

Report of Independent Certified Public Accountants to Accompany Income Tax Return

The Board of Directors
Sun Pharma Philippines, Inc.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
Unit 604, Liberty Center Building
104 H.V. Dela Costa Street
Salcedo Village, Makati City

We have audited the financial statements of Sun Pharma Philippines, Inc. (the Company) for the year ended March 31, 2023, on which we have rendered the attached report dated April 28, 2023.

In compliance with Revenue Regulations V-20, we are stating that no partner of our Firm is related by consanguinity or affinity to the president, manager or principal stockholder of the Company.

PUNONGBAYAN & ARAULLO

By: Jerald M. Sanchez
Partner

CPA Reg. No. 0121830
TIN 307-367-174
PTR No. 9566645, January 3, 2023, Makati City
SEC Group A Accreditation
Partner - No. 121830-SEC (until financial period 2023)
Firm - No. 0002 (until Dec. 31, 2024)
BIR AN 08-002551-041-2023 (until Jan. 24, 2026)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Aug. 27, 2024)

April 28, 2023

Report of Independent Auditors

The Board of Directors
Sun Pharma Philippines, Inc.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
Unit 604, Liberty Center Building
104 H.V. Dela Costa Street
Salcedo Village, Makati City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sun Pharma Philippines, Inc. (the Company), which comprise the statements of financial position as at March 31, 2023 and 2022, and the statements of comprehensive income, statements of changes in capital deficiency and statements of cash flows for the years then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 to the financial statements, which indicates that the Company has substantial capital deficiency of P344.3 million and P342.3 million as at March 31, 2023 and 2022, respectively. As stated in Note 1, this condition indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern entity. In response to this matter, the Company's management has already launched new products by the end of 2021 and plans to enter new business segments and explore local tie-ups or joint venture options to continuously grow the business in the coming years. Aside from that, the Company's management continues to strengthen the strategy to expand its market in order for the Company to increase its sales and continuously generate profit by continuous intensive marketing of its products. Management is confident that the Company will be able to recover from losses in the next succeeding years. In 2023 and 2022, the Company generated operating income amounting to P21.8 million and P41.4 million, respectively. The Company's ultimate parent company has also committed to provide the Company with financial assistance to maintain it as going concern and enable it to meet its liabilities as and when they fall due until the next reporting period. Accordingly, the accompanying Company's financial statements have been prepared assuming that the Company will continue as a going concern which contemplates the realization of assets and the settlement of liabilities in the normal course of business. In connection with our audit, we have performed audit procedures to evaluate management's assumptions as to the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information for the year ended March 31, 2023 required by the Bureau of Internal Revenue as disclosed in Note 23 to the financial statements is presented for purposes of additional analysis and is not a required part of the basic financial statements prepared in accordance with PFRS. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: Jerald M. Sanchez
Partner

CPA Reg. No. 0121830
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April 28, 2023

SUN PHARMA PHILIPPINES, INC.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
STATEMENTS OF FINANCIAL POSITION
MARCH 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	Notes	2023	2022
<u>ASSETS</u>			
CURRENT ASSETS			
Cash	4	P 59,069,876	P 6,344,715
Trade and other receivables - net	5	188,772,761	157,693,741
Inventories - net	6	224,910,969	88,359,819
Other current assets	7	<u>11,850,240</u>	<u>3,822,439</u>
Total Current Assets		<u>484,603,846</u>	<u>256,220,714</u>
NON-CURRENT ASSETS			
Property and equipment - net	8	24,183,971	16,240,971
Right-of-use assets - net	9	39,168,141	2,201,113
Other non-current assets - net	7	<u>1,781,469</u>	<u>1,356,523</u>
Total Non-current Assets		<u>65,133,581</u>	<u>19,798,607</u>
TOTAL ASSETS		<u>P 549,737,427</u>	<u>P 276,019,321</u>
<u>LIABILITIES AND CAPITAL DEFICIENCY</u>			
CURRENT LIABILITIES			
Trade and other payables	10	P 525,750,945	P 261,509,883
Advances from parent company	16	324,622,435	351,924,704
Lease liabilities	9	<u>7,952,282</u>	<u>2,234,777</u>
Total Current Liabilities		<u>858,325,662</u>	<u>615,669,364</u>
NON-CURRENT LIABILITIES			
Retirement benefit obligation	14	3,151,956	2,496,299
Lease liabilities	9	<u>32,608,220</u>	<u>109,444</u>
Total Non-current Liabilities		<u>35,760,176</u>	<u>2,605,743</u>
Total Liabilities		<u>894,085,838</u>	<u>618,275,107</u>
CAPITAL DEFICIENCY			
Capital stock	17	8,653,400	8,653,400
Revaluation reserve	14	228,389	1,333,063
Deficit	2	(<u>353,230,200</u>)	(<u>352,242,249</u>)
Capital Deficiency		(<u>344,348,411</u>)	(<u>342,255,786</u>)
TOTAL LIABILITIES AND CAPITAL DEFICIENCY		<u>P 549,737,427</u>	<u>P 276,019,321</u>

See Notes to Financial Statements.

SUN PHARMA PHILIPPINES, INC.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED MARCH 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	<u>Notes</u>	<u>2023</u>	<u>2022</u>
REVENUES - Net	11	P 541,447,349	P 433,878,755
COST OF GOODS SOLD	12	<u>266,275,042</u>	<u>205,960,910</u>
GROSS PROFIT		275,172,307	227,917,845
SELLING AND ADMINISTRATIVE EXPENSES	12	<u>253,409,379</u>	<u>186,512,300</u>
OPERATING INCOME		21,762,928	41,405,545
OTHER CHARGES - Net	13	(<u>19,993,868</u>)	(<u>39,140,776</u>)
PROFIT BEFORE TAX		1,769,060	2,264,769
TAX EXPENSE	15	<u>2,757,011</u>	<u>15,795,924</u>
NET LOSS		(987,951)	(13,531,155)
OTHER COMPREHENSIVE INCOME (LOSS)	14	(<u>1,104,674</u>)	<u>1,878,549</u>
TOTAL COMPREHENSIVE LOSS		(<u><u>P 2,092,625</u></u>)	(<u><u>P 11,652,606</u></u>)

See Notes to Financial Statements.

SUN PHARMA PHILIPPINES, INC.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
STATEMENTS OF CHANGES IN CAPITAL DEFICIENCY
FOR THE YEARS ENDED MARCH 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	<u>Capital Stock</u> <small>(see Note 17)</small>	<u>Revaluation Reserve</u> <small>(see Note 14)</small>	<u>Deficit</u> <small>(see Note 2)</small>	<u>Total</u>
Balance at April 1, 2022	P 8,653,400	P 1,333,063	(P 352,242,249)	(P 342,255,786)
Total comprehensive loss	<u>-</u>	<u>(1,104,674)</u>	<u>(987,951)</u>	<u>(2,092,625)</u>
Balance at March 31, 2023	<u>P 8,653,400</u>	<u>P 228,389</u>	<u>(P 353,230,200)</u>	<u>(P 344,348,411)</u>
Balance at April 1, 2021	P 8,653,400	(P 545,486)	(P 338,711,094)	(P 330,603,180)
Total comprehensive income (loss)	<u>-</u>	<u>1,878,549</u>	<u>(13,531,155)</u>	<u>(11,652,606)</u>
Balance at March 31, 2022	<u>P 8,653,400</u>	<u>P 1,333,063</u>	<u>(P 352,242,249)</u>	<u>(P 342,255,786)</u>

See Notes to Financial Statements.

