as realization of volume targets and early payment dates have been reliably estimated. The amount of provision is estimated based on agreed rates stipulated in contracts with dealers as applied to total sales for volume rebates as approved by the Chief Finance Officer or Chief Operating Officer or the head of the Strategic Unit. These are deducted from revenues in profit or loss and from trade receivables in the consolidated statements of financial position.

28.5 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity of another entity. The Group recognizes a financial instrument in the consolidated statements of financial position, when and only when, the Group becomes a party to the contractual provisions of the instrument.

28.5.1 Financial assets

(a) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income or through profit or loss), and
- those to be measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

The Group's financial assets at amortized cost category include cash and cash equivalents (Note 2), trade receivables and receivables from related parties (Note 4) and contract assets (Note 15).

(b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(c) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

(i) Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.

- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in other comprehensive income is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the statement of profit or loss.

- FVPL: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognized in profit or loss and presented net within other gains/(losses) in the period in which it arises.

(ii) Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognized in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognized in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(d) Impairment

The Group assesses on a forward-looking basis the ECL associated with its debt instruments carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by PFRS 9, which requires expected lifetime losses to be recognized from initial recognition of the receivables, see Note 3 for further details.

28.5.2 <u>Financial liabilities</u>

(a) Classification

The Group classifies its financial liabilities at initial recognition in the following categories: at FVPL and other financial liabilities.

(i) Financial liabilities at FVPL

This category comprises two sub-categories: financial liabilities classified as held for trading, and financial liabilities designated by the Group as at FVPL upon initial recognition.

A financial liability is classified as held for trading if it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term or if it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. Derivatives are also categorized as held for trading unless they are designated and effective as hedging instruments. Financial liabilities held for trading also include obligations to deliver financial assets borrowed by a short seller.

A financial liability is classified as financial liability at FVPL upon initial recognition if: such designation eliminates or significantly reduces measurement or recognition inconsistency that would otherwise arise; the financial liability forms part of group of financial assets or financial liabilities or both, which is managed and its performance evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about grouping is provided internally on that basis; or it forms part of a contract containing one or more embedded derivatives, and PFRS 9 permits the entire combined contract (asset or liability) to be designated as FVPL.

(ii) Other financial liabilities

Issued financial instruments or their components, which are not designated at FVPL, are classified as other financial liabilities, where the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder. Other financial liabilities include trade payables and other liabilities (Note 28.14) (excluding balances payable to government agencies arising from withholding taxes, payroll deductions and provisions), borrowings (Note 28.15) and lease liabilities (Note 28.21).

(b) Initial recognition and derecognition

Financial liabilities are carried at FVPL are initially recognized at fair value and transaction costs are recognized as expense in profit or loss. Other financial liabilities are initially recognized at fair value of the consideration received plus directly attributable transaction costs. A financial liability is derecognized when the obligation under the liability is discharged or 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 are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

(c) Subsequent measurement

Other financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate.

Derivatives are subsequently re-measured at their fair values. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. Gains or losses arising from changes in the fair value are presented in profit or loss.

28.5.3 Offsetting

Financial assets and liabilities are offset and the net amount reported in the consolidated statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counter party. As at December 31, 2021 and 2020, there are no financial assets and liabilities that were offset.

28.6 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 of a non-financial asset is measured based on its highest and best use. The asset's current use is presumed to be its highest and best use.

The fair value of financial and non-financial liabilities takes into account non-performance risk, which is the risk that the entity will not fulfill an obligation.

The Group classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and
- inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The appropriate level is determined on the basis of the lowest level input that is significant to the fair value measurement.

As at December 31, 2021 and 2020, the Group does not hold financial and non-financial assets and liabilities at fair value other than foreign exchange forward contracts (Note 28.5).

28.7 Prepayments and other current assets

Prepayments, which are carried at cost, are expenses paid in cash and recorded as assets before they are used or consumed, as the service or benefit will be received in the future. Prepayments expire and are recognized as expense either with the passage of time or through use or consumption.

Prepayments and other current assets include short-term investments, input VAT and creditable withholding taxes.

Input VAT and creditable withholding taxes are recognized as assets in the period such input VAT and income tax payments become available as tax credits to the Group and carried over to the extent that it is probable that the benefit will flow to the Group. Input VAT and creditable withholding taxes are derecognized when there is a legally enforceable right to offset the recognized amounts against output VAT payable and income tax due, respectively, and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

28.8 Inventories

Inventories are stated at the lower of cost and net realizable value. The cost of raw materials, finished goods, work-in-process and spare parts and supplies is determined using the standard cost method adjusted on a regular basis to approximate actual cost using the moving average cost method. Cost of finished goods and work-in-process includes raw materials, direct labor, other direct costs and related production overheads (based on normal operating capacity), but excludes borrowing costs. Inventories-in-transit are valued at invoice cost plus incidental charges. Net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

Inventories are derecognized either when sold or written-off. When inventories are sold, the carrying amount of those inventories is recognized as an expense (under cost of sales and services) in the period in which the related revenue is recognized.

Provisions for inventory obsolescence and losses are set-up, if necessary, based on a review of the movements and current condition of each inventory item. Inventories are periodically reviewed and evaluated for obsolescence. Provisions for inventory obsolescence are made to reduce all slow-moving, obsolete, or unusable inventories to their estimated useful or scrap values. The amount of any write-down of inventories to net realizable value and all losses of inventories is recognized as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realizable value is recognized as income in the period in which the reversal occurs.

28.9 Property and equipment

Property and equipment are carried at historical cost less accumulated depreciation and amortization and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items, which comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Costs of assets under construction are accumulated in CIP account until these projects are completed upon which they are transferred to appropriate property and equipment accounts.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Depreciation is calculated on the straight-line method to allocate their cost to their residual values over their estimated useful lives (in years), as follows:

Machinery and equipment	3 to 10
Transportation equipment	3 to 10
Furniture, fixtures and office equipment	2 to 5
Tools and equipment	3 to 5

Building and leasehold improvements are amortized over term of the lease or estimated useful life of five (5) years, whichever is shorter. Major renovations are depreciated over the remaining useful life of the related asset.

CIP is not depreciated until they are classified to appropriate asset category and used in operation.

The assets' residual values, useful lives and depreciation and amortization method are reviewed and adjusted, as appropriate, at each reporting date to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from items of property and equipment.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than the estimated recoverable amount (Note 28.12).

The carrying amount of an item of property and equipment is derecognized on disposal; or when no future economic benefits are expected from its disposal at which time the cost and related accumulated depreciation are removed from the accounts. Gains and losses on disposals are determined by comparing proceeds with the carrying amount and are included in profit or loss under other operating income (expense).

28.10 Investment property

Investment property, consisting of a parcel of land, is recognized at cost less impairment, if any. Land is not depreciated. Investment property is recognized as an asset, when it is probable that the future economic benefits that are associated with the investment properties will flow to the Group and cost of the investment can be measured reliably. The cost of investment property includes costs incurred initially to acquire the asset and costs incurred subsequently to add to, replace part of, or service a property.

Investment property is tested for impairment annually and once indicators of impairment are present. The carrying amount of the investment property is written down immediately to its recoverable amount if the former is greater than its estimated recoverable amount. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. For purposes of assessing impairment of the investment property, fair value less cost to sell is based on the best information available to reflect the amount that the Group would obtain, at the reporting date, from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the cost of disposal. In determining this amount, the Group considers the outcome of recent transaction for similar property within the same location. In assessing the 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.

Investment property is derecognized when either they have been disposed of or when the investment properties are permanently withdrawn from use and no further economic benefit is expected from their use or disposal. Any gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized through profit or loss in the year of disposal.

28.11 Intangible assets

28.11.1 <u>Goodwill</u>

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred, the amount of any NCI in the acquired company and the acquisition-date fair value of any previously-held interest in the acquired company over the fair value of the identifiable net assets acquired.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level. Gains and losses on the disposal of a subsidiary include the carrying amount of goodwill relating to the entity sold.

Goodwill impairment reviews are undertaken annually or more frequently through independent parties if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognized immediately as an expense and is not subsequently reversed.

28.11.2 <u>Customer relationships and customer contract backlogs</u>

Customer relationships and backlogs acquired in a business combination are recognized at the fair value at the acquisition date. The contractual customer relations and backlogs have a finite useful lives of 25 years and 2 to 3 years, respectively, and are carried at cost less accumulated amortization.

28.11.3 Computer software

Computer software cost is measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in profit or loss in the year in which the expenditure is incurred.

Intangible assets with finite lives are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and the amortization method used for an intangible asset with a finite useful life are reviewed at each reporting date. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in profit or loss consistent with the function of the intangible asset. Amortization is computed using the straight-line method over it estimated useful lives of 3 to 5 years.

An intangible asset is derecognized on disposal, by sale or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition is recognized in profit or loss when the asset is derecognized.

28.12 Impairment of non-financial assets

Non-financial assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment. Assets that have definite useful life are subject to amortization and are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Value in use requires the Group to make estimates of future cash flows to be derived from the particular asset, and to discount them using a pre-tax market rate that reflect current assessments of the time value of money and the risks specific to the asset. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs).

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but the increase should not exceed the carrying amount that would have been determined had not the impairment loss been recognized for the asset or CGU in prior years. A reversal of an impairment loss is recognized as income immediately.

28.13 Current and deferred income tax

The provision for income tax for the period comprises current and deferred tax. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized for all deductible temporary differences, carry-forward of unused tax losses (NOLCO) and unused tax credits (excess MCIT) to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilized. Deferred income tax liabilities are recognized in full for all taxable temporary differences, except that the deferred income tax liability arises from initial recognition of goodwill.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

The Group reassesses at each reporting date the need to recognize a previously unrecognized deferred income tax asset.

Deferred income tax assets and liabilities are derecognized when the relevant temporary differences are realized/settled or recoverability is no longer probable.

28.14 Trade payables and other liabilities

Trade payables and other liabilities are recognized in the period in which the related money, goods or services are received or when a legally enforceable claim against the Group is established. Payables are generally due within 30-60 days and therefore are all classified as current. Trade payables and other liabilities are classified as current liabilities if payment is due within one (1) year or less. If not, they are presented as non-current liabilities. These are unsecured, non-interest bearing and are recognized initially at fair value and subsequently measured at amortized cost which is normally equal to their nominal value. Other relevant policies are disclosed in Note 28.5.

28.15 Borrowings and borrowing costs

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the profit or loss within finance costs over the period of the borrowings using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use when it is probable that they will result in future economic benefits to the Group and costs can be measured reliably. Other borrowing costs are expensed as incurred.

Borrowings are derecognized upon payment, cancellation or expiration of the obligation. Other relevant policies are disclosed in Note 28.5.

