

# COVER SHEET

for  
REVIEWED QUARTERLY FINANCIAL STATEMENTS

SEC Registration Number

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Company Name

C	I	R	T	E	K		H	O	L	D	I	N	G	S		P	H	I	L	I	P	P	I	N	E	S			
C	O	R	P	O	R	A	T	I	O	N		A	N	D		S	U	B	S	I	D	I	A	R	I	E	S		

Principal Office ( No./Street/Barangay/City/Town)Province)

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L	A	G	U	N	A																								

Form Type

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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

S	T	O	C	K		I	S	S	U	E	R	
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## COMPANY INFORMATION

Company's Email Address

N/A
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Company's Telephone Number/s

(632) 7729-6205
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Mobile Number

N/A
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No. of Stockholders

26
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Annual Meeting  
Month/Day

28-May
--------

Fiscal Year  
Month/Day

31-Dec
--------

## CONTACT PERSON INFORMATION

The designated contact person MUST be an Officer of the Corporation

Name of Contact Person

Brian Gregory Liu
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Email Address

brian.liu@cirtek.ph
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Telephone Number/s

(632) 7729-6205
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Mobile Number

N/A
-----

Contact Person's Address

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

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



# **CIRTEK HOLDINGS**

## **Philippines Corporation**

### **STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR INTERIM CONSOLIDATED FINANCIAL STATEMENTS**



The Management of **CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES** (the "Group") is responsible for the preparation and fair presentation of the interim consolidated financial statements including the schedules attached therein, as of June 30, 2021 and December 31, 2020 and for the periods ended June 30, 2021 and 2020, in accordance with the Philippine Financial Reporting Standards, and for such internal control as Management determines is necessary to enable the preparation of interim consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is responsible for overseeing the Group's financial reporting process.

The Board of Directors reviews and approves the interim consolidated financial statements including the schedules attached therein, and submits the same to the stockholders.

**R.S. Bernaldo & Associates**, the independent auditor appointed by the stockholders, has reviewed the interim consolidated financial statements of the Group in accordance with Philippine Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*.


  
**JERRY LIU**  
Chairman of the Board  
**JORGE AGUILAR**  
Vice-Chairman and President  
  
**BRIAN GREGORY LIU**  
EVP & Chief Financial Officer

Signed this 30<sup>th</sup> day of July 2021.

SUBSCRIBED AND SWORN to before me this AUG 03 2021 day of \_\_\_\_\_ 2021 affiants exhibiting to me their respective Community Tax Certificates (CTCs), as follows:

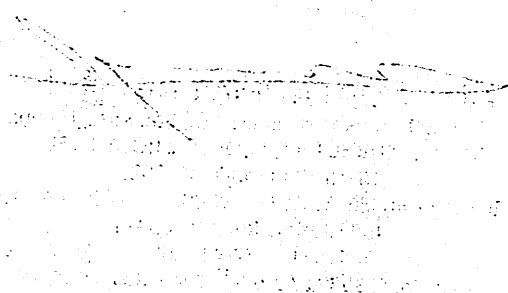
<u>Name</u>	<u>CTC No.</u>	<u>Date of Issue</u>	<u>Place of Issue</u>
JERRY LIU	CCI2021 08517376	January 04,2021	City of Manila
JORGE AGUILAR	CCI2021 08517382	January 04,2021	City of Manila
BRIAN GREGORY LIU	CCI2021 08517377	January 04,2021	City of Manila

Doc. No. 88 ;  
Page No. 19 ;  
Book No. XXII ;  
Series of 2021

  
ATTY. MA. FATIMA UNGSON-LIU  
Unit 109 Humana Wellness Ctr., Sta. Rosa, Laguna  
NOTARY PUBLIC for CITY OF STA. ROSA, LAGUNA  
UNTIL DECEMBER 31, 2021  
ROLL NO. 46386, MCLE NO. VI-0024880 / 04-17-2019  
IBP Lifetime Reg. No. 03411  
TIN No. 172-447-973  
PTR No. 4135821 / 1-04-21 / Sta. Rosa, Laguna

THE UNITED STATES OF AMERICA  
DEPARTMENT OF THE INTERIOR  
BUREAU OF LAND MANAGEMENT

WATER RESOURCES DIVISION  
NATIONAL CENTER FOR WATER RESOURCES  
1200 NORTH MOUNTAIN AVENUE  
DENVER, COLORADO 80202



## **Report on Review of Interim Consolidated Financial Statements**

The Board of Directors and the Stockholders  
**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
116 East Main Avenue, Phase V-SEZ  
Laguna Technopark, Biñan, Laguna

### *Introduction*

We have reviewed the accompanying interim consolidated statement of financial position of **CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES** as of June 30, 2021 and the related interim consolidated statement of comprehensive income, changes in equity and cash flows for the six-month period then ended. Management is responsible for the preparation and presentation of this interim consolidated financial statements in accordance with Philippine Financial Reporting Standards. Our responsibility is to express a conclusion on these interim consolidated financial statements based on our review.

### *Scope of Review*

We conducted our review in accordance with Philippine Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Philippine Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### *Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim consolidated financial statements is not prepared, in all material respects, in accordance with Philippine Financial Reporting Standards.