SUN PHARMA PHILIPPINES, INC.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED MARCH 31, 2023 AND 2022
(Amounts in Philippine Pesos)

	Notes	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		P 1,769,060	P 2,264,769
Adjustments for:			
Net unrealized loss on foreign exchange transactions	13	19,665,169	40,434,837
Depreciation and amortization	7, 8, 9	11,631,013	8,357,529
Loss on inventory obsolescence - net	6	2,200,959	8,009,435
Impairment loss on trade and other receivables	5	590,995	3,278,441
Interest expense on lease liabilities	9	218,610	271,588
Gain on disposals of assets	8	(164,493)	(303,889)
Interest income	4, 5	(93,182)	(258,955)
Operating income before working capital changes		35,818,131	62,053,755
Decrease (increase) in trade and other receivables		(31,670,015)	33,994,120
Increase in inventories		(138,752,109)	(9,750,895)
Decrease (increase) in other current assets		(16,212,684)	5,893,211
Decrease (increase) in other non-current assets		(424,946)	1,026,672
Increase (decrease) in trade and other payables		245,195,215	(91,736,458)
Increase (decrease) in retirement benefit obligation		(449,017)	1,023,671
Cash generated from operations		93,504,575	2,504,076
Interest received	4, 5	93,182	258,955
Cash paid for taxes		(10,874,388)	(20,515,605)
Net Cash From (Used in) Operating Activities		82,723,369	(17,752,574)
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisitions of property and equipment	8	(16,104,823)	(4,028,883)
Proceeds from sale of property and equipment	8	164,493	529,166
Net Cash Used in Investing Activities		(15,940,330)	(3,499,717)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of advances from parent company	16	(11,686,837)	-
Payment of lease liabilities	9	(2,371,041)	(2,464,166)
Cash Used in Financing Activities		(14,057,878)	(2,464,166)
NET INCREASE (DECREASE) IN CASH		52,725,161	(23,716,457)
CASH AT BEGINNING OF YEAR		6,344,715	30,061,172
CASH AT END OF YEAR		P 59,069,876	P 6,344,715

Supplemental Information on a Non-cash Investing and Financing Activities –

In 2023 and 2022, the Company recognized right-of-use asset and lease liability amounting to P40.4 million and P2.4 million, respectively (see Note 9).

See Notes to Financial Statements.

SUN PHARMA PHILIPPINES, INC.
[A Wholly Owned Subsidiary of Sun Pharma (Netherlands) B.V.]
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2023 AND 2022
(Amounts in Philippine Pesos)

1. GENERAL INFORMATION

1.1 Corporate Information

Sun Pharma Philippines, Inc. (the Company) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on December 8, 2011 primarily to engage in the business of marketing and distribution on wholesale of pharmaceutical, cosmetics and chemical products.

In fiscal year 2021 and prior years, the Company was a wholly owned subsidiary of Sun Pharma Global FZE (the former parent company), a free zone limited liability establishment incorporated in Sharjah Airport International Free Zone, Sharjah, United Arab Emirates (U.A.E.) pursuant to Emiri Decree No. 2 of 1995 and in accordance with the implementation procedures of the free zone establishment that is engaged in sourcing pharmaceutical formulations and active pharmaceutical ingredients mainly manufactured by Sun Pharmaceutical Industries Limited – India (the ultimate parent company) and supplying to the overseas related parties. The ultimate parent company is involved with manufacturing operations that are focused on producing generics, branded generics, speciality, over-the-counter products, anti-retrovirals, active pharmaceutical ingredients and intermediates in the full range of dosage forms, including tablets, capsules, injectables, ointments, creams and liquids.

On July 31, 2021, Sun Pharma (Netherlands) B.V. (new parent company) acquired 100% ownership interest in the Company by purchasing all the Company's fully paid-up equity shares from the former parent company. Further, on August 31, 2021, the former parent company had merged with the ultimate parent company. The Company is yet to obtain the certificate authorizing the registration of the transfer of shares to be approved by the Bureau of Internal Revenue (BIR).

The registered office address of the Company, which is also its principal place of business, is located at Unit 604, Liberty Center Building, 104 H.V. Dela Costa Street, Salcedo Village, Makati City. The registered office address of the ultimate parent company is located at Sun House CTS No. 201 B/1, Western Express Highway, Goregaon, Mumbai 400063, India. The registered office address of the new parent company is located at Polarisavenue 87, 2132 JH Hoofddorp, The Netherlands.

1.2 Status of Operations

The Company has reported substantial capital deficiency of P344.3 million and P342.3 million as at March 31, 2023 and 2022, respectively. This condition indicates the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern entity. In response to this matter, the Company's management has already launched new products by the end of 2021 and plans to enter new business segments and explore local tie-ups or joint venture options to continuously grow the business in the coming years. Aside from that, the Company's management continues to strengthen the strategy to expand its market in order for the Company to increase its sales and continuously generate profit by continuous intensive marketing of its products. Management is confident that the Company will be able to recover from losses in the next succeeding years.

The Company generated an operating income of P21.8 million and P41.4 million in 2023 and 2022, respectively. The Company's ultimate parent company has also committed to provide the Company with financial assistance to maintain it as going concern and enable it to meet its liabilities as and when they fall due until the next reporting period. Accordingly, the financial statements have been prepared assuming that the Company will continue as a going concern. The financial statements do not include any adjustments to reflect possible future effects on the recoverability and classification of assets or the amount and classification of liabilities that might result from the outcome of this uncertainty.

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

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

The Company is affected by the significant changes in fuel and commodity prices in the global market which resulted to increase in import expenses. The Company has put in place risk management measures to mitigate the impact of the conflict, including initiatives to diversity its supply chain for importation of inventory and active monitoring of inventory levels. However, the management assessed that the impact of this event is not continuing and therefore will not affect the ability of the Company to continue as a going concern.

1.4 Continuing Impact of COVID-19 Pandemic on the Company's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020 and its impact has been continuing until the date of the approval of these financial statements. In 2023, the country's economic status improved because of reopening of local and international travels and loosening of health and safety protocols and restrictions. Demand and supply of products are slowly returning to pre-pandemic levels. As a result, overall continuing impact of the COVID-19 pandemic to the Company is continuously improving and Company's operations is slowly going back to its pre-pandemic levels.

Management will continue to take actions to continually improve the operations as the need arises. Based on the foregoing improvements, management projects that the Company would continue to report positive results of operations and would remain liquid to meet current obligations as they fall due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern due to the effects of the pandemic.

1.5 Approval of Financial Statements

The financial statements of the Company as at and for the year ended March 31, 2023 (including the comparative financial statements as at and for the year ended March 31, 2022) were authorized for issue by the Company's Board of Directors (BOD) on April 28, 2023.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

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

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

(b) Presentation of Financial Statements

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

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

(c) Functional and Presentation Currency

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

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

2.2 Adoption of Amended PFRS

(a) Effective in Fiscal Year 2023 that are Relevant to the Company

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

PAS 16 (Amendments)	:	Property, Plant and Equipment – Proceeds Before Intended Use
PAS 37 (Amendments)	:	Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract
Annual Improvements to PFRS (2018-2020 Cycle)		
PFRS 9 (Amendments)	:	Financial Instruments – Fees in the ‘10 per cent’ Test for Derecognition of Liabilities
PFRS 16 (Amendments)	:	Leases – Lease Incentives

Discussed below are the relevant information about these pronouncements.

- (i) PAS 16 (Amendments), *Property, Plant and Equipment – Proceeds Before Intended Use*. The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss. The application of these amendments had no significant impact on the Company’s financial statements as there were no sales of such items produced by property, plant and equipment made before being available for use on or after the beginning of the earliest period presented.
- (ii) PAS 37 (Amendments), *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract*. The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services. Costs that relate directly to a contract include both incremental costs of fulfilling that contract (e.g., direct labor and materials) or an allocation of other costs that relate directly to fulfilling contracts (e.g., the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The amendments resulted in a revision in the Company’s policy to include both incremental costs and an allocation of other costs when determining whether a contract was onerous. The amendments apply prospectively to contracts existing at the date when the amendments are first applied.