28.16 Provisions

Provisions are recognized when: (a) the Group has a present legal or constructive obligation as a result of past events; (b) it is more likely than not that an outflow of resources will be required to settle the obligation; and (c) the amount has been reliably estimated. Provisions are derecognized when the obligation is settled, cancelled or has expired. Provisions are not recognized for future operating losses. Provisions include those for contingencies and commissions.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

The Group recognizes warranty provision, which represents estimated costs including replacement parts and labor that will be incurred in relation to requested service for reported damages and required rework of defective finished goods within the allowable period. The provision is evaluated on an annual basis; and adjusted accordingly which includes actual utilization of warranty provisions. Any increase or decrease in the amount based on reassessment of existing trends and circumstances are charged against or credited to operating expenses in profit or loss. Warranty provisions are classified as current liabilities if the warranty period is due within one (1) year. If not, they are presented as non-current liabilities.

28.17 Equity

28.17.1 Share capital and share premium

Common shares are stated at par value and are classified as share capital. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax. The excess of proceeds from issuance of shares over the par value of shares are credited to share premium.

28.17.2 Retained earnings

Retained earnings include current and prior years' results of operations, and reduced by dividends declared, if any. Dividends are recorded in the consolidated financial statements in the period in which they are approved by CIC's BOD.

28.17.3 Dividends

Dividend distribution to CIC's shareholders is recognized as a liability in CIC's financial statements in the period in which the dividends are approved by CIC's BOD.

Share dividend represents dividend payment made in the form of additional shares rather than a cash payout. Dividend distribution to CIC's shareholders is recognized as an addition to share capital in CIC's financial statements in the period in which the dividends are approved by CIC's BOD.

28.17.4 Treasury Shares

Where CIC purchases its equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity.

28.18 Earnings per share

28.18.1 Basic

Basic earnings per share is calculated by dividing the income attributable to owners of CIC by the weighted average number of common shares in issue during the year, excluding common shares purchased by CIC and held as treasury shares. In a capitalisation or bonus issue or a share split, common shares are issued to existing shareholders for no additional consideration. Therefore, the number of common shares outstanding is increased without an increase in resources. The number of common shares outstanding before the event is adjusted for the proportionate change in the number of common shares outstanding as if the event had occurred at the beginning of the earliest period presented.

28.18.2 Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of common shares outstanding to assume conversion of all dilutive potential common shares. As at report date, CIC has no dilutive potential common shares including convertible debt and share options.

28.19 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Committee and BOD. The Executive Committee and the BOD analyze the Group's results of operation after considering eliminating entries.

The accounting policies used to recognize and measure the segment's assets, liabilities and profit or loss is consistent with those of the consolidated financial statements.

28.20 Revenue, cost and expense recognition

28.20.1 Revenues

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities.

The Group recognizes revenue when the amount of revenue can be reliably measured and it is possible that future economic benefits will flow into the entity and specific criteria have been met. The amount of revenue is not considered to be reliably measured until all contingencies relating to the sale have been resolved. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. Revenue comprises the invoiced value for the sale of goods and services net of value-added tax, trade and volume discounts, returns and other incentives.

(a) Sale of goods

(i) Sale of goods - wholesale

The Group manufactures and sells a range of air-conditioning, refrigeration and other electronic equipment in the wholesale market. Sales are recognized when control of the products has transferred, being when the products are delivered to the wholesaler, the wholesaler has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the wholesaler, and either the wholesaler has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

The products are often sold with retrospective volume discounts based on aggregate sales over a 12 months period. Revenue from these sales is recognized based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience is used to estimate and provide for the discounts, using the expected value method, and revenue is only recognized to the extent that it is highly probable that a significant reversal will not occur. A refund liability (included in trade and other payables) is recognized for expected volume discounts payable to customers in relation to sales made until the end of the reporting period. No element of financing is deemed present as the sales are made with a credit term of 30 to 60 days, which is consistent with market practice. The Group's obligation to repair or replace faulty products under the standard warranty terms is recognized as a provision, see Note 11.

A receivable is recognized when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

(b) Sale of services

The Group provides installation services and preventive maintenance services of products purchased by its customers. These services are provided on a time-basis or as a fixed-price contract. Contract terms of preventive maintenance services of equipment generally range from less than a year to three (3) years, subject to renewal. Revenue from providing services is recognized in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognized based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours.

Some contracts include multiple deliverables, such as the sale of elevators/escalators and related installation services. However, the installation is simple, since it does not include an integration service and could be performed by another party. It is therefore accounted for as a separate performance obligation. Where the contracts include multiple performance obligations, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. Where these are not directly observable, they are estimated based on expected cost-plus margin. If contracts include the installation of elevators/escalators, revenue for the goods is recognized at a point in time when the goods is delivered, the legal title has passed and the customer has accepted the goods.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by management.

In case of fixed-price contracts, the customer pays the fixed amount based on a payment schedule. If the services rendered by the Group exceed the payment, a contract asset is recognized. If the payments exceed the services rendered, a contract liability is recognized.

(c) Financing components

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

(d) Commission, interest and other operating income

The Group recognizes commission income upon actual receipt of inventory deliveries made to both domestic and offshore customers on behalf of a counterparty, which normally is a related party, based on pre-agreed rates.

Interest income is recognized on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Group.

28.20.2 <u>Cost and expenses</u>

Cost and expenses are recognized in profit or loss when incurred. Interest expense is recognized on a time-proportion basis using the effective interest method.

28.21 Leases - Group as lessee

The Group recognizes leases as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use.

Assets and liabilities arising from a lease are initially measured on a present value basis. The interest expense is recognized in the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

(a) Measurement of lease liabilities

Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for the Group's leases, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received,
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held for entities which do not have recent third party financing, and
- makes adjustments specific to the lease (i.e. term, currency and security).

Lease payments are allocated between principal and interest expense. The interest expense is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

(b) Measurement of right-of-use assets

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life of between 3 to 10 years and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

(c) Extension and termination options

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is revised only if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

(d) Short-term leases and leases of low-value assets

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office furniture.

28.22 Employee benefits

28.22.1 <u>Retirement benefit obligation</u>

CIC, CCAC, CBSI, CTC and COPI maintains a non-contributory defined benefit retirement plan which is a retirement plan that defines an amount of pension benefit that an employee will receive upon retirement, dependent on certain factors such as age, years of credited service, and compensation. Alstra and Teko recognizes retirement benefit cost in accordance with RA 7641 (Retirement Law) which is also classified as a defined benefit plan. CDI also recognized retirement under RA 7641 until 2020. In 2021, CDI adopted a non-contributory, defined benefit retirement plan.

The liability recognized in the consolidated statements of financial position in respect of the defined benefit retirement plan is the present value of the defined benefit obligations at the reporting date less the fair value of plan assets. In cases when the amount determined results in a surplus (being an excess of the fair value of the plan assets over the present value of the defined benefit obligation), each subsidiary measures the resulting asset at the lower of (a) such amount determined, and (b) the present value of any economic benefits available to each subsidiary in the form of refunds or reduction in future contributions to the plan. The defined benefit obligation is calculated on a regular periodic basis by an independent actuary using the “projected unit credit cost” method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity which approximate the terms of the related retirement liability.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income during the period in which they arise.

Past service costs are recognized immediately in profit or loss.

28.22.2 <u>Termination benefits</u>

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

28.22.3 Bonus incentives

The Group recognizes a liability and an expense for performance-related bonuses, based on a formula that takes into consideration the profit attributable to the Group after certain adjustments and employee's performance. The Group recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

28.22.4 Other benefits

Wages, salaries, paid annual vacation and sick leave credits and other non-monetary benefits are accrued during the period in which the related services are rendered by employees of the Group. Short-term employee benefit obligations are measured on an undiscounted basis.

On June 11, 2018, the BOD approved the 2018 Long Term Share Incentive Plan. Under the Plan, a percentage of the Group's profit will be used to buy its existing shares in the stock market, which will then be given to entitled employees as an award based on pre-determined conditions. The program will be funded annually based on 1% to 2% of CIC profit based on the financial measure of Profit After Tax and Minority Interest. There were no incentives granted in 2021 and 2020.

28.23 Foreign currency transactions and translation

28.23.1 Functional and presentation currency

Items included in the financial statements of each of CIC's subsidiaries are measured using the currency of the primary economic environment in which CIC's subsidiaries operate (the "functional currency"). The consolidated financial statements are presented in Philippine Peso (Peso), which is CIC and subsidiaries' functional and presentation currency.

28.23.2Transactions and balances

Foreign currency transactions are translated into Philippine Peso using the exchange rates prevailing at the dates of the transaction or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

For income tax purposes, foreign exchange gains or losses are treated as taxable income or deductible expense in the period such are realized/sustained.

28.24 Related party relationships and transactions

Related party relationship exists when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercise significant influence over the other party in making financial and operating decisions. Such relationship also exists between and/or among entities which are under common control with the reporting enterprise, or between and/or among the reporting enterprise and its key management personnel, directors, or its shareholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

28.25 Contingencies

Contingent liabilities are not recognized in the consolidated 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 consolidated financial statements but disclosed when an economic benefit is probable.

28.26 Subsequent events

Post year-end events that provide additional information about the Group's position at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

28.27 Impact of Coronavirus disease (Covid-19)

The surge of the Omicron variant during January 2021 caused voluntary lockdowns as businesses temporarily shut down, and consumer confidence dropped. While a resumption of both consumer and business activity occurred by February, another surge and lockdown will have a negative impact on business results. To mitigate this risk, the Company continues to limit mass events and marketing activities, while adhering to enhanced safety protocols to ensure a safe and productive working environment.

On the business impact, supply chain disruptions, product and component shortages, unfavorable exchange rates, as well as high inflation and record-high commodity prices exacerbated by the war in Ukraine, create a challenging business environment. This is mitigated by the widespread vaccination, the general economic recovery, and increasing consumer and business confidence. In addition, the Company has taken measures to manage our cost structure, and created additional revenue streams through new product and service introduction.

The Group has assessed that the current situation would not result in any significant loss of business that may cause impairment of its assets for the year 2021 nor impact the Group's ability to meet their obligations as reflected in the financial statements. As at reporting date, the Company believes that there are no asset impairment indicators, and liquidity risk is low.