**R.S. BERNALDO & ASSOCIATES**

**BOA/PRC No. 0300**

**Valid until October 10, 2021**

**SEC Group A Accredited**

**Accreditation No. 0300-SEC**

**Valid until 2024 audit period**

**BSP Group B Accredited**

**Valid until 2021 audit period**

**BIR Accreditation No. 08-007679-000-2020**

**Valid from February 24, 2020 until February 23, 2023**

**IC Accreditation No. F-2019-004-R**

**Valid until October 1, 2022**



**ROMEO A. DE JESUS, JR.**

**Managing Partner**

**CPA Certificate No. 86071**

**SEC Group A Accredited**

**Accreditation No. 86071-SEC**

**Valid until 2024 audit period**

**BIR Accreditation No. 08-004744-001-2021**

**Valid from January 25, 2021 until January 24, 2024**

**Tax Identification No. 109-227-897**

**IC Accreditation No. SP-2019-004-R**

**Valid until October 1, 2022**

**PTR No. 8539809**

**Issued on January 7, 2021 at Makati City**

**July 30, 2021**

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES  
REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended June 30, 2021
2. Commission identification number CS2011102137 3. BIR Tax Identification No 007-979-726
- .....
4. Exact name of issuer as specified in its charter **Cirtek Holdings Philippines Corporation**
- .....
5. Province, country or other jurisdiction of incorporation or organization: **Philippines**
6. Industry Classification Code:  (SEC Use Only)
- 116 East Main Avenue, Phase V-SEZ Laguna Technopark, Binan Laguna 4024**
7. Address of issuer's principal office Postal Code
8. Issuer's telephone number, including area code +63 2 7729 6206.....+63 49 541 2317
- .....
9. Former name, former address and former fiscal year, if changed since last report: **n/a**
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
<u>Common Shares</u>	<b>419,063,353 / n/a</b>
<u>Preferred B2-A Shares</u>	<b>67,000,000/ n/a</b>
<u>Preferred B2-B Shares</u>	<b>20,000,000/ n/a</b>

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

Yes [ ☒ ] No [ ☐ ]

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

**Philippine Stock Exchange – Common Shares and Preferred B2 Shares**  
**PDEX – Commercial Paper**

12. Indicate by check mark whether the registrant:

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

Yes [☒] No [☐]

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

Yes [☒] No [☐]

#### **PART I--FINANCIAL INFORMATION**

##### **Item 1. Financial Statements.**

Please see attached

##### **Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.**

Please see attached

#### **SIGNATURES**

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

Issuer.:

Signature and Title

  
**Emelita Cruzada**  
Chief Compliance Officer

Date: August 03, 2021

Principal Financial/Accounting Officer/Controller:

Signature and Title.

  
**Brian Gregory Liu**  
EVP & Chief Financial Officer

Date: August 03, 2021



# **CIRTEK HOLDINGS PHILIPPINES CORPORATION**

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**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
(In US Dollars)

	NOTES	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	4	10,213,942	31,837,190
Trade and other receivables – net	5	59,812,395	56,654,779
Due from related parties	18	191,569	193,592
Inventories	6	60,751,434	57,101,037
Other current assets	7	6,648,386	5,060,619
		<b>137,617,726</b>	<b>150,847,217</b>
Assets held for sale	9	10,605,040	10,605,040
		<b>148,222,766</b>	<b>161,452,257</b>
<b>Non-current Assets</b>			
Other financial asset at amortized cost	8	-	456,055
Property, plant and equipment – net	10	40,235,529	41,951,841
Intangible assets – net	11	94,273,804	94,072,121
Right-of-use asset – net	12	335,627	443,009
Deferred income tax assets – net		288,326	329,361
Other non-current assets	13	6,261,847	10,379,809
		<b>141,395,133</b>	<b>147,632,196</b>
<b>TOTAL ASSETS</b>		<b>289,617,899</b>	<b>309,084,453</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
<b>LIABILITIES</b>			
<b>Current Liabilities</b>			
Trade and other payables	14	20,908,727	14,989,780
Short-term loans	15	61,084,877	86,039,146
Long-term debt – current portion	16	5,246,398	8,113,098
Due to related parties	18	620,774	618,881
Dividend payable	30	224,772	126,955
Lease liabilities – current portion	17	194,519	301,901
Deposit for future stock subscription		189,107	189,107
Income tax payable		247,696	130,616
		<b>88,716,870</b>	<b>110,509,484</b>
<b>Non-current Liabilities</b>			
Long-term debt – net of current portion	16	47,499,387	50,317,388
Lease liabilities – net of current portion	17	162,983	162,983
Retirement benefit obligation	24	2,758,090	2,747,557
Deferred income tax liabilities – net		3,806,265	3,913,575
		<b>54,226,725</b>	<b>57,141,503</b>
<b>TOTAL LIABILITIES</b>		<b>142,943,595</b>	<b>167,650,987</b>
<b>STOCKHOLDERS' EQUITY</b>			
Common Stock	29,30a	9,594,321	9,594,321
Preferred Stock	29,30b	3,032,140	3,032,140
Additional Paid-in Capital	29	120,053,514	120,053,514
Equity Reserve	29	4,030,214	4,030,214
Other Comprehensive Loss	29	1,365,298	1,365,298
Retained Earnings	29,30c	33,376,251	28,144,471
Parent Company shares held by a subsidiary	29	(24,777,434)	(24,786,492)
		<b>146,674,304</b>	<b>141,433,466</b>
<b>TOTAL STOCKHOLDERS' EQUITY</b>		<b>146,674,304</b>	<b>141,433,466</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>		<b>289,617,899</b>	<b>309,084,453</b>

*See accompanying Notes to Interim Condensed Consolidated Financial Statements.*

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**  
(In US Dollars)