Management assessed that there is no significant impact on the Company's financial statements as a result of the change since none of the existing contracts as of January 1, 2022 would be identified as onerous after applying the amendments.

(iii) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments which do not have significant impact and which are effective from January 1, 2022, are relevant to the Company's financial statements:

- PFRS 9 (Amendments), *Financial Instruments – Fees in the '10 per cent' Test for Derecognition of Liabilities*. The amendments clarify the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.
- Illustrative Examples Accompanying PFRS 16, *Leases – Lease Incentives*. The amendments remove potential for confusion regarding lease incentives by deleting from Illustrative Example 13 the reimbursement relating to leasehold improvements as it had not been explained clearly enough as to whether the reimbursement would meet the definition of a lease incentive in accordance with PFRS 16.

(b) *Effective in Fiscal Year 2023 that is not Relevant to the Company*

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

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

(c) *Effective Subsequent to Fiscal Year 2023 but not Adopted Early*

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

- (i) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2023)
- (ii) PAS 1 and PFRS Practice Statement 2 (Amendments), *Presentation of Financial Statements – Disclosure of Accounting Policies* (effective from January 1, 2023)
- (iii) PAS 8 (Amendments), *Accounting Estimates – Definition of Accounting Estimates* (effective from January 1, 2023)
- (iv) PAS 12 (Amendments), *Income Taxes – Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction* (effective from January 1, 2023)

2.3 Current vs. Non-current Classification

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

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current. Deferred income tax assets and liabilities are classified as non-current assets and liabilities.

2.4 *Financial Assets*

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

(a) *Classification and Measurement of Financial Assets*

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

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

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

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

The Company's financial assets at amortized cost are presented as Cash, Trade and Other Receivables (except for advances to suppliers, and advances to employees that are subject for liquidation) and Refundable deposits (presented as part of Other Assets) in the statement of financial position.

For purposes of cash flows reporting and presentation, cash include cash on hand and demand deposits maintained in banks that are unrestricted and readily available for use in the operations of the Company.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the statement of comprehensive income as part of Other Charges - net.

(b) *Impairment of Financial Assets*

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

The Company applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Company uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Company also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due.

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

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

The Company recognizes an impairment loss in profit or loss for all financial instruments subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account.

(c) *Derecognition of Financial Assets*

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

2.5 Inventories

Inventories are valued at the lower of cost and net realizable value. Cost is determined using the first-in, first-out method. The costs of inventories include all costs directly attributable to acquisitions, such as the purchase price, import duties and other taxes that are not subsequently recoverable from taxing authorities. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. Net realizable value of raw materials is the current replacement cost.

2.6 Intangible Asset

Intangible asset pertains to computer software, which is presented as part of Other Non-current Assets account in the statement of financial position. Acquired computer software is capitalized on the basis of the costs incurred to acquire and install the specific software. These costs are amortized on a straight-line basis over the expected useful life of three to seven years. Costs associated with maintaining computer software are expensed as incurred.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.15).

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.7 Other Assets

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.15).

2.8 Property and Equipment

All property and equipment are stated at cost less accumulated depreciation, and impairment in value, if any.

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

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

Furniture and fixtures	5 - 10 years
Vehicles	3 - 5 years
Office equipment	3 - 5 years

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

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.15).

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

2.9 Financial Liabilities

Financial liabilities, which include trade and other payables (except for return liability and tax-related liabilities), advances from parent company and lease liabilities (see Note 2.13), are recognized when the Company becomes a party to the contractual terms of the instrument.

Trade and other payables are recognized initially at their fair value and subsequently measured at amortized cost, using effective interest method for maturities beyond one year, less settlement payments.

Advances from parent company are availed to finance working capital requirements during the start of the Company's operations.

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

2.10 Offsetting Financial Instruments

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

2.11 Provisions and Contingencies

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

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

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

2.12 Revenue and Expense Recognition

Revenue comprises revenue from sale of pharmaceutical products.

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

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

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

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

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

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

- the customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs;
- the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

Revenue from sale of goods is recognized when the control over the goods has been transferred at a point in time to the customer, i.e., generally when the customer has acknowledged delivery of goods. Invoices for goods transferred are due upon receipt by the customer. The significant judgments in determining the timing of satisfaction of the performance obligation is disclosed in Note 3.1(a).

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

2.13 Leases

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

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

At lease commencement date, the Company recognizes a right-of-use asset and a lease liability in the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability. Subsequently, the Company depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.15). On the other hand, the Company measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments include fixed payments less lease incentives receivable, if any.

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

The Company has elected to account for short-term leases using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

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

2.14 Foreign Currency Transactions and Translation

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

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

2.15 Impairment of Non-financial Assets

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

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

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

Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

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

2.16 Employee Benefits

The Company provides post-employment benefits to employees through contribution plans and defined benefit which are discussed below.

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Company, even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long-term benefit fund, as well as qualifying insurance policies. The Company's post-employment defined benefit plan covers all regular full-time employees.

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

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and other changes in actuarial assumptions and the actual return on plan assets (excluding amount included in net interest) are reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise.

Net interest is calculated by applying the discount rate at the beginning of the period, taking account of any changes in the net defined benefit liability or asset during the period as a result of contributions and benefit payments. Net interest is reported as part of Others under Selling and Administrative Expense account in the statement of comprehensive income.

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

(b) Defined Contribution Plan

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

(c) *Compensated Absences*

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

2.17 Income Taxes

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

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

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

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

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

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

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

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

2.18 Related Party Transactions and Relationships

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

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

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

2.19 Capital Deficiency

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

Revaluation reserve comprise actuarial remeasurement of retirement benefit obligation.

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

2.20 Events After the End of the Reporting Period

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

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

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

3.1 Critical Management Judgments in Applying Accounting Policies

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

(a) Determination of Timing of Satisfaction of Performance Obligations

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

(b) Determination of ECL on Trade and Other Receivables

The Company uses a provision matrix to calculate ECL for trade and other receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is based on the Company's historical observed default rates. The Company's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Company's trade and other receivables are disclosed in Note 19.3(b).

(c) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition of provisions and contingencies are discussed in Note 2.11 and disclosures on relevant provisions and contingencies are presented in Note 18.

3.2 Key Sources of Estimation Uncertainty

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

(a) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 19.3.

(b) Estimation of Amounts Involving Right of Return

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

The carrying amount of the return liabilities as at March 31, 2023 and 2022 is presented as part of Trade and Other Payables account in the statements of financial position (see Note 10).

(c) *Determination of Net Realizable Value of Inventories*

In determining the net realizable value of inventories, management takes into account past experience and other factors affecting the net realizable value of inventory items. Future realization of the carrying amounts of inventories as presented in Note 6 is evaluated on a continuous basis throughout the year. Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Company's inventories within the next reporting period.

(d) *Determination of Realizable Amount of Deferred Tax Assets*

The Company reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Management assessed that the deferred tax assets as at March 31, 2023 and 2022 may not be fully utilized in the subsequent reporting periods. Accordingly, deferred tax assets were not recognized. The carrying value of deferred tax assets is disclosed in Note 15.

(e) *Impairment of Non-financial Assets*

In assessing impairment, management estimates the recoverable amount of each asset or a cash-generating unit based on expected future cash flows and uses an interest rate to calculate the present value of those cash flows. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate (see Note 2.15). Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

No impairment losses are necessary to be recognized in 2023 and 2022 on the Company's intangible assets, property and equipment, right-of-use assets, and other non-financial assets based on the management's assessment (see Notes 7, 8 and 9.1).