Concepcion Industrial Corporation and Subsidiaries

Schedule A - Financial Assets
As at December 31, 2021
(All amounts in thousand Philippine Peso)

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	Valued based on market quotation at end of reporting period	Income received and accrued
Financial assets at amortized cost				
Cash and cash equivalents	-	2,518,403	-	5,483
Trade receivables and receivables from related parties	-	4,030,149	-	-
Contract assets	-	493,563	-	-
	-	7,042,115	-	5,483

Concepcion Industrial Corporation and Subsidiaries

Schedule B - Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders
(Other than Related Parties)
As at December 31, 2021
(All amounts in thousand Philippine Peso)

Name of Employee	Balance at beginning of year	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of year
Acosta, Melanie	177	238	311	-	104	-	104
Alejandrino, Michael	176	-	52	-	124	-	124
Aquino, Sherwin	342	78	78	-	342	-	342
Baculo, Frank	123	125	123	-	126	-	126
Barredo, Teddy	147	136	-	-	283	-	283
Bartilet, Grace	31	171	80	-	121	-	121
Basilad, Marlo	205	-	69	-	136	-	136
Buenaobra, Jerome	214	112	152	-	174	-	174
Caingcoy, Marlot	121	350	337	-	133	-	133
Canseco, Edgardo	195	-	52	-	143	-	143
Cataluna, Mary Joy	74	94	53	-	116	-	116
Cruz, Rachel	203	-	64	-	139	-	139
Cuntapay, Lorelei	110	160	162	-	108	-	108
Dangla, Ark	118	118	3	-	234	-	234
Dela Cruz, Riam	133	-	32	-	101	-	101
Garcia, Maria Corazon	85	282	17	-	350	-	350
Inion, Connie	2	251	63	-	190	-	190
Khan, Raymond	184	-	69	-	115	-	115
Lazaro, Christian	291	400	278	-	413	-	413
Lozada, Marie Christian	205	-	34	-	171	-	171
Maluyo, Mark Kevin	16	149	51	-	115	-	115
Mariano, Dante	903	108	27	-	984	-	984
Mercado, Leslie	184	-	-	-	184	-	184
Montemayor, Lei-lani	232	-	73	-	159	-	159
Ocampo, Paula	174	221	-	-	385	-	385
Olitan, Jaime Jr.	221	-	68	-	143	-	143
Reglos, Raymond	271	163	129	-	304	-	304
Repollo, Jennifer	102	140	113	-	129	-	129
Rodriguez, Estrella	129	-	10	-	119	-	119
Salazar, Emmanuel	658	88	-	-	746	-	746
Tayamora, Rogelio	658	-	403	-	255	-	255
Yap, Cecille	184	276	303	-	157	-	157
Abrea , Sheina	-	320	1	-	319	-	319
Acebuque, Samuel	-	167	34	-	133	-	133
Alapag, Aveena	-	204	5	-	196	-	196
Aranas, Eleanor	-	132	7	-	124	-	124
Bagalihog, Romnick Agad	-	459	5	-	454	-	454
Bugayon Jethro Estorninos	-	184	-	-	182	-	182
Cazin , Anthony Dominie	-	923	252	-	671	-	671
Dagmil, Jeaneth	-	127	8	-	119	-	119
Ebuenga, Welmer	-	126	-	-	126	-	126
Edica, Genevieve	-	136	12	-	124	-	124
Haxton, George Guthrie Aballe	-	351	-	-	351	-	351
Hipol, Federico Carlo Magno Lazaro	-	196	1	-	195	-	195
Lopena, Maria Isabel	-	215	8	-	207	-	207
Manalon, Casius	-	279	13	-	266	-	266
Mendoza, Jacquelyn	-	131	12	-	119	-	119
Mendoza, Ma Carolyn	-	157	44	-	114	-	114
Mico, Shirley	-	360	19	-	340	-	340
Nallos, Rhonel	-	197	1	-	196	-	196
Nunez, Karolyn	-	136	11	-	124	-	124
Partoriza, Sherly Marie	-	125	7	-	118	-	118
Porquis, Lope Ben	-	146	5	-	141	-	141
Prestado, Aleli Joy	-	109	-	-	109	-	109
Santiago, Ronald Aclon	-	175	2	-	173	-	173
Seron, Gliezel Mae	-	143	5	-	139	-	139
Tan, Dax Lawrence	-	205	20	-	185	-	185
Tarranco, Lisette Manzano	-	501	55	-	446	-	446
Turano, Joey	-	501	-	-	501	-	501
Verano, Maria Lalyn	-	172	-	-	172	-	172

Name of Employee	Balance at beginning of year	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of year
Zamora, Sherina May Cabajar	-	533	-	-	533	-	533
David, Lou Agustine	-	320	130	-	190	-	190
Ladanan, Arazeli	-	143	-	-	143	-	143
Joeffrey Gaerlan	-	370	-	-	370	-	370
Emman Franze Pamintuan	-	181	-	-	181	-	181
De Leon, Delia	-	271	45	-	226	-	226
Villamora, Grace	-	175	7	-	167	-	167
Retiza, Rowena	-	151	6	-	145	-	145
Jose, Louie	-	362	-	-	362	-	362
Oral, Aaron	-	162	54	-	108	-	108
Albano, Alberto Alfonso	-	766	24	-	742	-	742
Barre, Farah	-	1,000	-	-	1,000	-	1,000
Teodoro, Christopher	-	193	25	-	169	-	169
Others	24,138	21,251	27,573	519	17,297	-	17,297
Total	30,996	36,400	31,597	519	35,280	-	35,280

Concepcion Industrial Corporation and Subsidiaries

Schedule C - Amounts Receivable from Related Parties
which are Eliminated during the Consolidation of Financial Statements
As at December 31, 2021
(All amounts in thousand Philippine Peso)

Name and Designation of Debtor	Balance at beginning of year	Additions	Amounts collected	Amounts written-off	Current	Not Current	Balance at end of period
Concepcion Industrial Corporation, Parent Company	3,933	614,059	(617,948)	-	45	-	45
Concepcion-Carrier Air Conditioning Company, Subsidiary	38,218	106,191	(116,666)	-	27,743	-	27,743
Concepcion Durables Inc., Subsidiary	7,529	215,839	(215,584)	-	7,784	-	7,784
Concepcion Business Services, Inc., Subsidiary	46,656	544,389	(521,398)	-	69,647	-	69,647
Cortex Technologies Corporation, Subsidiary	21,679	20,530	(25,000)	-	17,209	-	17,209
Concepcion-Otis Philippines, Inc., Subsidiary	-	-	-	-	-	-	-
Teko Solutions Asia Inc., Subsidiary	1,028	17,370	(18,398)	-	-	-	-
Alstra Incorporated, Subsidiary	-	81,633	(81,600)	-	33	-	33

Concepcion Industrial Corporation and Subsidiaries

Schedule D - Long-Term Debt
As at December 31, 2021
(All amounts in thousand Philippine Peso)

Title of issue and Type of obligation	Amount authorized by indenture	Amount shown under caption “current portion of long-term debt” in related balance sheet	Amount shown under caption “Long-term Debt” in related balance sheet
N/A	N/A	N/A	N/A

Concepcion Industrial Corporation and Subsidiaries

Schedule E - Indebtedness to Related Parties
(Long-Term Loans from Related Companies)
As at December 31, 2021
(All amounts in thousand Philippine Peso)

Name of related party	Balance at beginning of period	Balance at end of period
N/A	N/A	N/A

Concepcion Industrial Corporation and Subsidiaries

Schedule F - Guarantees of Securities of Other Issuers
As at December 31, 2021
(All amounts in thousand Philippine Peso)

Name of issuing entity of securities guaranteed by the company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount owned by person for which statement is filed	Nature of guarantee
N/A	N/A	N/A	N/A	N/A

Concepcion Industrial Corporation and Subsidiaries

Schedule G - Capital Stock
As at December 31, 2021

Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding as shown under related balance sheet caption	Numbers of shares reserved for options, warrants, conversion and other rights	Number of shares held by related parties	Directors, officers and employees	Others
Common	700,000,000	401,855,091	N/A	4,678,685	14,714,284	N/A

Concepcion Industrial Corporation and Subsidiaries

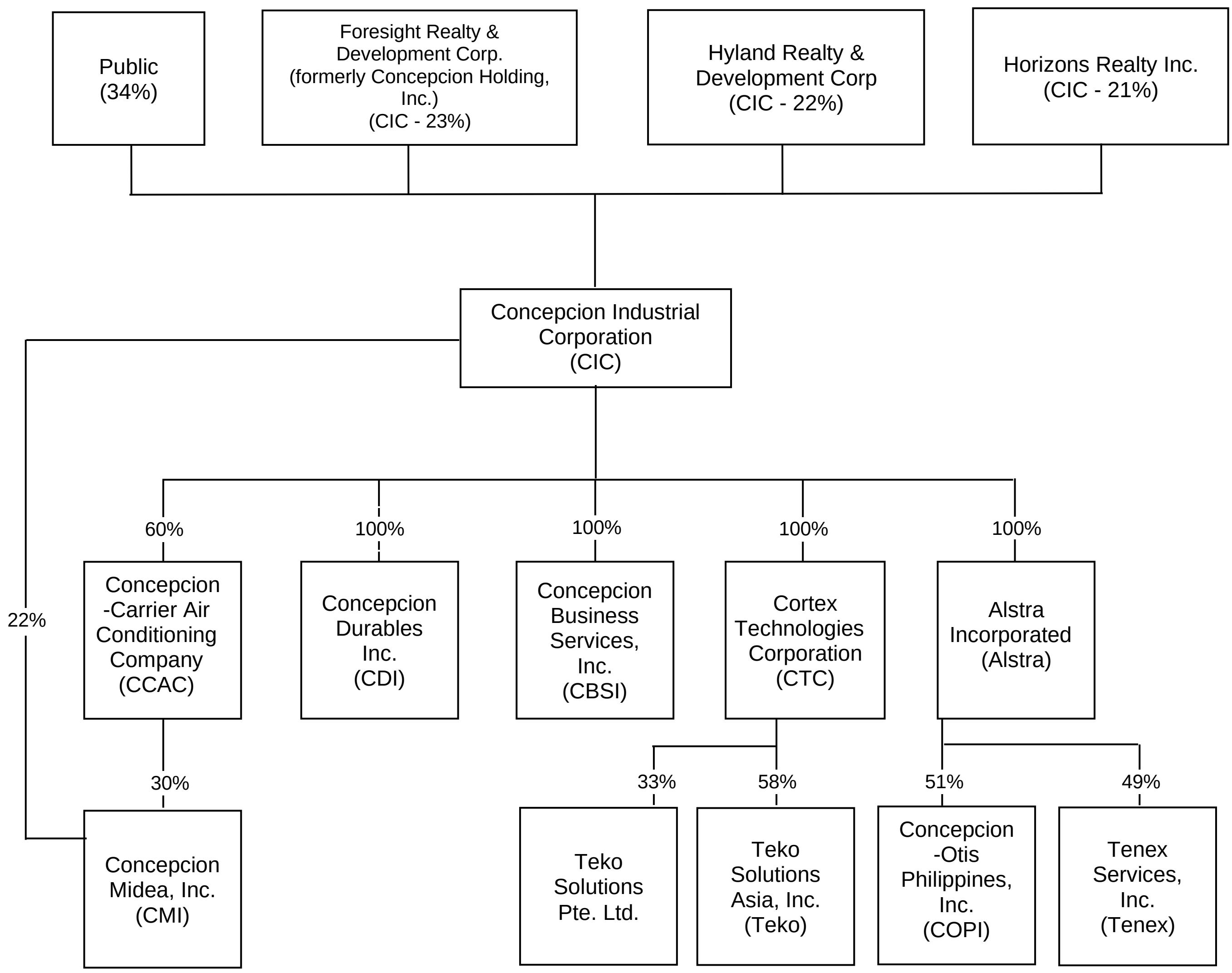
Additional Components of Financial Statements
Schedule of Financial Soundness Indicators
As at and for years ended December 31, 2021 and 2020