		For the Six Months Ended June 30		For the Three Months Ended June 30	
	NOTES	2021 (Reviewed)	2020 (Unaudited)	2021 (Reviewed)	2020 (Unaudited)
<b>REVENUE FROM CONTRACTS</b>					
CUSTOMERS	19	45,553,572	42,288,971	22,808,668	20,018,832
<b>COST OF SALES</b>	20	31,856,901	30,621,378	15,748,039	14,654,443
<b>GROSS PROFIT</b>		13,696,671	11,667,593	7,060,629	5,364,389
<b>OPERATING EXPENSES</b>	21	4,275,283	4,646,039	2,202,024	2,303,509
<b>FINANCIAL EXPENSE (INCOME)</b>					
Finance income	4	(15,332)	(62,040)	10,912	(14,094)
Finance costs	15,16	2,379,498	3,208,082	1,251,941	1,648,691
<b>OTHER INCOME - net</b>	25	1,108,186	1,241,354	925,788	1,195,218
<b>PROFIT BEFORE TAX</b>		8,165,408	5,116,866	4,521,540	2,621,501
<b>PROVISION FOR (BENEFIT FROM)</b>					
<b>INCOME TAX</b>					
Current		295,554	247,598	209,305	103,299
Deferred		(111,618)	(111,617)	(55,809)	(55,808)
<b>INCOME TAXES</b>	26	183,936	135,981	153,496	47,491
<b>PROFIT</b>		7,981,472	4,980,885	4,368,044	2,574,010
<b>OTHER COMPREHENSIVE INCOME</b>					
<b>ITEMS THAT WILL NOT BE RECLASSIFIED</b>					
<b>SUBSEQUENTLY TO PROFIT OR LOSS:</b>					
Remeasurement - net					
<b>TOTAL COMPREHENSIVE INCOME</b>		7,981,472	4,980,885	4,368,044	2,574,010
<b>Basic Earnings per Share</b>	27	0.0125	0.0068	0.0073	0.0037
<b>Dividends per share on common stock</b>	31	-	-	-	-

*See accompanying Notes to Interim Condensed Consolidated Financial Statements*

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
(In US Dollars)

For the Six Months Ended June 30, 2021 (Reviewed)										
Other Comprehensive Income(Loss)										
Note	Common Stock	Preferred Stock	Additional Paid-in Capital	Equity Reserve	Remeasurement	Net Changes in Fair Value of Equity Investment at FVOCI	Retained Earnings	Parent Company shares held by a subsidiary	Total	
Balance, December 31, 2020	\$ 9,594,321	\$ 3,032,140	\$ 120,053,514	\$ 4,030,214	\$ 3,032,298	\$ (1,667,000)	\$ 28,144,471	\$ (24,786,492)	\$ 141,433,466	
Net Income							\$ 7,981,472		\$ 7,981,472	
Other comprehensive income									\$ -	
Cash dividends declared	30						\$ (2,749,692)		\$ (2,749,692)	
Acquisition/Disposal of subsidiary of Parent Company's shares								\$ 9,058	\$ 9,058	
Balances as of June 30, 2021	\$ 9,594,321	\$ 3,032,140	\$ 120,053,514	\$ 4,030,214	\$ 3,032,298	\$ (1,667,000)	\$ 33,376,251	\$ (24,777,434)	\$ 146,674,304	

For the Six Months Ended June 30, 2020 (Unaudited)										
Other Comprehensive Income(Loss)										
Note	Common Stock	Preferred Stock	Additional Paid-in Capital	Equity Reserve	Remeasurement	Net Changes in Fair Value of Equity Investment at FVOCI	Retained Earnings	Parent Company shares held by a subsidiary	Total	
Balance, December 31, 2019	\$ 9,594,321	\$ 2,615,995	\$ 100,469,659	\$ 4,030,214	\$ 760,027	\$ (1,667,000)	\$ 26,209,080	\$ (27,753,128)	\$ 114,259,168	
Net Income							\$ 4,980,885		\$ 4,980,885	
Other comprehensive income									\$ -	
Cash dividends declared	30						\$ (2,051,908)		\$ (2,051,908)	
Acquisition/Disposal of subsidiary of Parent Company's shares								\$ 1,215,621	\$ 1,215,621	
Balances as of June 30, 2020	\$ 9,594,321	\$ 2,615,995	\$ 100,469,659	\$ 4,030,214	\$ 760,027	\$ (1,667,000)	\$ 29,138,057	\$ (26,537,507)	\$ 118,403,766	

See accompanying Notes to Interim Condensed Consolidated Financial Statements

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(In US Dollars)

	NOTES	June 30, 2021 (Reviewed)	June 30, 2020 (Unaudited)
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		8,165,408	5,116,866
Adjustments for:			
Depreciation	10,20,21	2,706,092	2,456,667
Amortization	11,12,13,20,21	1,252,555	1,187,627
Finance costs	15,16	2,379,498	3,208,082
Retirement benefit costs	24	10,533	(23,424)
Net unrealized foreign exchange losses (gains)	25	(334,258)	441,999
Finance income	4	(15,332)	(62,040)
Operating cash flows before changes in working capital		14,164,496	12,325,777
Decrease (Increase) in operating assets:			
Trade and other receivables		(2,611,943)	(3,407,427)
Inventories		(3,650,397)	(9,239,560)
Other current assets		(1,587,767)	(3,753,495)
Increase in trade and other payables		5,666,119	4,308,806
Cash from (used in) operations		11,980,508	234,101
Interest received	4	15,332	62,040
Income taxes paid		(133,131)	(443,490)
Net cash from (used in) operating activities		11,862,709	(147,349)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Acquisitions of:			
Property, plant and equipment	10	(989,780)	(4,773,888)
Product development costs	11	(1,327,622)	(1,391,320)
Lease liability at amortized cost	17	(107,382)	-
Proceeds from matured bond investment	8	456,055	-
Decrease (increase) in other noncurrent assets	13	4,098,728	(193,244)
Net cash from (used in) investing activities		2,129,999	(6,358,452)
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Proceeds from:			
Proceeds from loans & CP reissuances	15	29,118,324	60,330,845
Proceeds from sale by a subsidiary of Parent Company's sh	30	9,058	1,215,621
Payments of:			
Cash dividends	30	(2,651,875)	(2,051,908)
Finance costs	15,16	(2,379,498)	(3,208,082)
Debt issuance costs	16	(36,000)	37,663
Long-term loan	16	(5,648,701)	(2,738,150)
Short-term loan	15	(54,072,593)	(58,814,181)
Net movement in amounts owed by and owed to related part	18	3,916	11,789,819
Net cash from (used in) financing activities		(35,657,369)	6,561,627
EFFECTS OF FOREIGN EXCHANGE RATE IN CASH	25	41,413	(437,575)
NET DECREASE IN CASH AND CASH EQUIVALENTS		(21,623,248)	(381,749)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	4	31,837,190	15,354,711
CASH AND CASH EQUIVALENTS AT END OF PERIOD	4	10,213,942	14,972,962