(f) *Estimation of Useful Lives of Intangible Asset, Property and Equipment, and Right-of-use Asset*

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

The carrying amounts of intangible assets, property and equipment, and right-of-use assets are presented in Notes 7, 8 and 9.1, respectively. Based on management's assessment as at March 31, 2023 and 2022, there is no change in estimated useful lives of those assets during those years. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(g) *Valuation of Post-employment Benefit*

The determination of the Company's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates and salary rate increase.

A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the post-employment benefit obligation in the next reporting period.

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

4. CASH

This account includes the following:

	<u>2023</u>	<u>2022</u>
Cash in banks	P 59,034,876	P 6,309,715
Cash on hand	<u>35,000</u>	<u>35,000</u>
	<u>P 59,069,876</u>	<u>P 6,344,715</u>

Cash in banks generally earn interest based on daily bank deposit rates. Interest earned from cash in bank is reported as part of Interest income under Other Charges – net account in the statements of comprehensive income (see Note 13).

5. TRADE AND OTHER RECEIVABLES

This account is composed of the following:

	<u>2023</u>	<u>2022</u>
Trade receivables	P 174,779,374	P 160,412,057
Advances to suppliers	17,953,589	601,298
Advances to employees	985,484	1,184,180
Others	<u>207,813</u>	<u>58,710</u>
	193,926,260	162,256,245
Allowance for impairment	(5,153,499)	(4,562,504)
	<u>P 188,772,761</u>	<u>P 157,693,741</u>

Trade receivables have contractual terms of 30 days and do not bear any interest.

Advances to employees includes salary advances given to certain employees subject to annual interest rate of 12%. Interest income earned from salary advances is recognized as part of Interest income under Other Charges – net account in the statements of comprehensive income (see Note 13).

All of the Company's trade and other receivables have been reviewed for impairment [see Note 19.3(b)]. Certain trade receivables were found to be impaired; hence, adequate amount of allowance for impairment has been recognized.

The net carrying value of trade and other receivables is considered a reasonable approximation of fair value.

A reconciliation of the allowance for impairment at the beginning and end of 2023 and 2022 is shown below.

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Balance at beginning of year		P 4,562,504	P 1,284,063
Impairment loss	13	<u>590,995</u>	<u>3,278,441</u>
Balance at end of year		<u>P 5,153,499</u>	<u>P 4,562,504</u>

6. INVENTORIES

The details of inventories as at March 31 are as follows:

	<u>2023</u>	<u>2022</u>
Finished goods:		
At cost	<u>P 239,808,727</u>	P 105,835,179
At net realizable value:		
Cost	239,808,727	105,835,179
Allowance for impairment	<u>(14,897,758)</u>	<u>(17,475,360)</u>
	<u>224,910,969</u>	<u>88,359,819</u>
	<u>P 224,910,969</u>	<u>P 88,359,819</u>

Movements in allowance for inventory obsolescence consist of:

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Balance at beginning of year		P 17,475,360	P 11,137,675
Reversal of allowance	12	<u>(2,577,602)</u>	-
Loss on inventory obsolescence	12	4,778,561	8,009,435
Write-off		<u>(4,778,561)</u>	<u>(1,671,750)</u>
Balance at end of year		<u>P 14,897,758</u>	<u>P 17,475,360</u>

In 2023, the Company disposed obsolete sample inventories and recognized reversal of allowance on inventory obsolescence amounting to P2.6 million. No similar transaction in 2022. The loss on inventory obsolescence, net of reversal of allowance, is included in the Selling and administrative expenses account in the statements of profit or loss (see Note 12).

7. OTHER ASSETS

This account is composed of the following:

	<u>2023</u>	<u>2022</u>
Current:		
Creditable withholding tax	P 6,110,698	P -
Input value-added tax (VAT)	3,271,878	2,487,618
Refundable deposits	2,289,549	761,179
Prepaid expenses	178,115	3,681
Deferred input VAT	<u>-</u>	<u>569,961</u>
	<u>11,850,240</u>	<u>3,822,439</u>
Non-current:		
Refundable deposits	1,723,952	500,000
Computer software – net	57,517	125,023
Deferred input VAT	<u>-</u>	<u>731,500</u>
	<u>1,781,469</u>	<u>1,356,523</u>
	<u>P 13,631,709</u>	<u>P 5,178,962</u>

Prepaid expenses include prepayments for advertising, insurance, and supplies availed of by the Company.

Refundable deposits classified as current pertains to deposit for leases entered by the Company while those classified as non-current mainly include deposits for fleet cards and deposits to doctors.

Movements of computer software as at March 31 are shown below.

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Beginning balance, net of accumulated amortization		P 125,023	P 208,006
Amortization charges for the year	12	(<u>67,506</u>)	(<u>82,983</u>)
Ending balance, net of accumulated amortization		<u>P 57,517</u>	<u>P 125,023</u>

8. PROPERTY AND EQUIPMENT

The gross carrying amounts and the accumulated depreciation of property and equipment at the beginning and end of 2023 and 2022 are shown below.

	<u>Vehicles</u>	<u>Furniture and Fixtures</u>	<u>Office Equipment</u>	<u>Total</u>
March 31, 2023				
Cost	P 45,177,446	P 813,314	P 2,793,870	P 48,784,630
Accumulated depreciation	(<u>22,387,998</u>)	(<u>706,234</u>)	(<u>1,506,427</u>)	(<u>24,600,659</u>)
Net carrying amount	<u>P 22,789,448</u>	<u>P 107,080</u>	<u>P 1,287,443</u>	<u>P 24,183,971</u>
March 31, 2022				
Cost	P 31,350,214	P 2,505,991	P 3,338,800	P 37,195,005
Accumulated depreciation	(<u>16,354,674</u>)	(<u>2,325,840</u>)	(<u>2,273,520</u>)	(<u>20,954,034</u>)
Net carrying amount	<u>P 14,995,540</u>	<u>P 180,151</u>	<u>P 1,065,280</u>	<u>P 16,240,971</u>
April 1, 2021				
Cost	P 28,733,235	P 2,426,795	P 3,127,149	P 34,287,179
Accumulated depreciation	(<u>11,545,279</u>)	(<u>2,230,248</u>)	(<u>2,107,637</u>)	(<u>15,883,164</u>)
Net carrying amount	<u>P 17,187,956</u>	<u>P 196,547</u>	<u>P 1,019,512</u>	<u>P 18,404,015</u>

A reconciliation of the carrying amounts of property and equipment at the beginning and end of 2023 and 2022 is shown below.

	<u>Vehicles</u>	<u>Furniture and Fixtures</u>	<u>Office Equipment</u>	<u>Total</u>
Balance at April 1, 2022				
net of accumulated depreciation	P 14,995,540	P 180,151	P 1,065,280	P 16,240,971
Additions	15,534,129	-	570,694	16,104,823
Depreciation charges for the year	(<u>7,740,221</u>)	(<u>73,071</u>)	(<u>348,531</u>)	(<u>8,161,823</u>)
Balance at March 31, 2023				
net of accumulated depreciation	<u>P 22,789,448</u>	<u>P 107,080</u>	<u>P 1,287,443</u>	<u>P 24,183,971</u>
Balance at April 1, 2021				
net of accumulated depreciation	P 17,187,956	P 196,547	P 1,019,512	P 18,404,015
Additions	3,631,875	70,182	326,826	4,028,883
Disposals	(<u>225,277</u>)	-	-	(<u>225,277</u>)
Depreciation charges for the year	(<u>5,599,014</u>)	(<u>86,578</u>)	(<u>281,058</u>)	(<u>5,966,650</u>)
Balance at March 31, 2022				
net of accumulated depreciation	<u>P 14,995,540</u>	<u>P 180,151</u>	<u>P 1,065,280</u>	<u>P 16,240,971</u>

The amount of depreciation charges in 2023 and 2022 is presented as part of Depreciation and amortization under Selling and Administrative Expenses in the statements of comprehensive income (see Note 12).