Ratio	Formula		Current Year	Prior Year
Current ratio	Total Current Assets divided by Total Current Liabilities		2.19	2.21
	Total Current Assets	9,567,583		
	Divide by: Total Current Liabilities	4,370,993		
	Current ratio	2.19		
Acid test ratio	Quick assets (*Total Current Assets less Inventories and Other Current Assets)* divided by Total Current Liabilities		1.48	1.64
	Total Current Assets	9,567,583		
	Less: Inventories	(2,968,596)		
	Other current assets	(124,067)		
	Quick assets	6,474,920		
	Divide by: Total Current Liabilities	4,370,993		
	Acid test ratio	1.48		
Solvency ratio	Total Assets divided by Total Liabilities		2.33	2.35
	Total Assets	12,323,988		
	Divided by: Total Liabilities	5,280,782		
	Solvency ratio	2.33		
Debt-to-equity ratio	Total Liabilities divided by Total Equity		0.75	0.74
	Total Liabilities	5,280,782		
	Divided by: Total Equity	7,043,206		
	Debt-to-equity ratio	0.75		
Asset-to-equity ratio	Total Assets divided by Total Equity		1.75	1.74
	Total Assets	12,323,988		
	Divided by: Total Equity	7,043,206		
	Asset-to-equity ratio	1.75		
Interest rate coverage ratio	Earnings before interest and tax divided by Interest expense		25.86	37.90
	Earnings before interest and tax	616,336		
	Divided by: Interest expense	23,832		
	Interest rate coverage ratio	25.86		
Return on average equity	Net income attributable to owners of the Parent Company divided by average equity (net of Non-controlling interest)		3.11%	8.86%
	Net income	164,750		
	Divided by: Average equity	5,290,782		
	Return on equity	3.11%		

Ratio	Formula		Current Year	Prior Year
Return on average assets	Net income divided by average Total Assets Net income Divided by: average Total Assets Return on assets	 378,095 12,501,909 3.07%	3.02%	5.53%
Gross profit margin	Gross profit (*Net sales less cost of sales and services)* divided by Net sales Net sales Less: Cost of sales and services Gross profit Divided by: Net sales Gross profit margin	 12,239,239 8,173,810 4,065,429 12,239,239 33.22%	33.22%	36.49%
Profit before tax	Income before income tax divided by Net sales Income before income tax Divided by: Net sales Profit before tax	 592,504 12,239,239 4.84%	4.84%	9.62%
Earnings per share	Net income attributable to owners of the Parent Company divided by average outstanding shares Net income Divided by: Outstanding shares Earnings per share	 164,750 401,895 0.41	0.41	1.17
Book value per share	Total equity (net of non-controlling interest) divided by average outstanding shares Total equity Divided by: Outstanding shares Book value per share	 5,186,337 401,895 12.90	12.90	13.40

Concepcion Industrial Corporation and Subsidiaries

Additional Components of Financial Statements
A Map Showing Relationships between and among the Parent Company and its
Ultimate Parent Company, Middle Parent, Subsidiaries or Co-subsidiaries and Associates
As at December 31, 2021



Annex 68-D

Concepcion Industrial Corporation and Subsidiaries
308 Gil Puyat Avenue
Makati City

Reconciliation of Parent Company's Retained Earnings Available for Dividend Declaration
For the year ended December 31, 2021
(All amounts in Philippine Peso)

2021		
Unappropriated retained earnings, based on audited financial statements, beginning		3,090,243,622
Less: Treasury shares		(170,068,440)
		2,920,175,182
Add: Net income actually earned/realized during the year	487,618,334	
Less: Non-actual/unrealized income net of tax	-	
Equity in net income of associate/joint venture	-	
Unrealized foreign exchange gain (except those attributable to cash and cash equivalents)	-	
Unrealized actuarial gain	-	
Fair value adjustment	-	
Fair value adjustment of investment property resulting to gain	-	
Adjustment due to deviation from PFRS/GAAP - gain	-	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS	-	
Sub-total	487,618,334	
Add: Non actual losses	-	
Depreciation on revaluation in revaluation increment (after tax)	-	
Adjustment due to deviation from PFRS/GAAP - loss	-	
Loss on fair value adjustment of investment property (after tax)	-	
Net income actually earned during the year		487,618,334
Add (Less):		
Dividend declarations during the year		(401,955,091)
Appropriations of retained earnings during the year		-
Reversals of appropriations		-
Effects of prior period adjustments		-
Treasury shares		(2,040,000)
Accumulated share in income of an associate		-
Unappropriated retained earnings, end		3,003,798,425

CONCEPCION INDUSTRIAL CORPORATION (CIC) SUSTAINABILITY REPORT For the Period of January 1, 2021 to December 31, 2021

Contextual Information

Company Details	
Name of Organization	**CONCEPCION INDUSTRIAL CORPORATION (CIC or the “Company”)**
Location of Headquarters	Muntinlupa City
Location of Operations	Muntinlupa City Makati City Cabuyao, Laguna
Report Boundary: Legal entities (e.g., subsidiaries) included in this report	Concepcion-Carrier Air-Conditioning Company (CCAC) Concepcion Durables, Inc. (CDI) Concepcion Midea, Inc. (CMI) Concepcion-Otis Philippines, Inc. (COPI) Concepcion Business Services, Inc. (CBSI) Cortex Technologies Corporation (CTC) Alstra Incorporated (AI) Teko Solutions Asia, Inc. (Teko) Tenex Services, Inc. (Tenex)
Business Model, including Primary Activities, Brands, Products, and Services	The Company is primarily a holding company which operates principally through its subsidiaries. It is one of the Philippines’ most established and leading suppliers of air conditioners, air conditioning solutions, and refrigerators, and has expanded its business beyond being a trusted expert in the air conditioning and refrigeration industries, toward becoming a complete consumer and building and industrial solutions company with a range of solutions and after-market service across multiple international and Philippine brands including Carrier, Toshiba, Condura, Kelvinator, Midea and Otis. These solutions are designed to serve a wide array of customers and structure types, from individuals and single families living in small residences to thousands of residents, visitors and workers spread across large residential towers and office buildings, entertainment facilities and commercial and industrial warehouses and factories. These solutions are also designed to meet a variety of different needs, such as durability, noise reduction features, aesthetical appeal, varying price points and customized features to match individual requirements. Moreover, many of the Company’s air conditioning and refrigeration solutions are designed to meet the growing demand for energy efficient technologies, and the Company

	offers and will continue to develop these technologies as the demand for such solutions grows and the benefit payback in terms of reduced energy consumption becomes more widely known and accepted. In addition, the Company offers an array of after-market services such as periodic maintenance, parts supply, repairs and other services intended to support its products through their entire life cycle. The Company believes that these after-market services, combined with its wide range of air conditioning and refrigeration products catering to various customer needs, offer customers enhanced value that distinguishes the Company's air conditioning and refrigeration solutions from those of its competitors.
Reporting Period	**January 1, 2021 to December 31, 2021**
Highest Ranking Person responsible for this report	Raul Joseph Concepcion, Chairman 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]
Issues are ranked by the Company in accordance with the direct impact to its business, mission and core values, all of which influence the Company's business decisions and activities. The Company re-energized its culture statements in 2021. The revised Mission is "Bringing Happy Spaces to Life". On the other hand, the Company's restated Core Values are "Innovating for Happier Outcomes", "Going Above and Beyond", "Doing the Right Thing", "Making Customers Happy", "Caring for the People and the Planet", and "Doing Our Best Always".: **Innovating for Happier Outcomes.** We are always looking for newer and better ways to ensure happier outcomes for the people we serve and so we look to the power of technology to make this happen. **Going Above and Beyond.** We strive for a sense of ownership that is about a willingness to go the extra mile with a sense of urgency to ensure that customers are always happy. **Doing the Right Thing.** We strive to do the right thing, the right way, all the time. In CIC, doing the right thing is non-negotiable. **Making Customers Happy.** We want our customers to be happy and stay happy because this ensures our success. Happy customers are good for business, so we are committed to learn more about them and find new and better ways to make them happy.

[1] See *GRI 102-46* (2016) for more guidance.

Caring for the People and the Planet. We are keenly aware of our responsibility to future generations. And so, we promote the protection of the environment. We care for the people we serve and the people working in our organization. Their safety and progress matter to us.

Doing Our Best Always. We understand that when people buy our products, hire our services, they are counting on reliability, a job well done and solutions that can truly help them move forward in life. CIC employees are quality people our customers can always count on.

Material Sustainability Issues

Identified sustainability issues are as follows:

1. Economic
    a. Economic Performance
    b. Indirect Economic Impact
    c. Anti-Corruption
2. Environmental
    a. Environmental Compliance
3. Social
    a. Employment
    b. Training and Education
    c. Labor-Management Relations
    d. Relationship with Community
4. UN Sustainability Development Goals Contribution: Industry, Innovation and Infrastructure - Fostering innovation.

ECONOMIC

a. Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount ('000)	Units
Direct economic value generated (revenue)	12,239,239 (a)	PhP
Direct economic value distributed:		
a. Operating costs	3,411,506 (b)	PhP
b. Employee wages and benefits	1,413,935(c)	PhP
c. Payments to suppliers, other operating costs	8,038,916 (d)	Php
d. Dividends given to stockholders and interest payments to loan providers	680,022 (e)	PhP
e. Taxes given to government	465,298 (f)	PhP
f. Investments to community (e.g., donations, CSR)	0 (g)	PhP

Notes:

(a) Based on Audited Financial Statements (AFS), this is Net Sales
(b) Based of AFS, this is Operating Expenses
(c) Based on AFS, this is composed of Personnel Costs and are lodged under Cost of Services (87,875) and Operating Expenses (1,326,060)
(d) Based on AFS, this is composed of total Cost of Sales and Services less Depreciation and Amortization of Property, Plant and Equipment, Amortization of Right-of-Use Assets, and Amortization of Intangibles
(e) Based on AFS, this is composed of cash distribution of profits (668,519) and interest paid on short-term borrowings (11,503). Can be referred in the Statement of Cash Flows
(f) Based on AFS, this is the net income tax paid. Can be referred in the Statement of Cash Flows.
(g) Total donations to various institution.