*See accompanying Notes to Interim Condensed Consolidated Financial Statements.*

## **CIRTEK HOLDINGS PHILIPPINE CORPORATION AND SUBSIDIARIES**

### **NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

**As of and for the Six-Month Period Ended June 30, 2021**

***(With Comparative Audited Figures as of December 31, 2020 and Unaudited Figures for the Six Month Period Ended June 30, 2020)***

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#### **1. Corporate Information**

Cirtek Holdings Philippines Corporation (CHPC or the “Parent Company”) was incorporated under the laws of the Republic of the Philippines on February 10, 2011 to invest in, purchase or acquire personal property of every kind, including shares of stocks, bonds, debentures, notes, evidences of indebtedness, and other securities.

The Parent Company was listed in the Philippine Stock Exchange on November 18, 2011.

Prior to the listing, the Parent Company had undergone a corporate reorganization on March 1, 2011 which includes an acquisition from Cirtek Holdings, Inc. (CHI) of 155,511,952 common shares of Cirtek Electronics Corporation (CEC), and 50,000 shares of Cirtek Electronics International Corporation (CEIC), representing 100% of the outstanding capital stock of both companies. The above transaction was treated as a business combination of entities under common control and was accounted for similar to pooling-of-interests method.

Camerton Inc. (Camerton) is the immediate parent of CHPC, while Carmetheus Holdings, Inc. is the ultimate parent company of CHPC and its subsidiaries (the “Group”).

CHPC, through its subsidiaries CEC and CEIC, is primarily engaged in two major activities: (1) the manufacture and sales of semiconductor packages as an independent subcontractor for outsourced semiconductor assembly, test and packaging services, and (2) the manufacture of value-added, highly integrated technology products. CEC provides turnkey solutions that include package design and development, wafer probing, wafer back grinding, assembly and packaging, final testing of semiconductor devices, and delivery and shipment to its customers’ end users. CEIC sells integrated circuits principally in the United States of America, and assigns the production of the same to CEC. In 2014, CEIC acquired Remec Broadband Wireless Inc. (RBWI or REMEC), renamed Cirtek Advanced Technologies and Solutions, Inc. (CATS), a manufacturer of value added, highly integrated technology products. CATS offers complete “box build” turnkey manufacturing solutions to radio frequency, microwave and millimeter wave products used in the wireless industry such as telecommunication, satellite, aerospace and defense, and automotive wireless devices.

#### **Incorporation of Cirtek Corporation and Cirtek Cayman Ltd. (CCL, Merger Subsidiary)**

Cirtek Corporation was incorporated on July 7, 2017 under the laws of Delaware, USA, to engage in lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware. Cirtek Corporation is a wholly owned subsidiary of CEIC.

In the same period, CCL was incorporated in the Cayman Islands. CCL is a wholly owned subsidiary of Cirtek Corporation and was merged with Quintel Cayman Ltd. (Quintel) in accordance with the Agreement and Plan of Merger (“Agreement”) between the Group and the previous stockholders of Quintel.

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### ***Acquisition of Quintel***

On July 28, 2017, the Parent Company's Board of Directors, (BOD) approved the acquisition of Quintel and its subsidiaries for 83.2 million. Quintel is a leading innovator of spectrum and space-efficient base station antennas for wireless networks.

In accordance with the Agreement, CCL was merged with and into Quintel, with the latter surviving corporation. All outstanding shares, warrants, and stock options of the previous stockholders of Quintel were converted to a right to receive the consideration from CHPC and Cirtek Corporation. As a result of the merger, each of CCL's one hundred (100) issued and outstanding shares shall be converted into and exchanged for one (1) validly issued, fully paid and non-assessable share of the surviving company. On the other hand, each of Quintel's issued and outstanding shares before the merger shall be cancelled and extinguished, and be converted automatically into the right to receive a portion of the purchase price.

The Group believes that Quintel's cutting edge research and development and product capabilities significantly add to and complement the Group's growing portfolio in wireless communication, and is aligned with its business focus on high-growth market segments. Furthermore, being the strategic manufacturing partner of Quintel products places the Group in a unique situation to achieve significant synergies through value engineering, research and development collaboration as well as cost reduction, resulting in high-quality, reliable and cost-competitive products.

On August 4, 2017, the Assistant Registrar of Companies for the Cayman Islands issued a Certificate of Merger stating that the companies have merged effective on said date.

### ***Commercial Papers***

On March 26, 2021, the Securities and Exchange Commission (SEC) approved the ₱1,000,000,000 worth of Commercial Papers (CPs) of the Company. On April 28, 2021, the CPs have been listed in the Philippine Dealing and Exchange Corporation. The CPs were issued in lump-sum or in tranches as follows:

On February 19, 2020, the Securities and Exchange Commission (SEC) approved the ₱2,000,000,000 worth of Commercial Papers (CPs) of the Parent Company. On the following day, the CPs have been listed in the Philippine Dealing and Exchange Corporation. The CPs may be issued in lump-sum or in tranches as follows:

Series	Discount Rate	Tenor	Denomination
D	4.000%	182 days	Minimum of ₱5,000,000 face value and increments of ₱100,000
E	4.250%	364 days	Minimum of ₱5,000,000 face value and increments of ₱100,000

The proceeds were used to refinance the existing debt of the Parent Company and finance working capital requirement.

The Parent Company is 70% owned by Camerton, Inc., a domestic Corporation, 68.10% owned by Filipino individuals and 2.8% owned by foreign individuals.