In 2023, the Company sold fully depreciated property and equipment amounting to P0.2 million and various property and equipment totaling P0.3 million in 2022. The gain on disposals of these property and equipment are presented as Gain on disposals of assets under Other Charges – net account in the statements of comprehensive income (see Note 13).

As at March 31, 2023 and 2022, the gross carrying amount of the Company’s fully depreciated property and equipment that are still used in operation amounted to P2.5 million and P4.1 million, respectively. In 2023, the Company retired some of its fully depreciated property and equipment amounting to P1.6 million. No similar transaction in 2022.

9. LEASES

The Company has leases for certain office spaces. Each lease is reflected on the statements of financial position as Right-of-Use Assets and Lease Liabilities.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sub-lease the asset to another party, the right-of-use assets can only be used by the Company. The lease is either non-cancellable or may only be cancelled by incurring a substantive termination fee. The Company is prohibited from selling or pledging the underlying leased assets as security and they must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company must insure the leased assets and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Company’s right-of-use assets recognized in the statements of financial position.

	<u>2023</u>	<u>2022</u>
Number of right-of-use assets leased	1	2
Range of remaining term	5 years	1-1.75 years
Average remaining lease term	5 years	1.50 years
Number of leases with extension options	1	2

9.1 Right-of-use Assets

The carrying amount of the Company’s right-of-use assets as at March 31, 2023 and 2022 and the movements in each year are shown below.

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Balance at beginning of year		P 2,201,113	P 2,133,310
Additions		40,368,712	2,375,699
Depreciation for the year	12	(3,401,684)	(2,307,896)
Balance at end of year		<u>P 39,168,141</u>	<u>P 2,201,113</u>

9.2 Lease Liabilities

Lease liabilities presented in the statement of financial position as at March 31 are as follows:

	<u>2023</u>	<u>2022</u>
Current	P 7,952,282	P 2,234,777
Non-current	<u>32,608,220</u>	<u>109,444</u>
Balance at end of year	<u>P 40,560,502</u>	<u>P 2,344,221</u>

A reconciliation of the carrying amount of the Company's lease liabilities at the beginning and end of 2023 and 2022 is shown below.

	<u>2023</u>	<u>2022</u>
Balance at beginning of year	P 2,344,221	P 2,161,100
Additions	40,368,712	2,375,699
Payments	(2,371,041)	(2,464,166)
Amortization of interest	<u>218,610</u>	<u>271,588</u>
Balance at end of year	<u>P 40,560,502</u>	<u>P 2,344,221</u>

Amortization of interest is recognized as part of Others under Selling and Administrative Expense account in the statements of comprehensive income (see Note 12). The lease liabilities are secured by the related underlying asset (see Note 9.1). The undiscounted maturity analysis of lease liabilities is as follows:

	<u>Within 1 year</u>	<u>1 to 5 years</u>	<u>Total</u>
March 31, 2023			
Lease payment	P 8,405,450	P 33,465,986	P 41,871,436
Interest	(453,168)	(857,766)	(1,310,934)
Total	<u>P 7,952,282</u>	<u>P 32,608,220</u>	<u>P 40,560,502</u>
March 31, 2022			
Lease payment	P 2,331,699	P 110,174	P 2,441,873
Interest	(96,922)	(730)	(97,652)
Total	<u>P 2,234,777</u>	<u>P 109,444</u>	<u>P 2,344,221</u>

9.3 Lease Payments Not Recognized as Liabilities

The Company has elected not to recognize a lease liability for short-term leases. Payments made under such leases are expensed on a straight-line basis.

In 2023 and 2022, expenses relating to these leases amounted to P0.6 million and P0.3 million, respectively, and is presented as Rentals under Selling and Administrative Expense account in the statements of comprehensive income (see Note 12). As at March 31, 2023 and 2022, the Company has not committed to short-term leases.

10. TRADE AND OTHER PAYABLES

This account consists of:

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Trade payables:			
Related party	16.1	P 478,526,675	P 224,055,785
Others		<u>17,453,632</u>	<u>-</u>
		<u>495,980,307</u>	<u>224,055,785</u>
Other payables:			
Accrued expenses		22,374,208	15,421,522
Output VAT		2,735,913	1,566,316
Return liabilities		2,625,663	2,625,663
Salaries and wages payable		1,378,536	778,930
Payables to government		656,318	876,046
Income tax payable		-	7,243,923
Others		<u>-</u>	<u>8,941,698</u>
		<u>29,770,638</u>	<u>37,454,098</u>
		<u>P 525,750,945</u>	<u>P 261,509,883</u>

Accrued expenses include the Company's obligations relating to the accrual of expense related to reimbursements of sales agent, storage fees, utilities, professional fees and other expenses.

11. REVENUES

The breakdown of revenues is presented below.

	<u>2023</u>	<u>2022</u>
Sales	P 541,598,152	P 435,621,637
Sales returns and allowances	(19,814)	(1,564,619)
Sales discounts	(130,989)	(178,263)
	<u>P 541,447,349</u>	<u>P 433,878,755</u>

A summary of additional disaggregation from the revenues are shown below.

	<u>2023</u>	<u>2022</u>
Central nervous system drugs	P 346,167,948	P 289,761,851
Oncology drugs	185,069,500	142,640,984
Ophthalmology	7,602,410	-
Antibiotic	<u>2,758,294</u>	<u>3,218,802</u>
	<u>P 541,598,152</u>	<u>P 435,621,637</u>

12. OPERATING EXPENSES BY NATURE

The Company's operating expenses are as follows:

	<u>Notes</u>	<u>2023</u>	<u>2022</u>
Net purchases	16.1	P 402,826,192	P 207,702,370
Change in inventories		(136,551,150)	(1,741,460)
Selling and distribution		111,714,151	87,053,777
Salaries and employee benefits	14, 16.3	66,796,581	51,888,397
Input VAT on exempt sales		18,249,267	-
Transportation and travel		12,677,038	7,007,252
Depreciation and amortization	7, 8, 9.1	11,631,013	8,357,529
Professional fees		11,535,470	7,626,379
Insurance		4,632,869	4,700,797
Communications		3,310,688	3,072,313
Taxes and licenses		2,970,672	3,025,581
Loss on inventory obsolescence - net of reversal	6	2,200,959	8,009,435
Repairs and maintenance		1,736,062	1,256,664
Office supplies		607,822	436,780
Rentals	9.3	594,410	306,467
Utilities		537,552	412,977
Penalties		14,021	3,465
Others	9.2, 14.2	<u>4,200,804</u>	<u>3,354,487</u>
		<u>P 519,684,421</u>	<u>P 392,473,210</u>

Others include bank charges, registration fees, interest expense from lease liabilities and retirement benefit obligation, and other miscellaneous expenses.

These expenses are classified in the statements of comprehensive income as follows:

	<u>2023</u>	<u>2022</u>
Cost of goods sold	P 266,275,042	P 205,960,910
Selling and administrative expenses	<u>253,409,379</u>	<u>186,512,300</u>
	<u>P 519,684,421</u>	<u>P 392,473,210</u>

13. OTHER INCOME (CHARGES)

This account consists of:

	<u>Notes</u>	<u>2023</u>	<u>2022</u>
Other income:			
Gain on disposals of assets	8	P 164,493	P 303,889
Interest income	4, 5	93,182	258,955
Others		<u>4,621</u>	<u>4,009,658</u>
		<u>262,296</u>	<u>4,572,502</u>
Other charges:			
Foreign exchange loss - net	16.1, 16.2	(19,665,169)	(40,434,837)
Impairment loss on trade and other receivables	5	<u>(590,995)</u>	<u>(3,278,441)</u>
		<u>(20,256,164)</u>	<u>(43,713,278)</u>
		<u>(P 19,993,868)</u>	<u>(P 39,140,776)</u>

Others include gain from reversal of long outstanding payables which were deemed not to be collectible anymore, gain from car insurance proceeds, and miscellaneous income in 2023 and 2022, respectively.