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
• With "Doing our Best Always" as core value, Direct Economic Value Generated and Distributed, particularly, revenue from sales and value generated from business activities, is material as this directly impacts the lives of employees, the value	• Investors • Employees • Government • Suppliers and Service Providers • Consumers	• **Policies -** The Company adheres to corporate governance principles under the prevailing Corporate

<table>
<tr>
<td>generated for investors and their returns on investment, continued improvement of the quality of products and services, resilience of the organization, and contribution to the government and community.</td>
<td rowspan="3"></td>
<td rowspan="3">Governance Code[2] and implements an Enterprise Risk Management Framework [3] to set the strategy across the enterprise, identify potential events that may affect the entity and manage risk to be within its risk appetite, and to provide reasonable assurance regarding the achievement of entity objectives.

• Responsibilities – Risk management function follows a governance structure that is inherent and supported at all organizational levels.[4]

• Commitments - For the covered period, the Company identified key focus areas:

• Strategic Focus - The Company focused on business survival and implementation of challenge-mitigating measures in order to manage cash-inflows and outflows. The Company focused on ensuring it has strong business fundamentals to weather the challenges (e.g. aggressive marketing and sales engagements, optimizing go to market opportunities, maintain solid fundamentals and long-term strategic focus, continuous prudent spending and investments, new product launches).</td>
</tr>
<tr>
<td>What are the Risk/s Identified?</td>
</tr>
<tr>
<td>• The risks for CIC’s businesses are identified and detailed in Appendix A of the CIC Enterprise Risk Management Framework.[5]

• For the covered period, CIC management identified the following challenges:

▪ Impact of COVID-19 and government restrictions, including the reimpositions of Enhanced Community Quarantine/strict lockdown, on supply and demand, business operations and travel
▪ Slower than expected recovery of the Philippine economic situation amidst COVID-19
▪ Rising costs amidst the rise in commodity prices and inflation, shortages
▪ Changing consumer priorities, lifestyle and</td>
</tr>
</table>

[2] Please refer to 2020 CIC Annual Corporate Governance Report: https://www.cic.ph/download/cic-i-acgr-2020r/ and CIC Corporate Governance Manual: https://www.cic.ph/download/revised-corporate-governance-manual/?wpdmdl=5452&refresh=5f28d88db12861596512397
[3] Please refer to CIC Enterprise Risk Management Framework: https://www.cic.ph/download/policy-on-enterprise-risk-management/?wpdmdl=4624&ind=1563769085521
[4] Ibid. at Page 7
[5] Ibid. at page 24

behavior, changing marketing dynamics, changing products		• Workplace Health and Safety Measures and Employee Vaccination Program – Aside from continuing on the previous years' workplace health and safety measures, the Company implemented a vaccination program for employees and their families, and on-site third-party partners, to further enhance confidence in returning to the workplace. • Administering vaccines to beneficiaries of the program • Implementation of workplace safety protocols • Mandatory daily declaration and dashboard monitoring by EHS personnel • Regular antigen testing of high-risk personnel and returning employees • Protocol for immediate contact tracing and quarantine • Internal to the organization, CIC implemented programs to keep employees engaged during prolonged work from home periods. (Learning webinars, internal and external communication channels) ▪ Corporate Social Responsibility (CSR) Activities: 1. CIC Community Pantry – At the beginning of 2021, the impact of the pandemic continued to affect every Filipino. The limitations
What are the Opportunity/ies Identified?		
• For the covered period, CIC management identified the following: ▪ Change in strategic priorities to focus on opportunities and not problems ▪ Strengthening core businesses ▪ Use of technology for engagement and improvement of business processes ▪ Workplace safety, health and wellness ▪ Revisiting CIC Vision and Mission to reignite culture and learning focus		

		brought on by necessary safety measures contributed to economic undoing in the country, which thus affected Filipinos' capability in providing for their families. To support the community, CIC stood with the nation and set-up its own Community Pantry to provide for the needs of the barangays surrounding its Alabang Headquarters. With the help of its network of donors, both internal and external, CIC raised funds to provide goods such as vegetables, noodle packs, milk and the like to these communities to support their need to sustain their needs 2. Be the Light, Harvest for Hope – At a time when the world was gradually opening up, CIC wanted to rekindle the light of hope within its organization. It also wanted to reignite its advocacy and commitment towards caring for the planet and the environment, as well as the spirit of volunteerism within its community members. With this, Harvest for Hope was launched in partnership with Fostering Education & Environment for Development, Inc. (FEED) and volunteers were invited to bring life back to the once empty office spaces of CIC by planting more greenery into the spaces. The growth of these plants signifies the growing hope that CIC brings to the bright

		future it is working towards, for the organization and for the larger community it holds space in. 3. Be the Light, Noche Buena Program – On its second year, CIC extended help and support to families affected by the pandemic by providing them with Noche Buena food packs that would help them celebrate a meaningful Christmas together. Additionally, the organization provided food packs to those distraught by Typhoon Odette. This initiative was achieved in partnership with Assumption Alumnae Association (AAA), and reached families in Samar, Baguio, Pampanga, Mandaluyong and Muntinlupa.

b. Indirect Economic Impact

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Considering the core values of "Innovating for Happier Outcomes", "Going Above and Beyond", "Making Customers Happy, Quality, "Caring for the People and the Planet" and "Doing Our Best Always", CIC brands offer an array of innovative and energy-efficient solutions that lower costs and are	• Investors • Government • Consumers	• **Policies, Responsibilities -** As part of its Enterprise Risk Management Framework [9], CIC Board and Management identifies the strategic direction of its businesses and considers energy-efficient solutions that lower costs and are environmentally responsible.

[9] Id. Note 4

environmentally responsible, which the Company considers to have indirect economic impact to investors, consumers and the government. The following are some examples: **New Air Quality Products** • Different models of air purifiers were launched across 4 brands (Carrier, Condura, Toshiba, Midea) in response to the need for COVID-19 prevention tools in home and work spaces. • Carrier launched OptiClean, a portable "air scrubber" and negative air machine designed for hospital rooms and other potentially contaminated areas to help against the spread of COVID-19. Potential future uses include homes, businesses, and assisted living facilities. **Carrier**[6] • Carrier is a leader in the phase-out of ozone-depleting refrigerants and remains focused on delivering energy-efficient fire safety, security, building automation, refrigeration and HVAC systems and services for customers. • Carrier continues to invest in research and development, applying the newest		• **Commitments -** These solutions are designed to serve a wide array of customers and structure types, from individuals and single families living in small residences to thousands of residents, visitors and workers spread across large residential towers and office buildings, entertainment facilities and commercial and industrial warehouses and factories. These solutions are also designed to meet a variety of different needs, such as durability, noise reduction features, aesthetical appeal, varying price points and customized features to match individual requirements. Moreover, many of the Company's air conditioning and refrigeration solutions are designed to meet the growing demand for energy efficient technologies, and the Company offers and will continue to develop these technologies as the demand for such solutions grows and the benefit payback in terms of reduced energy consumption becomes more widely known and accepted. In addition, the Company offers an array of after-market services such as periodic maintenance, parts supply, repairs and other services intended to support its products through their entire life cycle. The Company believes that these after-market services, combined with its wide range of air conditioning and refrigeration products catering to various customer needs, offer customers enhanced value that distinguishes the Company's air conditioning and refrigeration solutions from those of its competitors.

[6] 2018 UTC Corporate Responsibility Report

technological innovations to create ever more sustainable solutions that surpass the already stringent environmental performance targets designed into our products. • The Carrier AquaEdge 23XRV chiller is the world's leading efficiency screw chiller, 42 percent more efficient than the industry standard.[7] • Carrier's Infinity Controls, combined with its energy-efficient geothermal solutions, are 45 percent more energy efficient than standard residential heating and cooling systems. • CCAC recently launched "Carrier Aura" window type air-conditioner. This model has exceptional energy efficiency with an energy ratio of 11kj/WH for non-inverter models, and 11.7Kj/WH for inverter models, engineered with quality and proven expertise. **Otis**[8] • Otis has been a pioneer in developing sustainable technologies like the ReGen drive. Now standard on our Gen2 and SkyRise elevators, the ReGen drive captures energy that would otherwise be wasted as heat and converts it into reusable energy for		

[7] Among electric-driven, water-cooled chillers as measured by Integrated Part Load Value conditions based on ASHRAE 90.1 2010 minimum requirement.

[8] Id. Note 6

other building systems. Another Otis innovation, our CompassPlus destination dispatching technology, saves energy by moving some elevators to standby mode when traffic is light. • Otis' Gen2 elevator with ReGen drive is smaller and capable of reducing overall elevator energy consumption by 75 percent under normal operation, compared to conventional geared machines with non-regenerative drives. • The CompassPlus destination management system directs passengers to the elevator that will get them to their destination significantly faster than conventional dispatching systems. The system conserves energy by moving some elevators to standby mode when traffic is light. **Midea and Toshiba Lifestyle** • Midea's washing machines are energy and water efficient, averaging a cost of P2.00 per wash load, P10.00 to dry clothes and with 70% water savings. • Midea air-conditioners utilize environment friendly refrigerants and have high energy efficiency ratio ratings. • Appliances marketed generally have low power input requirements.		

Condura • Some Condura Air-conditioning Units are equipped with an Energy Savings Plug (ESP). The ESP alternates electricity usage between the air-conditioning unit and an electric fan, which in turn helps in lowering household electricity consumption. It was conceptualized by Condura to work in tandem with the air-conditioning unit's timer, in order to help the user save on household electricity costs. • Recently, Condura launched its No-Frost Refrigerators line. The products incorporate inverter technology combined with the convenience of no-frost freezers for energy-efficient usage and user-friendly maintenance, contributing to overall cost savings for the household. The energy consumption savings can be as much as 50%.		
What are the Risk/s Identified?		
Availability of products depend on continued business relationships with the partners.		
What are the Opportunity/ies Identified?		
New product introductions		

c. Anti-corruption

Communication and training about anti-corruption policies and procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anticorruption policies and procedures have been communicated to	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	100	%

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#
Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Related to "Doing the Right Thing" as one of the core values of the company, CIC is committed to the highest standards of ethics and business conduct, thus, it has in place an Ethics Program that is designed to foster lawful and ethical behavior among the directors, officers, employees, representatives and suppliers of CIC and its subsidiaries, and to prevent and detect unlawful and improper conduct including corruption.	• Investors • Employees • Government • Partners, Suppliers and Service Providers • Consumers • Competitors • Communities	• **Policies/Commitments /Responsibilities –** **Ethics Program.** The Ethics Program consists of the Code of Ethics [10], Ethics Training, Annual Ethics Certification, the Whistleblowing System (ProActive), the Ethics Committee, and the Business Practices Officers. As stated earlier, it is designed to foster lawful and ethical behavior among the directors, officers, employees,

[10] Please refer to CIC Code of Ethics: https://www.cic.ph/download/cic-code-of-ethics/

What are the Risk/s Identified?		representatives and suppliers of CIC and its subsidiaries, and to prevent and detect unlawful and improper conduct. CIC's Code of Ethics (COE) does not merely require compliance with laws. It embodies a commitment to positive behaviors that build trust, promote respect, and demonstrate integrity. CIC's Code of Ethics expresses its fundamental values, establishes rules of conduct, and provides guidance for policy formulation and decision-making. Particular to corruption: Under the COE, all persons acting on behalf of CIC will abide by all laws relating to improper payments. Business gifts that are customary and reasonable in frequency and value are generally permitted. A gift is never permitted if intended in exchange for favorable treatment or if prohibited by the policies of the recipient or his/her employer. CIC will never offer or pay any bribe. Violations of the COE within the organization are seriously dealt with through proper HR grievance mechanisms, and if applicable, judicial or extra-judicial dispute resolution remedies. CIC expects all its suppliers to adopt CIC's Code of Ethics or to abide by their own Code of Ethics if it meets the minimum standards of CIC's Code of Ethics, and any serious violation by a supplier may result in the termination of engagement and blacklisting from future engagements.
Ethical Behavior Risk - The organization, through its actions or inaction, demonstrates that it is not committed to ethical and responsible business behavior. Integrity Risk - The risk of management fraud, employee fraud, and illegal and unauthorized acts, any or all of which could lead to reputation degradation in the marketplace or even financial loss.		
What are the Opportunity/ies Identified?		
Achievement of enterprise objectives through partnerships with persons and entities that value anti-corruption commitments.		