The Parent Company's registered office address is at 116 East Main Avenue, Phase V-SEZ, Laguna Technopark, Biñan, Laguna.

## **Effect of COVID-19**

In order to hasten the achievement of herd immunity against COVID-19 within the company and ensure the good health of its employees, Cirtek's Top Management has facilitated the reservation of vaccines by tying up with a leading pharmaceutical company that cooperates with the appropriate government agencies and ordering of adequate number of vaccines. This move is welcomed by the Cirtek's employees who desire to be vaccinated at the soonest possible time. The Company continues to implement/enforce its Workplace Policy and Program on COVID-19 Prevention and Control in compliance with DOLE and DOH regulations. Moreover, a work-from-home policy especially for office staff and staggered attendance scheme are currently in place.

Amidst the global pandemic, the Company is experiencing a good booking in product orders for medical chips supplied to medical equipment end customers globally. In view of the manifestation of COVID-19 around the world, it is critical for hospitals to have enough medical equipment to save lives, flatten the curve, prevent further spread of the virus and control the pandemic. The Cirtek Group has been tapped by several of its customers for chips used in medical equipment desperately needed all over the world. Cirtek Group is able to produce 1 million chips per week for these devices that are in urgent demand which medical practitioners rely on. This year 2021, there is a strong demand of semi-conductor devices due to shortage and insufficient production last 2020 of semiconductor companies particularly large multinational companies who did not invest from additional capex to increase in capacity because of global pandemic. The global semi-conductor sales are expected to have a significant growth and all the markets are increasing orders particularly telecommunications, industrial, automotive, medical, computing including IOT etc because of the shortage.

In line with the Company's social responsibility, it is stepping up beyond its call of duty to exert more effort in curbing down the global pandemic. The Cirtek Group has donated hundreds of thousands worth of Personal Protective Equipment (PPE) to various hospitals locally. The Cirtek Group remains operational with a work schedule of 24 hours a day, 6 days a week, to keep up with the pace in global demand.

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## **2. Basis for the Preparation and Presentation of Consolidated Financial Statement**

### **Basis of Preparation**

The interim condensed consolidated financial statements have been prepared in the conformity with PFRS and are under the historical cost convention, except for certain financial instruments that are carried either at fair value or amortized cost, inventories carried at lower of cost or net realizable value, and asset for sale, which are stated at lower of carrying amount and fair value less costs to sell.

### **Statement of Compliance**

The interim condensed consolidated financial statements of the Group have been prepared in accordance with Philippine Accounting Standards (PAS) 34, *Interim Financial Reporting*. The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's December 31, 2020 annual consolidated financial statements.

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### Basis of Consolidation

The interim condensed consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as of the following:

	Country of Incorporation	Percentage of Ownership			
		June 30, 2021		December 31, 2020	
		Direct	Indirect	Direct	Indirect
CEC	Philippines	100	—	100	—
CEIC	BVI	100	—	100	—
CATS (formerly known as RBWI)	BVI	—	100	—	100
CATS - Philippine Branch	Philippines	—	100	—	100
RBW Realty and Property, Inc. (RBWRP)	Philippines	—	100	—	100
Cirtek Corporation	United States of America	—	100	—	—
Quintel Cayman	Cayman Islands	—	100	—	—
Quintel Technology, Ltd.	United Kingdom	—	100	—	—
Quintel USA	United States of America	—	100	—	—
Telecom Quintel Mauritius, Ltd.	Republic of Mauritius	—	100	—	—

Telecom Quintel Mauritius, LTD, and Quintel Technology, LTD, was liquidated, as discussed in Note 31.

The consolidated financial statements incorporate the financial statements of the Parent Company and the entities controlled by the Parent Company (its subsidiaries) up to December 31 of each year. Control is achieved when the Parent Company has exposure or rights to variable returns from its involvement

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights.

The Group re-assess whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Subsidiaries are consolidated from the date when control is transferred to the Parent Company and ceases to be consolidated from the date when control is transferred out of the Parent Company.

At acquisition, the assets and liabilities and the contingent liabilities of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the assets acquired is recognized as goodwill.

Any deficiency of the cost of acquisition below the fair values of the identifiable net assets acquired (i.e. discount on acquisition) is credited to the profit and loss in the period of acquisition. Goodwill is initially measured at cost, being the excess of the aggregate of fair value of the consideration transferred and the amount recognized for non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units (CGU) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Inter-group balances and transactions, including inter-group profits and unrealized profits and losses, are eliminated. When necessary, adjustments are made to the financial statements of the subsidiary to bring the accounting policies used in line with those used by the Group. All inter-group transactions, balances, income and expenses are eliminated during consolidation. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the portion of profit or loss and net assets not held by the Parent Company and are presented in the consolidated statements of comprehensive income and within equity in the consolidated statements of financial position, separately from the Group's equity attributable to equity holders of the Parent Company. A change in the ownership interest of a subsidiary, without a loss of control is accounted for as an equity transaction.

Upon the loss of control, the Group derecognizes the assets and liabilities of the former subsidiary from the consolidated statement of financial position. The Group recognizes any investment retained in the former subsidiary at its fair value when control is lost and subsequently accounts for it and for any amounts owed by or to the former subsidiary in accordance with relevant PFRSs. That fair value shall be regarded as the fair value on initial recognition of a financial asset in accordance with PFRS 9 or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture. The Group recognizes the gain or loss associated with the loss of control attributable to the former controlling interest.

#### Business Combinations and Goodwill

Business combination is a transaction or event in which an acquirer obtains control of one or more businesses. The Group accounts for each business combination by applying the acquisition method in accordance with PFRS 3. The Group elects to measure the non-controlling interest in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as of the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group as an acquirer shall report in its consolidated financial statements provisional amounts for the items for which the accounting is incomplete.