14. EMPLOYEE BENEFITS

14.1 Salaries and Employee Benefits Expense

Expenses recognized for salaries and employee benefits are presented below.

	<u>Notes</u>	<u>2023</u>	<u>2022</u>
Short-term employee benefits		P 66,281,647	P 51,029,939
Post-employment defined benefits	14.2	<u>514,934</u>	<u>858,458</u>
	12, 16.3	<u>P 66,796,581</u>	<u>P 51,888,397</u>

14.2 Post-employment Defined Benefit

(a) Characteristics of the Defined Benefit Plan

The Company does not have an established retirement benefit plan and only conforms to the minimum regulatory benefit under the Republic Act No. 7641, which is of the final salary defined benefit type and provides retirement benefit equal to 22.5 day pay for every year of credited service. The regulatory benefit is paid in a lump sum upon retirement.

In accordance with the provisions of the Labor Code, the Company is required to pay eligible employees at least the minimum regulatory benefit upon retirement, subject to age and service requirements. Since the Company does not have any formal, trustee retirement plan, there are no Trustees yet. Moreover, there are no unusual or significant risk to which the retirement obligation exposes the Company. However, it should be noted that in the event a benefit claim arises under the retirement obligation, the benefit shall immediately be due and payable from the Company.

In 2023 and 2022, the Company engaged an independent actuary to determine the valuation of its retirement obligation.

(b) *Explanation of Amounts Presented in the Financial Statements*

All amounts presented below are based on the actuarial valuation report obtained from an independent actuary.

The movements in the present value of the post-employment benefit obligation recognized in the books are as follows:

	<u>2023</u>		<u>2022</u>
Balance at beginning of year	P 2,496,299	P	3,351,177
Current service cost	514,934		858,458
Interest expense	140,292		165,213
Benefits paid	(1,104,243)		-
Remeasurements –			
Actuarial losses (gains) arising from:			
Experience adjustments	1,514,992	(162,492)
Change in financial assumptions	(410,318)	(166,790)
Change in demographic assumptions	-	(<u>1,549,267</u>)
Balance at end of year	<u>P 3,151,956</u>	P	<u>2,496,299</u>

The components of amounts recognized in profit or loss and in other comprehensive loss in respect of the defined benefit post-employment plan are as follows:

	<u>2023</u>		<u>2022</u>
<i>Reported in profit or loss:</i>			
Current service cost	P 514,934	P	858,458
Interest expense	<u>140,292</u>		<u>165,213</u>
	<u>P 655,226</u>	P	<u>1,023,671</u>
<i>Reported in other comprehensive income (loss) –</i>			
Actuarial gains (losses) arising from:			
Experience adjustments	(P 1,514,992)	P	1,549,267
Change in financial assumptions	410,318		166,790
Change in demographic assumptions	-		<u>162,492</u>
	<u>(P 1,104,674)</u>	P	<u>1,878,549</u>

Current service cost is presented as part of Salaries and employee benefits, while the interest expense is recognized as part of Others both under Selling and Administrative Expense account in the statements of comprehensive income (see Note 12).

Amounts recognized in other comprehensive income (loss) are considered as items that will not be reclassified subsequently to profit or loss.

In determining the amounts of the defined benefit post-employment obligation as at March 31 2023 and 2022, the following significant actuarial assumptions were used:

	<u>2023</u>	<u>2022</u>
Discount rate	6.56%	5.62%
Expected rate of salary increases	5.00%	5.00%

Assumptions regarding future mortality experience are based on published statistics and mortality tables. The average remaining working lives of an individual retiring at the age of 60 is 22 years for both males and females. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero-coupon government bond with terms to maturity approximating to the terms of the post-employment benefit obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) *Risk associated with the Retirement Plan*

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

(i) *Interest Rate Risk*

The present value of the defined benefit obligation is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the retirement obligation.

(ii) *Longevity and Salary Risks*

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

(d) *Other Information*

The information on the sensitivity analysis for certain significant actuarial assumptions, and the timing and uncertainty of future cash flows related to the retirement plan is presented below.

(i) *Sensitivity Analysis*

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

	<u>Impact on Post-employment Benefit Obligation</u>		
	<u>Change in Assumption</u>	<u>Increase in Assumption</u>	<u>Decrease in Assumption</u>
March 31, 2023			
Discount rate	+/-1.00%	(P 376,180) P	438,604
Salary increase rate	+/-1.00%	441,112 (384746)
March 31, 2022			
Discount rate	+/-1.00%	(P 210,994) P	248,128
Salary increase rate	+/-1.00%	247,165 (214,022)

(ii) *Funding Arrangements and Expected Contributions*

The plan is currently unfunded based on the latest actuarial valuation. While there are no minimum funding requirement in the country, the size of the underfunding may pose a cash flow risk in about ten years' time when a significant number of employees is expected to retire.

The undiscounted expected benefit payments amounting to P1.0 million from the plan is expected to be realized within one year to five years.

The weighted average duration of the defined benefit obligation at the end of the reporting period is 12.9 years.

15. TAXES

The components of tax expense as reported in profit or loss follow:

	<u>2023</u>	<u>2022</u>
Current tax expense:		
Minimum corporate income tax (MCIT)	P 2,754,156	P -
Final tax at 20%	2,855	3,329
Regular corporate income tax (RCIT)	-	17,725,096
Application of MCIT	<u>-</u>	<u>(1,932,501)</u>
	<u>P 2,757,011</u>	<u>P 15,795,924</u>

A reconciliation of tax on pretax income computed at the applicable statutory tax rates to tax expense reported in profit or loss follows:

	<u>2023</u>		<u>2022</u>
Tax on pretax income	P 442,265	P	566,192
Adjustment for income subjected to final tax	(1,903)	(4,079)
Tax effects of:			
Unrecognized deferred tax assets	2,313,143		17,165,446
Non-deductible expenses	3,506		866
Application of MCIT	<u>-</u>	(<u>1,932,501</u>)
	<u>P 2,757,011</u>	P	<u>15,795,924</u>

As at March 31, 2023 and 2022, The Company has not recognized the deferred tax assets related to the items below.

	<u>Tax Base</u>		<u>Tax Effect</u>	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Lease liabilities	P 40,560,502	P 2,344,221	P 10,140,126	P 586,055
Right-of-use assets	(39,168,141)	(2,201,113)	(9,792,035)	(550,278)
Allowance for inventory obsolescence	14,897,758	17,475,360	3,724,440	4,368,840
NOLCO	32,353,038	-	32,353,038	-
Allowance for impairment loss	5,153,499	4,562,504	1,288,375	1,140,626
Unrealized foreign exchange loss	4,401,511	37,332,230	1,100,378	9,333,058
Retirement benefit obligation	3,380,345	2,496,299	845,086	624,075
Excess MCIT	2,754,156	-	2,754,156	-
Return liabilities	2,625,663	2,625,663	656,416	656,416
Inventory written-off	<u>2,562,219</u>	<u>-</u>	<u>640,555</u>	<u>-</u>
Unrecognized deferred tax asset	<u>P 69,520,549</u>	P <u>64,635,164</u>	<u>P 43,710,535</u>	P <u>16,158,792</u>

The Company is subject to the MCIT which is computed at 1% in both 2023 and 2022 of gross income, as defined under the tax regulations or RCIT, whichever is higher. The MCIT may be claimed as tax credit against the Company's future income tax payable within three years from the year it was incurred. In 2023, the Company reported MCIT as it is higher than the RCIT in 2023, while in 2022, the Company reported RCIT.