		Enterprise Risk Management Framework. Corruption is identified by the Company is an enterprise risk that is continuously being managed through its Enterprise Risk Management Framework[11]. Risk management function follows a governance structure that is inherent and supported at all organizational levels.[12] **Policy on Conflict of Interest.**[13] CIC's directors, officers, employees, and representatives must be loyal to the company and deal with suppliers, customers and others in a manner that avoids a conflict between personal interests and those of CIC, or even the appearance of such conflict. All actual, potential or perceived must be declared by the employee concerned as well as those who may be aware of it. **Policy on Whistleblowing** – CIC adopted this policy to encourage all stakeholders of the Company to make good faith reports of actual or suspected impropriety, fraud, misconduct, abuse, health and safety concerns, conflicts of interest and any other wrongdoing, free from fear or retaliation. The policy guarantees confidentiality and anonymous reporting through identified channels, and protection to the whistleblower provided that reports are done in good faith.[14]

[11] Id. Note 4
[12] Id. Note 5
[13] Please refer to CIC Policy on Conflict of Interest: https://www.cic.ph/download/policy-on-conflict-of-interest/?wpdmdl=4620&refresh=5e2565ea1c44c1579509226
[14] Please refer to CIC Policy on Whistleblowing: https://www.cic.ph/download/policy-on-whistleblowing/?wpdmdl=4621&refresh=5e85b2bc97ca01585820348

		Policy on Business Gifts, Policy on Corrupt Payments, Policy on Sales Intermediaries, Policy on Sponsoring Third Party Travel – The CIC Group adopted the foregoing anti-corruption policies to guide employees when dealing with counterparties, providing guidance on proper handling of business and reinforcing ethical behavior in conjunction with the Code of Ethics and other related polices. • **Grievance Mechanism –** CIC allows any person to submit questions, ideas, suggestions, criticisms, complaints or allegations of wrongdoing anonymously, use the ProActive platform[15].

[15] Please refer to ProActive Hotline: https://proactivehotline.punongbayan-araullo.com/

ENVIRONMENT

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 149,000.00 (Total)	3 incidents of non-submission of reports*
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	0	0
No. of cases resolved through dispute resolution mechanism	0	0

***There were three incidents of non-submission of reports (Compliance Monitoring Report [ECC Condition], Self-Monitoring Report [DAO 2013-22], Self-Monitoring Report [DAO 2004-26] by CIC's subsidiary, CCAC. The failure was due to operational challenges during strict lockdown periods (community quarantine) and the corresponding operational capacity restrictions imposed by the government during those times. After due process, CCAC initiated corrective action through (1) settlement of the imposed penalties in November 2021, and (2) introducing improvements in the CIC group's EH&S monitoring and reporting processes.**

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
"Caring For the People and the Planet", is one of the core values of the organization. CIC aims to prevent pollution and occupational health and safety accidents/incidents in all our business activities and processes to satisfy Environment Health and Safety (EH&S) requirements including ISO standards. The Company actively protects the health and safety of our employees, customers and other stakeholders and minimizes the environmental impact during the design, manufacture, distribution, use and disposal of our products.	• Investors • Employees • Government • Partners, Suppliers and Service Providers • Consumers • Competitors • Communities	**Policies, Commitments, Responsibilities, Specific Actions –** • **Environment, Health and Safety Policy (EH&S) Policy.** The Company implemented the EH&S Policy based on the following objectives: o To comply with relevant Philippine Government laws and regulations and the policies and standard practices of the Concepcion Industrial Corporation; o Demonstrate leadership in the introduction and promotion of products for all market

<table>
<tr><td>What are the Risk/s Identified?</td><td rowspan="4"></td><td rowspan="4">segments that utilize environmentally safe refrigerants;
o To establish and review Environmental, Health & Safety (EH&S) goals and make them integral parts of our business plan and demonstrate to continually improve our environmental, occupational health & safety performance;
o Minimize pollutants in manufacturing processes to the best practicable levels and prevention of pollution;
o Optimize natural resources in the design, manufacture, use and disposal of products and delivery of services;
o Commitment of the means and resources necessary to direct, support, monitor and maintain accountability for EH&S performance;
o Integrate EH&S in new product development and influence contractors and suppliers to improve EH&S performance.

• EH&S Management System. The CIC group has in place an EH&S Management System to effectively manage the impact of its activities on EH&S for employees and consumers. EH&S governance are closely linked to its business planning cycle and accountability for which are imposed on all levels of the organization.

The Company prepares an EH&S Annual Plan to identify key initiatives, actions or strategies to achieve the goals and regulatory and company requirements.

The assessment process identifies and ranks EH&S risks, the</td></tr>
<tr><td>• Product safety and life
• Manufacturing resources and waste management</td></tr>
<tr><td>What are the Opportunity/ies Identified?</td></tr>
<tr><td>Consistent with the core value, the prioritization of EH&S in our business provides our employees a safe and hazard-free workplace where we continuously promote good health, a healthy lifestyle, and an environment that fosters balanced well-being.

Opportunity for current and new products to strengthen recognition of CIC’s brands.

Achievement of enterprise objectives through partnerships with persons and entities that value EH&S commitments.

Contribution to household and business cost savings due to introduction of products.</td></tr>
</table>

		appropriate regulatory and company requirements, and corresponding strategy to eliminate, prevent or control the risk; identifies the responsible parties for addressing the risk; and identifies an estimated completion date. When risks have been identified and prioritized, activities to eliminate, prevent or control the risk will be developed, responsible person to complete the activities assigned in the document and distributed to all concerned by the EH&S Manager. Those risks that have the greatest potential for adverse effects will receive the highest ranking and be addressed first. Lower priority risks will be evaluated for applicability to the operation and addressed as resources permit. Control measures, such as policies, programs, procedures, standard work, engineering controls, etc., will be used when technological options are not available or cost prohibitive. The Oversight Steering Committee will monitor progress towards completion dates to ensure timely close out of all identified corrective actions. For activities that have the potential to create a significant risk to human health or the environment, additional requirements such as EH&S Cardinal Rules and standard work covering requirements for monitoring equipment and process have been developed. Emerging issues of major significance will be evaluated and addressed based on their assigned priority. The Company, through its Products Solution Division under CCAC and CDI, integrates EH&S into the

		planning and design, as well as modification of processes, operations or building layouts in accordance with the corresponding risks identified on the hazard assessment document. Where appropriate, the following considerations will be integrated into the product development and procurement processes: o Potential impacts on the environment o Potential impacts on health and safety o Operation and maintenance o Efficiency in the consumption of energy and natural resources o Ability to recycle, reuse and dispose of safely Regular EH&S Training is conducted to enable employees to acquire the appropriate EH&S skills and knowledge to perform their job functions. Communication program consists of activities for conveying EH&S issues, information and awareness. Mandatory communications include: o Communication of EHS Cardinal Rules o Posting or providing information as required by EH&S Cardinal Rules o Reporting of EH&S information and incidents as required o Communicating relevant EH&S Alerts, Tool Box topics, Bulletins, and similar awareness advisories o Results of incident investigations, audits, inspections, new or revised rules or procedures, the annual EH&S plan, EH&S performance, new or revised training, etc.

		Regular inspections are performed to evaluate EH&S relevant physical conditions, acts or omissions of employees and others in relation to EH&S aspect, impact, hazards, risks, regulatory and internal requirements in accordance with document or procedure. Deficiencies identified that cannot be immediately corrected will be assigned a corrective action and completion date and incorporated into the risk assessment. An audit program is in place to evaluate the effectiveness of the operation's implementation of internal controls. Matters audited include: o Completion of the Job hazard Analysis (HIRAC) by technicians / supervisor and corrective actions. o Adherence to established rules and procedures. o Effectiveness of the training and communication program at providing EH&S awareness and knowledge through tests and surveys among employees. o Review of at least one incident investigation report (if any) to determine the accurate identification of the direct and root cause and the completion of the corrective actions. o Adequacy of equipment. o Follow-up on corrective actions.

SOCIAL

a. Employment

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees[16]	1,389	
a. Number of female employees	563	#
b. Number of male employees	826	#
Attrition rate[17]	21.7%	rate
Ratio of lowest paid employee against minimum wage	N/A	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	Y	100%	100%
PhilHealth	Y	100%	100%
Pag-ibig	Y	100%	100%
Parental leaves	Y	Maternity – 1.1% Solo Parent - 0.12%	Paternity – 0.6%
Vacation and Sick leaves[18]	Y	37%	52%
Medical benefits (aside from PhilHealth)	Y	100%	100%
Housing assistance (aside from Pag-ibig)	N	N/A	N/A
Retirement fund (aside from SSS)	Y	4%	5%
Further education support	Y	0.36%	0%
Company stock options	N	N/A	N/A
Telecommuting[19]	Y	N/A	N/A

[16] Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)

[17] 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)

[18] Regular employees only

[19] Employees, when the nature of their work permits, were temporarily allowed to work from home/work remotely during mandatory community quarantine periods and during mandatory quarantine for health as per workplace safety protocols only.

Flexible-working Hours[20]	Y	92%	76%
(Others)	-	-	-

<table>
<tr><th>What is the impact and where does it occur? What is the organization's involvement in the impact?</th><th>Management Approach</th></tr>
<tr><td>With "Caring for the People and the Planet" as one of the core values, the Company recognizes that "People" include those who the Company are serving and those who are within the organization working with and for the Company towards its vision. The Company adopts a Total Rewards Philosophy that emphasizes company-wide excellence and individual development, enabling employees to grow as individuals while CIC grows as a company.

The impact, therefore is dual, as it supports the needs of the employees as well as the Company's businesses.