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During the measurement period, the Group as an acquirer shall retrospectively adjust the provisional amounts recognized at the acquisition date to reflect new information obtained about the facts and circumstances that existed as of the acquisition date and, if known, would have affected the measurement of the amounts recognized as of that date. During the measurement period, the Group as an acquirer shall also recognize additional assets or liabilities if new information is obtained about facts and circumstances that existed as of the acquisition date and, if known, would have resulted in the recognition of those assets and liabilities as of that date. The measurement period ends as soon as the Group as an acquirer receives information it was seeking about facts and circumstances that existed as of the acquisition date or learns that more information is not obtainable. However, the measurement period shall not exceed one year from the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognized in profit or loss. Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration that is classified as an asset or liability that is a financial instrument and within the scope of PFRS 9 (previously PAS 39) is measured at fair value with changes in fair value recognized either in profit or loss or other comprehensive income. If the contingent consideration is not within the scope of PFRS 9, it is measured in accordance with the appropriate PFRS. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

The Group recognizes goodwill as of the acquisition date as the excess of (a) and over (b) below:

- a) The aggregate of:
  - i. The consideration transferred, which is generally measured at acquisition-date fair value;
  - ii. The amount of any non-controlling interest in the acquiree; and
  - iii. In a business combination achieved in stages, the acquisition-date fair value of the acquirer's previously held equity interest in the acquiree.
- b) The net of the acquisition-date amounts the identifiable assets acquired and the liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash generating units (CGUs) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a CGU and part of the operation within the unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

Common control combination is a business combination wherein the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. This means that the same party or parties have the ultimate control over the combining entities or businesses both before and after the business combination.

The Group applied pooling of interest method in accounting for common control business combinations. The assets and liabilities of the acquired entities and that of the Group are reflected at their carrying values at the stand-alone financial statements of the investee companies. The difference in the amount recognized and the fair value of the consideration given is accounted for as an equity transaction, i.e., as either a contribution or distribution of equity. Further, when a subsidiary is disposed in a common control transaction without loss of control, the difference in the amount recognized and the fair value of consideration received is also accounted for as an equity transaction.

The Group records the difference as equity reserve and is presented as a separate component of equity in the consolidated statement of financial position. Comparatives shall be restated to include balances and transactions as if the entities have been acquired at the beginning of the earliest period presented in the consolidated financial statements, regardless of the actual date of the combination.

## **2.01 New and Revised PFRSs Applied with No Material Effect on the Financial Statements**

The following new and revised PFRSs have been adopted in these financial statements. The application of these new and revised PFRSs has not had any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

### **Amendments to PFRS 16, *COVID-19-related Rent Concessions***

The following are the amendments to PFRS 16:

- provide lessees with an exemption from assessing whether a COVID-19 related rent concession is a lease modification;
- require lessees that apply the exemption to account for COVID-19 related rent concessions as if they were not lease modifications;
- require lessees that apply the exemption to disclose that fact; and
- require lessees to apply the exemption retrospectively in accordance with PAS 8, but not require them to restate prior period figures.

The amendments are effective for annual reporting periods beginning on or after June 1, 2020.

## **2.02 New and Revised PFRSs in Issue but Not Yet Effective**

Cirtek Group will adopt the following standards and interpretations enumerated below when they become effective. Except as otherwise indicated, Cirtek Group does not expect the adoption of these new and amended PFRS, to have significant impact on the financial statements.

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2.02.01 Standard Adopted by FRSC and Approved by the Board of Accountancy (BOA)

*Amendments to PFRS 16, COVID-19-Related Rent Concessions beyond June 30, 2021*

The following are the amendments to PFRS 16:

- permit a lessee to apply the practical expedient regarding COVID-19-related rent concessions to rent concessions for which any reduction in lease payments affects only payments originally due on or before June 30, 2022 (rather than only payments originally due on or before June 30, 2021);
- require a lessee applying the amendment to do so for annual reporting periods beginning on or after April 1, 2021;
- require a lessee applying the amendment to do so retrospectively, recognising the cumulative effect of initially applying the amendment as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at the beginning of the annual reporting period in which the lessee first applies the amendment; and
- specify that, in the reporting period in which a lessee first applies the amendment, a lessee is not required to disclose the information required by paragraph 28(f) of IAS 8.

The amendments are effective for annual reporting periods beginning on or after April 1, 2021, with earlier application permitted.

*Amendments to PFRS 3, Reference to the Conceptual Framework*

The following are the amendments in reference to the conceptual framework:

- update PFRS 3 so that it refers to the 2018 Conceptual Framework instead of 1989 Framework;
- add to PFRS 3 a requirement that, for transactions and other events within the scope of PAS 37 or IFRIC 21, an acquirer applies PAS 37 or IFRIC 21 instead of the Conceptual Framework to identify the liabilities it has assumed in a business combination; and
- add to PFRS 3 an explicit statement that an acquirer does not recognize contingent assets acquired in a business combination.

The amendments are effective for annual periods beginning on or after January 1, 2022, with earlier application permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.

*Amendments to PAS 16, Property, Plant and Equipment - Proceeds before Intended Use*

The amendments prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognize such sales proceeds and related cost in profit or loss.

The amendments are effective for annual periods beginning on or after January 1, 2022, with earlier application permitted. An entity applies the amendments retrospectively only to items of property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments.

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### Amendments to PAS 37, *Onerous Contracts - Cost of Fulfilling a Contract*

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The amendments are effective for annual periods beginning on or after January 1, 2022, with earlier application permitted. Entities apply the amendments to contracts for which the entity has not yet fulfilled all its obligations at the beginning of the annual reporting period in which the entity first applies the amendments. Comparatives are not restated.

### Annual Improvements to PFRS Standards 2018-2020 Cycle

Amendments to PFRS 1, *Subsidiary as a first-time adopter* - The amendment permits a subsidiary that applies paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRSs.