Details of the Company's excess MCIT which can be applied as a deduction against future taxable income are as follows:

<u>Year Incurred</u>	<u>Remaining Amount</u>	<u>Applied in Prior Years</u>	<u>Balance</u>	<u>Valid Until</u>
2023	P 2,754,156	P -	P 2,754,156	2026
2020	1,810,623	(1,810,623)	-	
2019	<u>121,878</u>	<u>(121,878)</u>	<u>-</u>	
	<u>P 4,686,657</u>	<u>(P 1,932,501)</u>	<u>P 2,754,156</u>	

Details of the NOLCO of the Company in 2023 are as follows:

<u>Year Incurred</u>	<u>Amount</u>	<u>Applied in Prior Years</u>	<u>Balance</u>	<u>Valid Until</u>
2023	P 32,353,038	P -	P 32,353,038	2026
2019	<u>10,693,360</u>	<u>(10,693,360)</u>	<u>-</u>	
	<u>P 43,046,398</u>	<u>(P 10,693,360)</u>	<u>P 32,353,038</u>	

In 2023 and 2022, the Company opted to continue claiming itemized deductions.

16. RELATED PARTY TRANSACTIONS

The Company's related parties include the ultimate parent company, parent company, and the Company's key management personnel.

The summary of the Company's transactions and outstanding balances with its related parties are as follows:

<u>Related Party</u>	<u>Note</u>	<u>2023</u>		<u>2022</u>	
		<u>Amount of Transaction</u>	<u>Outstanding Balance</u>	<u>Amount of Transaction</u>	<u>Outstanding Balance</u>
Ultimate Parent Company – Purchase of inventories	16.1	(P 402,826,192)	(P478,526,675)	(P207,702,370)	(P224,055,785)
New Parent Company – Advances	16.2	27,302,609	(324,622,435)	(23,664,836)	(351,924,704)
Key management personnel – Compensation	16.3	(9,765,824)	-	(8,612,963)	-

16.1 Purchase of Inventories

The Company purchases from its ultimate parent company inventories sold to its distributors and product samples distributed to sales representatives as part of the Company's marketing and promotional activities (see Note 12). The related outstanding payables are presented as part of Trade payables under Trade and Other Payables account in the statements of financial position (see Note 10). The payables are generally unsecured, noninterest-bearing, and payable in cash within three months.

In 2023 and 2022, the Company recognized unrealized gain amounting to P4.0 million and P0.8 million, respectively, related to outstanding trade payable from these transactions, which is presented as part of Foreign exchange loss – net in 2022 and Foreign exchange gain – net in 2023, under Other Charges - net in the statements of comprehensive income (see Note 13).

16.2 Advances from Parent Company

The Company obtained advances from former parent company that are unsecured, noninterest-bearing and payable on demand or through offsetting arrangements. The advances were used as working capital requirements of the Company.

On July 1, 2021, the former parent company assigned to Sun Pharma (Netherlands) B.V. all its rights, title, interest, and benefits in and to the outstanding advances from former parent company.

The analysis of advances, presented as Advances from Parent Company in the statements of financial position, is shown below.

	<u>Note</u>	<u>2023</u>	<u>2022</u>
Balance at beginning of year		P 351,924,704	P 328,259,868
Payments during the year		(11,686,837)	-
Cash flows from a non-cash financing activity – Unrealized foreign exchange gain (loss)	13	(<u>15,615,432</u>)	<u>23,664,836</u>
Balance at end of year		<u>P 324,622,435</u>	<u>P 351,924,704</u>

16.3 Key Management Personnel Compensation

Compensation of key management in 2023 and 2022, representing short-term employee benefits, amounted to P9.8 million and P8.6 million, respectively, shown as part of Salaries and Employee Benefits account in the statements of comprehensive income (see Notes 12 and 14).

17. CAPITAL STOCK

The Company's authorized capital stock is P10.0 million divided into 100,000 shares at P100 par value per share. The Company's subscribed and outstanding capital stock as at March 31, 2023 and 2022 amounted to P8.7 million divided into 86,534 shares at P100 par value per share.

As at March 31, 2023 and 2022, the Company has only one stockholder owning 100 or more shares of the Company's capital stock.

18. COMMITMENTS AND CONTINGENCIES

There are other commitments and contingent liabilities that arise in the normal course of the Company's operations which are not reflected in the financial statements. Management believes that losses, if any, that may arise from these contingencies will not have any material effect on the financial statements.

19. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to a variety of financial risks in relation to financial instruments. The main types of risks are interest rate risk, credit risk and liquidity risk.

The Company's risk management is coordinated with its parent company, in close cooperation with the Company's BOD, and focuses on securing the Company's short to medium-term cash flows by minimizing the exposure to financial markets.

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

19.1. Interest Rate Risk

As at March 31, 2023 and 2022, the Company has limited exposure to changes in market interest rates through its cash in bank. This financial instrument has shown small or measured changes in interest rates. Advances to employees have fixed interest rate.

19.2. Foreign Currency Risk

Most of the Company's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise from the Company's overseas advances and purchases, which are primarily denominated in United States (U.S.) dollars.

To mitigate the Company's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

Foreign currency-denominated financial liabilities, translated from U.S. dollars into Philippine pesos at the closing rate follow:

	<u>2023</u>	<u>2022</u>
<i>Short-term exposure:</i>		
Trade and other payables	P 478,526,675	P 224,055,785
Advances from parent company	<u>324,622,435</u>	<u>351,924,704</u>
	<u>P 803,149,110</u>	<u>P 575,980,489</u>

The table below illustrates the sensitivity of the Company's income before tax with respect to changes in Philippine peso against U.S. exchange rate. The percentage changes in rates have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months at a 99% confidence level.

	2023			2022		
	Reasonably possible change in rate	Effect in income before tax	Effect in capital deficiency before tax	Reasonably possible change in rate	Effect in income before tax	Effect in capital deficiency before tax
PhP - USD	+5.62%	(P 48,411,651)	P 36,308,738	+4.12%	(P 23,730,396)	P 14,051,131
PhP - USD	-5.62%	48,411,651	(36,308,738)	-4.12%	23,730,396	(14,051,131)

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

19.3. Credit Risk

Credit risk is the risk that a counterparty may fail to discharge an obligation to the Company. The Company is exposed to this risk for various financial instruments arising from selling goods and services to customers including related parties and placing deposits with banks.

The maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown on the face of the statement of financial position (or in the detailed analysis provided in the notes to the financial statements), as summarized below.

	Notes	2023	2022
Cash	4	P 59,069,876	P 6,309,715
Trade and other receivables - net	5	170,163,259	156,734,817
Refundable deposits	7	4,013,501	1,261,179
		<u>P 233,246,636</u>	<u>P 164,340,711</u>

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

(a) Cash

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

(b) Trade and Other Receivables

The Company applies the simplified approach in measuring ECL, which uses a lifetime expected credit loss allowance for all trade and other receivables.

To measure the ECL, trade and other receivables have been grouped based on shared credit risk characteristics and the days past due (age buckets). The other receivables relate to receivables from both third and related parties other than trade receivables and have substantially the same risk characteristics as the trade receivables. The Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the other assets.

The expected loss rates are based on the provision matrix as determined by management. The loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. In 2023 and 2022, the Company has identified inflation in the Philippines to be the most relevant factor, and accordingly adjusts the historical loss rates based on expected changes in this factor.