Compensation programs consider the following guiding principles:

• Build Long-Term Shareholder Value: Our programs will link employee interests with shareholder interests and the creation of shareholder value. Employees will do better when the company does better.
• Drive a Pay-for-Performance Culture: Employees who demonstrate superior performance and behaviors will receive the highest rewards.
• Be Competitive with Our Peers: Our programs will be in line with those offered by our peer companies.
• Provide Cost-Effective Solutions: We will invest our resources in programs that provide the most value to the greatest number of employees.</td><td rowspan="2">Policies, Commitments, Responsibilities –

• Compensation Policy – The Company implemented a Compensation Policy to establish a balanced mix of internal equity and external competitiveness in the compensation structure across the Company; and, to attract, retain, and motivate key talents by providing competitive compensation with an appropriate mix of fixed and variable compensation.

Generally, the HR Operations unit is responsible for the planning and implementation of the CIC Compensation Strategy.

• Benefits Policy - CIC recognizes the importance of a competitive benefits portfolio as this helps drive the good employee welfare and wellness, employee productivity, and higher levels of employee engagement. This policy serves as the source of information regarding company benefits for covered employees and guidelines in the proper implementation thereof. The Benefits Policy was implemented to make CIC an employer of choice through a competitive benefits package; and to maintain high levels of employee productivity and employee engagement while ensuring employee welfare and wellness.</td></tr>
<tr><td>What are the Risk/s Identified?</td></tr>
</table>

[20] Reported rate pertains to employees with compressed work week schedule.

• Employee turnover • Costs not translating to performance due to inefficiencies in program design or implementation • New rules and regulations on workplace management and flexible work arrangements.	Generally, it is the HR Operations is responsible for the regular review and update of this policy to ensure its market competitiveness, relevance to prevailing economic conditions, and compliance to statutory requirements.
What are the Opportunity/ies Identified?	
• Unlocking additional value due to alignment of employee, management and investor interests. • In 2021, the Company decided to adopt flexible work arrangements in line with COVID-19 prevention measures and business continuity management.	

b. Employee Training and Development [21]

CBSI

Disclosure	Quantity	Units
Total training hours provided to employees	5,574	hours
a. Female employees	3,753	hours
b. Male employees	1,821	hours
Average training hours provided to employees	33	hours/employee
a. Female employees	38	hours/employee
b. Male employees	27	hours/employee

CCAC-CSG

Disclosure	Quantity	Units
Total training hours provided to employees	2,014	hours
a. Female employees	1,076	hours
b. Male employees	938	hours
Average training hours provided to employees	12.06	hours/employee
a. Female employees	11.45	hours/employee
b. Male employees	12.85	hours/employee

[21] Disclosures are limited to CBSI and CCAC..

CCAC-CCS

Disclosure	Quantity	Units
Total training hours provided to employees	23,398	hours
a. Female employees	2,334.5	hours
b. Male employees	21,063.5	hours
Average training hours provided to employees	22.87	hours/employee
a. Female employees	11.85	hours/employee
b. Male employees	25.50	hours/employee

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
CIC believes that its capability to do things is a shared responsibility between the Company and employees, and so we work together to develop ourselves and our organization to the fullest of our collective potential. Thus, CIC holds employee development in the highest regard and takes personal interest in helping employees reach their career aspirations within the Company, through the provision of tools, resources, and opportunities for further learning and development. Our culture is one that ensures that our employees are fully engaged and are capable and empowered to make the right decisions.	**Policy, Commitments, Responsibilities -** • **Individual Development Plan (IDP) Policy** – The Company has an Individual Development Plan Policy in place to help employees reach short and long-term career goals and improve job performance that support the delivery of business results; to create action plans that drive employee development towards a defined career trajectory; to increase levels of employee adaptability, organizational commitment, satisfaction, and retention; and, to align employee's individual development with the Company's growth objectives. Generally, the Company's Human Resource Organizational Development – Centre of Excellence (OD-COE) has oversight of this policy and is responsible for the continuous development of planning tools, provision of training to People Managers, and monitoring/gathering of data to measure the system's effectivity in achieving its objectives. Direct Managers (DM) act as mentor to the employee and are responsible for initiating and guiding the employees' development and its documentation in an IDP form. Human Resource Business Partners (HRBPs) are responsible for assisting DMs and ensuring each employee in their respective unit has an IDP in place.
What are the Risk/s Identified?	
• Employee turnover • Costs not translating to performance due to inefficiencies in program design or implementation	
What are the Opportunity/ies Identified?	
• Unlocking additional value due to alignment of employee, management and investor interests. • The Company had opportunity engage employees through new remote learning methods.	

	Employees are responsible for cooperating with their DMs and ensuring that IDP targets are achieved by the stated completion period, or updated in case of any changes in plan. In creating the IDP for each employee, the Company follows the following guiding Principles: o Development objectives must be aligned with organizational objectives. o Both gaps and strengths in the employee's capability must be developed. o Development objectives must be limited to a critical few. o Blended development activities tend to provide the most significant opportunity for learning. o Experience-based activities tend to be the most powerful method of employee development. o Clear communication and continuous feedback play a key role in promoting learning.

c. Labor-Management Relations[22]

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	CCAC - 40% CDI – 73%	%
Number of consultations conducted with employees concerning employee-related policies	CCAC Union sessions – 11 CDI Union Sessions – 18 Townhall sessions- 8	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
CIC recognizes that creating a positive workplace experience can only happen through effective communication and transparency between employer and worker and recognizes the need to provide an avenue for both parties to discuss and	**Policy, Commitments, Responsibilities, Grievance Mechanism -**

[22] Disclosures are limited to CCAC and CDI. There are no unions present in other entities.

<table>
<tr>
<td>matters relating the collective bargaining and other related topics. The Company actively cooperates with Concepcion Carrier Air Conditioning Company Employees' Union and Concepcion Durables, Inc. Employees Union, as the certified and exclusive bargaining representative for CCAC and CDI factory workers, respectively.</td>
<td rowspan="5">

- **Labor-Management Cooperation (LMC) Policy** – The Company implemented the LMC Policy which covers the Labor-Management Cooperation activities between CIC and the unions, to complement and operationalize complements the Labor Code of the Philippines.

  The policy has the following objectives:

  - To promote workers' participation in the policy- and decision-making process of the Company.
  - To foster a climate of cooperation and harmony between labor and management.
  - To improve the quality of working life; and
  - To achieve and sustain economic growth for CIC and its employees.

  The Chief Human Resource Officer (CHRO) has the general responsibility for the lawful implementation of this policy. The governance of the LMC Policy is done through the Labor-Management Council (Council) and also provides the discussion platform for issues and concerns that are not covered by the Collective Bargaining Agreement (CBA), including but not limited to cost reduction, job classification, employee engagement and productivity, housekeeping, and updates on new laws and rulings affecting the workplace.

  The policy ensures that both labor and management is properly represented in the Council. A third-party facilitator acceptable to all may be engaged to assist, as needed. The policy likewise ensures observance of efficiency and transparency in the conduct of meetings.

</td>
</tr>
<tr><td>What are the Risk/s Identified?</td></tr>
<tr><td>Labor concerns which remain unaddressed or unresolved due to inefficiencies in the program design or implementation.</td></tr>
<tr><td>What are the Opportunity/ies Identified?</td></tr>
<tr><td>Unlocking additional value due to alignment of employee, management and investor interests.</td></tr>
</table>

d. Relationship with Community

Significant Impact on Local Communities

In 2021, Filipinos continue to struggle with the consequences of the COVID-19 Pandemic. Families continue to experience health and economic crises and heightened distress brought about by natural disasters. Given this, the CIC Group initiated several charitable programs in recognition of its responsibility as a member of the community.

- **CIC Community Pantry** – At the beginning of 2021, the impact of the pandemic continued to affect every Filipino. The limitations brought on by necessary safety measures contributed to economic undoing in the country, which thus affected Filipinos' capability in providing for their families. To support the community, CIC stood with the nation and set-up its own Community Pantry to provide for the needs of the barangays surrounding its Alabang Headquarters. With the help of its network of donors, both internal and external, CIC raised funds to provide goods such as vegetables, noodle packs, milk and the like to these communities to support their need to sustain their needs.

- **Be the Light, Harvest for Hope** – At a time when the world was gradually opening up, CIC wanted to rekindle the light of hope within its organization. It also wanted to reignite its advocacy and commitment towards caring for the planet and the environment, as well as the spirit of volunteerism within its community members. With this, Harvest for Hope was launched in partnership with Fostering Education & Environment for Development, Inc. (FEED) and volunteers were invited to bring life back to the once empty office spaces of CIC by planting more greenery into the spaces. The growth of these plants signifies the growing hope that CIC brings to the bright future it is working towards, for the organization and for the larger community it holds space in.

- **Be the Light, Noche Buena Program** – On its second year, CIC extended help and support to families affected by the pandemic by providing them with Noche Buena food packs that would help them celebrate a meaningful Christmas together. Additionally, the organization provided food packs to those distraught by Typhoon Odette. This initiative was achieved in partnership with Assumption Alumnae Association (AAA), and reached families in Samar, Baguio, Pampanga, Mandaluyong and Muntinlupa.

UN SUSTAINABLE DEVELOPMENT GOALS

Product or Service Contribution to UN SDGs

The Company contributes to the ninth and eleventh UN Sustainable Development Goals:

- "**Industry, Innovation and Infrastructure"**, in particular, fostering innovation.
- "**Make cities and human settlements inclusive, safe, resilient and sustainable**", in particular, sustainable cities and human settlements

Fostering Innovation

CIC recognizes the need for innovation and incorporates this in its growth strategy. Recently, many initiatives were geared towards collaboration to foster innovation in response to the changing needs of the customers, including the introduction of the CIC Learning Center and collaborative workspaces, and incubation of several products/business models geared towards enabling technology for the "New Reality". This involves responsible use of data and digitalization of real-world customer experience.

Cortex Technologies Corporation is the CIC Group's technology solutions arm. According to its primary purposes, is engaged, among others, in research, development and commercialization of new, existing or emerging technology to existing or future residential and commercial appliances and equipment, and other related products, and in providing business intelligence to customers based on data gathered from such products. In particular, CTC had launched three brands, Buddee, Connexion for Home and Connexion for Biz which significantly increased the Group's research and development activities and employee population.

The CIC group also launched several e-commerce solutions internal to the enterprise through Concepcion Business Services, Inc. and Teko Solutions Asia, Inc.

Sustainable Cities and Human Settlements

CIC brands offer an array of innovative and energy-efficient solutions that lower costs and are environmentally responsible. The Company considers this as its contribution to the reduction in the adverse per capita environmental impact of cities, improvement of air quality and gradual overall decrease in energy consumption.