On that basis, the loss allowance as at March 31, 2023 and 2022 was determined based on days past due, as follows for both trade and other receivables:

	<u>Not more than 180 days</u>	<u>181 to 360 days</u>	<u>Over 360 days</u>	<u>Total</u>
March 31, 2023				
Expected loss rate	0%	100%	100%	
Gross carrying amount:				
Trade receivables	P 169,625,875	P 1,756,912	P 3,396,587	P 174,779,374
Other receivables	537,384	-	-	537,384
Loss allowance	-	1,756,912	3,396,587	5,153,499
March 31, 2022				
Expected loss rate	0%	93%	100%	
Gross carrying amount:				
Trade receivables	P 155,645,903	P 2,783,362	P 1,982,792	P 160,412,057
Other receivables	885,264	-	-	885,264
Loss allowance	-	2,579,712	1,982,792	4,562,504

(c) *Refundable Deposits*

In respect of refundable deposits, the Company is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Based on historical information, management consider the credit quality of refundable deposit to be good.

None of the financial assets are secured by collateral or other credit enhancements aside from cash in banks.

19.4. Liquidity Risk

The Company manages its liquidity needs by carefully monitoring cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a six-month and one-year period are identified monthly.

The Company maintains cash to meet its liquidity requirements for up to 45-day period.

The analyses of the Company's financial liabilities based on the expected interest realization or recognition are as follows:

		<u>Due Within One Year</u>		<u>Due Beyond One Year</u>		<u>Total</u>
March 31, 2023						
Trade and other payables	P	522,358,714	P	-	P	522,358,714
Advances from the parent company		324,622,435		-		324,622,435
Lease liabilities		<u>8,405,450</u>		<u>33,465,986</u>		<u>41,871,436</u>
Total		<u>P 855,386,599</u>		<u>P 33,465,986</u>		<u>P 888,852,585</u>
March 31, 2022						
Trade and other payables	P	249,197,934	P	-	P	249,197,934
Advances from the parent company		351,924,704		-		351,924,704
Lease liabilities		<u>2,331,699</u>		<u>110,174</u>		<u>2,441,873</u>
Total		<u>P 603,454,337</u>		<u>P 110,174</u>		<u>P 603,564,511</u>

20. CATEGORIES AND FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

20.1 Carrying Amounts and Fair Values by Category

The Company's financial assets and financial liabilities carried at amortized cost as presented in the statements of financial position are short-term in nature. Since the carrying value of the financial assets and liabilities approximate or are equal their fair values, a comparison between these values is no longer presented.

See Note 2.4 and 2.9 for a description of the accounting policies for each category of financial instruments including the determination of fair values. A description of the Company's risk management objectives and policies for financial instruments is provided in Note 19.

20.2 Offsetting of Financial Assets and Financial Liabilities

The Company has not set-off financial instruments in 2023 and 2022 and does not have relevant offsetting arrangements. Currently, financial assets and financial liabilities are settled on a gross basis.

21. FAIR VALUE MEASUREMENT AND DISCLOSURES

21.1 Fair Value Hierarchy

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

The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

For investments which do not have quoted market price, the fair value is determined by using generally acceptable pricing models and valuation techniques or by reference to the current market of another instrument which is substantially the same after taking into account the related credit risk of counterparties, or is calculated based on the expected cash flows of the underlying net asset base of the instrument.

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

21.2 Financial Instruments Measurement at Amortized Cost for which Fair Value is Disclosed

The carrying values of the Company's financial assets and financial liabilities approximate their fair values as at the end of the reporting period (see Note 20.1). Among the financial assets and financial liabilities of the Company, only cash is classified as Level 1 under fair value hierarchy, while the rest are Level 3.

22. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern and to provide an adequate return to shareholders by pricing products and services commensurate with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position.

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

The Company's total capital deficiency as at March 31, 2023 and 2022 amounted to P344.3 million and P342.3 million, respectively.

23. SUPPLEMENTARY INFORMATION REQUIRED BY THE BIR

23.1 Requirements Under Revenue Regulations (RR) No. 15-2010

Presented below is the supplementary information which is required by the BIR RR No. 15-2010 to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS.

The information on taxes, duties and license fees paid or accrued during the taxable year required under RR No. 15-2010 are presented below.

(a) Output VAT

In 2023, the Company declared output VAT as follows:

	<u>Tax Base</u>	<u>Output VAT</u>
Sale of goods:		
Taxable revenues	P 216,715,086	P 26,005,810
Exempt revenues	324,883,066	-
Other income	<u>164,493</u>	<u>19,379</u>
Total	<u>P 541,762,645</u>	<u>P 26,025,549</u>

Pursuant to Section 108(B), *Zero-rated VAT on Sale of Service*, and Section 109, *VAT Exempt Transactions*, of the NIRC, as amended, the Company had no zero-rated sales for 2022.

In 2023, the Company's output VAT was settled through application of available input VAT and through cash payment amounting to P2,796,713. Accordingly, the Company has P2,735,913 outstanding output VAT payable, which is recognized as part of Trade and Other Payables in the 2023 statement of financial position.

The Company has sales to government amounting to P1,553,471 and paid P108,743 output VAT accordingly.

(b) *Input VAT*

The movements in input VAT for the fiscal year ended March 31, 2023 are summarized below.

Balance at beginning of year	P	-
Importation of goods		-
Purchase of services		5,887,945
Domestic purchase of goods other than capital goods		2,008,757
Purchase of capital goods		14,967,398
Others		1,371,308
Applied against output VAT		(<u>20,963,530</u>)
	P	<u>3,271,878</u>

The total deferred input VAT amounted to nil as at March 31, 2023.

(c) *Customs Duties*

The Company paid for customs duties amounting to P2,930,704 for the importation of goods for the fiscal year ended March 31, 2023.

(d) *Excise Tax*

The Company does not have any transaction which is subject to excise tax.

(e) *Documentary Stamp Tax (DST)*

The Company paid DST amounting to P173,147 for the fiscal year ended March 31, 2023.

(f) *Taxes and Licenses*

The summary of Taxes and licenses, reported under Selling and Administrative Expenses in the 2023 statement of comprehensive income is broken down as follows:

Municipal licenses and permits	P	1,927,179
DST		173,147
Others		<u>870,346</u>
	P	<u>2,970,672</u>

(g) *Withholding Taxes*

The details of total withholding taxes for the year ended March 31, 2023 follow:

Compensation and benefits	P	11,358,950
Expanded		<u>2,456,908</u>
	P	<u>13,815,858</u>

In 2023, the Company has no final tax paid since it does not have any transactions subject to final tax.

(b) Deficiency Tax Assessment and Tax Cases

The Company has the following tax assessments which are either settled or under dispute and pending in courts or with the BIR:

- *Deficiency taxes in the aggregate amount of P39,478,619 related to income tax, VAT, and expanded withholding tax for taxable year 2019* – On November 29, 2021, the Company received a preliminary assessment notice (PAN) related to the deficiency taxes. The Company submitted the reply to the PAN on December 17, 2021 to present justifications and arguments against the deficiency taxes and later received the final assessment notice (FAN) dated January 3, 2022. On February 7, 2022, the Company submitted to the BIR a reply and reconciliation to the FAN. The BIR then issued the Final Decision on Disputed Assessment (FDDA) against the Company on October 12, 2022, to which the Company appealed by filing a request for reconsideration before the Office of the Commissioner of Internal Revenue (CIR) on November 18, 2022.
- On November 25, 2022, the Company paid deficiency taxes relating to taxable year 2021 income tax, value added tax, and expanded withholding tax totaling P500,252, inclusive of P74,589 interest, which is recognized as part of Taxes and Licenses under Selling and Administrative Expenses account in the 2023 statement of comprehensive income.

23.2 Requirements Under RR No. 34-2020

RR No. 34-2020 prescribes the guidelines and procedures on the submission of BIR Form No. 1709, transfer pricing documentation and other supporting documents for related party transactions. The Company is not covered by these requirements as the Company did not fall in any of the categories identified under Section 2 of RR No. 34-2020.