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
Connexion for Home Connexion for Biz	Private research and development spending, Employment of research and development workers	If not properly managed by CTC or customer, security risks for confidential information	• Proper documentation that discloses the actual use and handling of

Buddee Complete Order Management System (COMS) Concepstore		and personal data, if any.	information, whether confidential information or personal data, and ensuring consents are secured for the same. • Partnerships with reputable cloud computing services companies only.
Air Quality Products Various Air-Conditioning Equipment for Home and Commercial Use Various Refrigeration Equipment for Home and Commercial Use Various appliances for home use.	These products have high energy efficiency factors (EEF). Appliances requiring refrigerants use environment-friendly refrigerants, producing significantly less CO_2 as compared to those produced other refrigerants. Air quality products protect against the spread of viruses including COVID-19, contributing to health safety and air quality in home and work spaces.	While impact has been significantly reduced, it is unavoidable to consume some amount of power (for electrical appliances) and to produce some amount of CO_2 (for appliances using refrigerants).	Proper documentation for correct use and maintenance to promote safety, and prolong efficiency and equipment life.

** None/Not Applicable is not an acceptable answer. For holding companies, the services and products of its subsidiaries may be disclosed.*

From: eafs@bir.gov.ph
To: CIC Tax
Cc: CIC Tax
Subject: Your BIR AFS eSubmission uploads were received
Date: Monday, 18 April 2022 5:44:00 PM

Hi CONCEPCION INDUSTRIAL CORPORATION,

Valid files

- EAFS005029401AFSTY122021.pdf
- EAFS005029401ITRTY122021.pdf
- EAFS005029401TCRTY122021-01.pdf

Invalid file

- <None>

Transaction Code: **AFS-0-MXX4XW3V0B76B98E7MQ3NTXZ40CFC5JBH8**
Submission Date/Time: **Apr 18, 2022 05:23 PM**
Company TIN: **005-029-401**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

This is a system-generated e-mail. Please do not reply.

CONCEPCION

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Concepcion Industrial Corporation** is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein, for the years ended December 31, 2021 and 2020, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

The Board of Directors reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders or members.

Isla Lipana & Co., the independent auditor, appointed by the stockholders, has audited the consolidated financial statements of the company in accordance with Philippines Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Raul Joseph Concepcion
Chairman of the Board and Chief Executive Officer

Rajan Komarasu
Chief Finance and Operating Officer

Signed this 11th day of April 2022

CONCEPCION INDUSTRIAL CORPORATION
308 Sen. Gil Puyat Ave., Makati, Metro Manila
Tel. No. +632 8 772 181P ex No. +632 8 809 1819
www.cic.ph I www.concepcion.ph

Signed in the presence of:

MA. ANNUNCIATA A. TRANGCO

CHARINA ROSE VENTURA

ACKNOWLEDGEMENT

Republic of the Philippines)

MUNTINLUPA CITY) SS

Before me, a notary public for and in the MUNTINLUPA CITY this

APR 1 8 2022 personally appeared.

Name	Evidence of Competent Identity
RAUL JOSEPH A. CONCEPCION	P6306423A issued on 06 March 2018
RAJAN KOMARASU	NCR-2020-2-32719 issued on Feb. 20, 2020

Known to me to be the same persons who execute the foregoing Statement of Management Responsibility, consisting o1 one (1) page, and they acknowledge to me that they executed the same as their free and voluntary act and deed.

IN WITNESS WHEREOF, I have unto set my hand and affixed my notarial seal this

APR 1 8 2022.

PATRICIO L. BONCAYAO, JR.
Notary Public
2nd Floor, KLC (formerly Ancestry) Bldg.,
Rotonda, Alabang, Muntinlupa City
MCLE Compliance No. VI-0008192
Issued on 04-23-18; Valid until 4-14-2022
IBP Lifetime No. 019651;11-06-15; Pasay City
PTR No. 4120670; 01-03-22
NC-20004; Muntinlupa City Until June 30, 2022
TIN: 137-734-581
Roll No. 33796
Tel. No. 800-70-16
patricio_boncayao_lawoffice@yahoo.com.ph

Doc No. 416
Page No. 84
Book No. 241
Series of 2022

CONCEPCION

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR ANNUAL INCOME TAX RETURN

The management of Concepcion Industrial Corporation is responsible for all information and representations contained in the Annual Income Tax Return for the year ended December 31, 2021. Management is likewise responsible for all information and representations contained in the financial statements accompanying the Annual Income Tax Return covering the same reporting period. Furthermore, the Management is responsible for all information and representations contained in all the other tax returns filed for the reporting period, including, but not limited, to the value added tax and/or percentage tax returns, withholding tax returns, documentary stamp tax returns, and any and all other tax returns.

In this regard, the Management affirms that the attached audited financial statements for the years ended December 31, 2021 and the accompanying Annual Income Tax Return as at December 31, 2021 are in accordance with the books and records of Concepcion Industrial Corporation is complete and correct in all material respects. Management likewise affirms that:

(a) the Annual Income Tax Return has been prepared in accordance with the provisions of the National Internal Revenue Code, as amended, and pertinent tax regulations and other issuances of the Department of Finance and the Bureau of Internal Revenue;

(b) any disparity of figures in the submitted reports arising from the preparation of financial statements pursuant to financial accounting standards and the preparation of the income tax return pursuant to tax accounting rules has been reported as reconciling items and maintained in the company's books and records in accordance with the requirements of Revenue Regulations No. 8-2007 and other relevant issuances; and

(c) Concepcion Industrial Corporation has filed all applicable tax returns, reports and statements required to be filed under Philippines tax laws for the reporting period, and all taxes and other impositions shown thereon to be due and payable have been paid for the reporting period, except those contested in good faith.

Signature ____________________
RAUL JOSEPH CONCEPCION
Chairman of the Board

Signature ____________________
RAJAN KOMARASU
Chief Finance and Operating Officer

Signed this 7th day of April 2022.

ANNEX D

2022 ANNUAL STOCKHOLDERS' MEETING
OF
CONCEPCION INDUSTRIAL CORPORATION
(formerly Concepcion Airconditioning Corporation)
(the "Corporation")

REGISTRATION AND PROCEDURE FOR VOTING *IN ABSENTIA*
AND PARTICIPATION VIA REMOTE COMMUNICATION

I. VOTING IN ABSENTIA

1. Stockholders as of June 20, 2022 (the "Stockholder/s") may register by notifying the Corporate Secretary by email to cic.secretary@romulo.com on or before July 8, 2022. Registration shall be open from June 29, 2022 to July 8, 2022.

2. Upon registration, Stockholders shall provide the following information and documents (the file size should be no larger than 5MB):

   i. For Individual Stockholders:

      a. Email Address
      b. First and Last Name
      c. Address
      d. A valid and active Mobile / Phone Number
      e. A scanned copy of the Stockholder's valid government-issued ID with picture and signature
      f. Additional requirement for Stockholders with joint accounts: A scanned copy of an authorization letter signed by all joint Stockholders, identifying who among them is authorized to cast the vote for the account

   ii. For Corporate Stockholders:

      a. Email Address of the representative of the corporate Stockholder
      b. First and Last Name of the representative of the corporate Stockholder
      c. Address of the corporate Stockholder
      d. A valid and active Mobile / Phone Number of the representative of the corporate Stockholder
      e. A scanned copy of a valid government-issued ID of the representative of the corporate Stockholder authorized to cast the vote for and on behalf of the corporate Stockholder ("Authorized Vote") with photograph
      f. A scanned copy of the certification duly signed by the corporate secretary of the corporate Stockholder attesting to the authority of the representative to vote for and on behalf of the corporate Stockholder

   iii. For stockholders under Broker Accounts (PCD Nominee)

      Individual beneficial owner

      a. Email Address
      b. First and Last Name
      c. Address
      d. A valid and active Mobile / Phone Number
      e. A scanned copy of a valid government-issued ID of the individual beneficial owner with photograph
      f. A scanned copy of the broker's certification on the individual beneficial owner's name, account number and shareholdings as of record date (June 20, 2022)

      Corporate beneficial owner

      a. A scanned copy of the broker's certification on the corporate beneficial owner's name, account number and shareholdings as of record date (June 20, 2022)
      b. A scanned copy of the certification duly signed by the corporate secretary of the corporate beneficial owner attesting to the authority of the representative to vote for and on behalf of the corporate beneficial owner
      c. A scanned copy of a valid government-issued ID of the representative of the corporate beneficial owner with photograph

3. Registration shall be validated by the Office of the Corporate Secretary in coordination with the Stock Transfer Agent of the Corporation. The Corporate Secretary shall inform the Stockholder of the validation results.

4. Voting shall be open from July 29, 2022 toJuly 8, 2022. All Stockholders who wish to vote through a proxy or *in absentia* shall submit the duly signed proxies or ballots, as the case may be, to the Office of the Corporate Secretary at the 21st Floor, Philamlife Tower, 8767 Paseo de Roxas, Makati City and/or by email to cic.secretary@romulo.com not later than July 8, 2022.

5. The Office of the Corporate Secretary shall tabulate all votes cast *in absentia* together with the votes cast by proxy, and committee organized by the Board will validate the results.

6. Stockholders who vote *in absentia* are hereby deemed to have given their consent to the collection, use, storing, disclosure, transfer, sharing and general processing of their personal data by the Corporation and by any other relevant third party for the purpose of electronic voting in absentia for the Special Stockholders' Meeting and for all other purposes for which the Stockholder can cast his/her/its vote as a Stockholder of the Corporation.

II. PARTICIPATION VIA REMOTE COMMUNICATION

1. Stockholders may attend the meeting remotely by viewing the livestream *via* Zoom Meeting (https://us02web.zoom.us/w/86838091736?tk=8G_6MGK2RSLS6ZetBTH3TeDSY_jvzlNKV6hxAJs54uE.DQMAAAAUN_Qf2BZwc3VVdTNHN1NqaTlqN01TbGh4ekF3AAAAAAAAAAAAAAAAAAAAAAAAAAAAA&pwd=MTE3UUQvdFFMd0VPcnd0ZTFDdmVDUT09). The information necessary to attend the meeting shall be sent to all shareholders who are able to register as required herein.

2. For purposes of quorum, only the following Stockholders shall be counted as present:

   a. Stockholders who have voted *in absentia* within the period of June 29, 2022 to July 8, 2022;
   b. Stockholders who have sent their proxies to the Corporate Secretary at the 21st Floor, Philamlife Tower, 8767 Paseo de Roxas, Makati City and/or by email to cic.secretary@romulo.com on or before July 8, 2022; and
   c. Stockholders who have notified the Corporation of their intention to participate in the meeting by remote communication by sending an email to cic.secretary@romulo.com not later than July 8, 2022.

3. Questions and comments on the items in the Agenda may be sent to investorrelations@cic.ph. Questions or comments received on or before July 8, 2022 may be responded to during the meeting. Any questions not answered during the meeting shall be answered by the Corporation's Investor Relations Office via email or by posting on the Corporation's website.