Amendments to PFRS 9, *Fees in the '10 per cent' test for derecognition of financial liabilities* - The amendment clarifies which fees an entity includes when it applies the '10 per cent' test in paragraph B3.3.6 of IFRS 9 in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

Amendments to PFRS 16, *Lease Incentives* - The amendment to Illustrative Example 13 accompanying IFRS 16 removes from the example the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example.

Amendments to PAS 41, *Taxation in fair value measurements* - The amendment removes the requirement in paragraph 22 of PAS 41 for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. This will ensure consistency with the requirements in PFRS 13.

The amendments are effective for annual reporting periods beginning on or after January 1, 2022.

### Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*

The amendments to PAS 1 are the following:

- clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;
  - clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and
  - make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.
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The amendments defer the effective date of the January 2020 Classification of Liabilities as Current or Non-Current (Amendments to PAS 1) to annual reporting periods beginning on or after January 1, 2023. Earlier application of the January 2020 amendments continues to be permitted.

#### *Amendments to PAS 8, Definition of Accounting Estimates*

The definition of accounting estimates has been amended as follows: accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”.

The amendment also clarifies the following:

- Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty.
- A change in accounting estimate that results from new information or new developments is not the correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors.
- A change in an accounting estimate may affect only the current period's profit or loss, or the profit or loss of both the current period and future periods. The effect of the change relating to the current period is recognised as income or expense in the current period. The effect, if any, on future periods is recognised as income or expense in those future periods.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023 and changes in accounting policies and changes in accounting estimates that occur on or after the start of that period., with earlier application permitted.

#### *Amendments to PAS 1 and PFRS Practice Statement 2, Disclosure Initiative – Accounting Policies*

The amendments to PAS 1 are the following:

- an entity is now required to disclose its material accounting policy information instead of its significant accounting policies;
- several paragraphs are added to explain how an entity can identify material accounting policy information and to give examples of when accounting policy information is likely to be material;

The amendments also clarify the following:

- accounting policy information may be material because of its nature, even if the related amounts are immaterial;
- accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements; and
- if an entity discloses immaterial accounting policy information, such information shall not obscure material accounting policy information.

In addition, PFRS Practice Statement 2 has been amended by adding guidance and examples to explain and demonstrate the application of the ‘four-step materiality process’ to accounting policy information in order to support the amendments to PAS 1.

The amendments are effective for annual reporting periods beginning on or after January 1, 2023, with earlier application permitted.

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## **PFRS 17, *Insurance Contracts***

PFRS 17 sets out the requirements that an entity should apply in reporting information about insurance contracts it issues and reinsurance contracts it holds. It requires an entity that issues insurance contracts to report them on the balance sheet as the total of the fulfillment cash flows and the contractual service margin. It requires an entity to provide information that distinguishes two ways insurers earn profits from insurance contracts: the insurance service result and the financial result. It requires an entity to report as insurance revenue the amount charged for insurance coverage when it is earned, rather than when the entity receives premium. It requires that insurance revenue to exclude the deposits that represent the investment of the policyholder, rather than an amount charged for services. Similarly, it requires the entity to present deposit repayments as settlements of liabilities rather than as insurance expense.

PFRS 17 is effective for annual periods beginning on or after January 1, 2025. Early application is permitted for entities that apply PFRS 9 Financial Instruments and PFRS 15 Revenue from Contracts with Customers on or before the date of initial application of PFRS 17.

An entity shall apply PFRS 17 retrospectively unless impracticable, except that an entity is not required to present the quantitative information required by paragraph 28(f) of PAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and an entity shall not apply the option in paragraph B115 for periods before the date of initial application of PFRS 17. If, and only if, it is impracticable, an entity shall apply either the modified retrospective approach or the fair value approach.

### **Amendments to PFRS 17, *Insurance Contracts***

The amendments cover the following areas:

- Insurance acquisition cash flows for renewals outside the contract boundary;
- Reinsurance contracts held—onerous underlying insurance contracts;
- Reinsurance contracts held—underlying insurance contracts with direct participation features; and
- Recognition of the contractual service margin in profit or loss in the general model.

The amendments are effective to annual reporting periods beginning on or after January 1, 2025.

### **2.02.02 Deferred**

#### **Amendments to PFRS 10 and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture***

The amendments clarify the treatment of the sale or contribution of assets between an investor and its associate and joint venture. This requires an investor in its financial statements to recognize in full the gains and losses arising from the sale or contribution of assets that constitute a business while recognize partial gains and losses if the assets do not constitute a business (i.e. up to the extent only of unrelated investor share).

On January 13, 2016, the FRSC decided to postpone the original effective date of January 1, 2016 of the said amendments until the IASB has completed its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

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### 3. Operating Segments

Financial information on the Group's business segments as of June 30, 2021 and 2020 are presented below. The amounts disclosed were determined consistent with the measurement basis under PFRS.

For the six months ended June 30, 2021:

	CEC	CATS - Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
Net sales:					
External customers	\$20,872,115	\$13,554,676	\$11,126,781	\$-	\$45,553,572
Total net sales	20,872,115	13,554,676	11,126,781	-	45,553,572
Segment depreciation and amortization	1,867,797	511,593	991,796	587,460	3,958,646
Segment interest income	9,383	5,948	1	-	15,332
Segment interest expense	2,363,306	-	16,192	-	2,379,498
Segment profit (loss) before income tax	6,279,963	4,574,720	2,898,185	(5,587,460)	8,165,408
Segment provision for income tax	189,711	68,524	37,319	(111,618)	183,936
Segment profit (loss) after income tax	\$6,090,252	\$4,506,196	\$2,860,866	(\$5,475,842)	\$7,981,472

Other financial information of the operating segments as of June 30, 2020 is as follows:

	CEC	CATS - Philippine Branch	Quintel	Eliminations and Consolidation Adjustments	Consolidated
Net sales:					
External customers	\$18,125,243	\$11,444,559	\$12,719,169	\$—	\$42,288,971
Total net sales	18,125,243	11,444,559	12,719,169	—	42,288,971
Segment depreciation and amortization	1,553,439	435,421	737,974	587,460	3,644,294
Segment interest income	56,917	5,123	—	—	62,040
Segment interest expense	3,125,647	—	82,435	—	3,208,082
Segment profit (loss) before income tax	894,706	1,465,686	3,343,934	(587,460)	5,116,866
Segment provision for income tax	227,290	20,308	—	(111,617)	135,981
Segment profit (loss) after income tax	\$667,416	\$1,445,378	\$3,343,934	(\$475,843)	\$4,980,885

Prior to the Group's acquisition of Quintel, the Group has reported only one operating segment primarily because the Group operates out of one geographical location and the Group has previously reported information on an entity-wide basis.

#### 4. Cash and Cash Equivalents

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Cash on hand	\$ 252	\$ 253
Cash in banks	10,213,690	31,836,937
	<b>\$ 10,213,942</b>	<b>\$ 31,837,190</b>

Cash in banks earn interest at prevailing bank deposit rates.

Interest income earned from cash in banks amounted to \$15,332 and \$62,040 for the six months ended June 30, 2021 and 2020, respectively.

#### 5. Trade and Other Receivables - Net

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Trade receivables	\$ 54,092,654	\$ 45,638,986
Less: Allowance for expected credit losses	(741,012)	(741,012)
	<b>53,351,642</b>	<b>44,897,974</b>
Others	<b>6,460,753</b>	<b>11,756,805</b>
	<b>\$ 59,812,395</b>	<b>\$ 56,654,779</b>

Trade receivables are non-interest bearing and are generally on thirty (30) to one hundred twenty (120) days' terms.

Others include accrued interest receivable from short-term deposits and nontrade receivable from suppliers which are expected to be collected within one year.

#### 6. Inventories

Details of the Group's inventories are as follows:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Raw materials	\$ 30,729,292	\$ 28,184,131
Finished goods	20,392,871	19,758,706
Work-in-process	1,199,113	1,492,420
Spare parts and others	5,264,913	5,239,446
Supplies and others	<b>3,165,245</b>	<b>2,426,334</b>
	<b>\$ 60,751,434</b>	<b>\$ 57,101,037</b>

The cost of inventories charged to cost of sales amounted to \$20,714,236 and \$20,263,186, for the six months in 2021 and 2020 respectively, as disclosed in Note 20.

## 7. Other Current Assets

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Prepaid expenses	\$ 120,994	\$ 205,923
Advances to suppliers and others	4,156,112	2,749,566
Rental deposit	1,235,609	1,248,654
Loans to employees	792,654	547,935
Security deposits	180,507	180,507
Others	162,510	128,034
	\$ 6,648,386	\$ 5,060,619

Advances to suppliers pertain mainly to down payments for production materials and services that are still to be delivered.

Loans to employees include loans extended to key management personnel as disclosed in Note 18.

Others include investment classified as financial asset at FVTPL amounting to \$568 and \$574 as of June 30, 2021 and December 31, 2020, respectively.

## 8. Other Financial Asset at Amortized Cost:

The movement of the Group's financial asset at amortized cost is as follows:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Beginning of year	\$456,055	\$458,873
Amortization of premium	(456,055)	(2,818)
End of year	\$-	\$456,055

In compliance with the Revised Corporation Code of the Philippines, foreign corporations doing business in the Philippines are required to deposit with the Philippine SEC securities worth at least 2,300 (P100,000) and additional securities with the market values equivalent to a certain percentage of the amount by which CATS – Philippine Branch's income exceeds 0.1 million (P5.0 million).

The Philippine SEC shall also require a deposit of additional securities if the actual market values of the securities in deposit decreases by at least 10% of their actual market values at the time they were deposited.

The Group's other financial asset at amortized cost pertains to government bond which was purchased by the Philippine Branch of CATS in compliance with above regulation. The remaining bond will mature in 2021 and bears an effective interest rate of 1.948% per annum.

Interest income in the six months ended June 30, 2021 and year ended December 31 2020, amounting to \$4,985 and \$9,015 respectively, are presented as finance income in the consolidated statements of comprehensive income.

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## 9. Assets Held for Sale

On December 9, 2014, the Group's BOD approved the plan to sell and dispose certain assets such as land, building and other improvements, and building plant and machinery of CATS and RBWRP to any interested buyers as these are excess assets from the acquisition and are no longer needed in CATS – Philippine Branch's operations.

An independent valuation was obtained to determine the fair values of property, plant and equipment. Effective December 31, 2014, property, plant and equipment with carrying value of \$11,408,611 was classified as assets held for sale in the consolidated balance sheets and have since been measured at the lower of carrying value and fair value less costs to sell.

The fair value of the assets held for sale was determined as the sum of:

1. Fair value of land computed using the Market Approach (Level 3); and
2. Fair value of building and building improvements, and machinery and equipment computed as Replacement Cost New less estimated accrued depreciation (Level 3).

The valuations were performed by the Philippine SEC-accredited independent appraiser as of December 31, 2017.

Market Approach is a method of comparing recent sales and sales offerings of similar properties located in the surrounding area, adjusted for time, size, location and other relevant factors. Price per square meter of market comparable range from \$125 to \$150. Significant increase (decrease) in estimated price per square meter in isolation would result in a significantly higher (lower) fair value on a linear basis.

Replacement Cost New is estimated as follows:

- For building and improvements, the appraiser used the Comparative Unit Method. This method is derived by dividing the total known cost of similar buildings or structures by the total construction floor area of those structures, combining all the costs of a particular type and quality of structure into one value as a cost per square meter. The resulting benchmark costs are then adjusted to reflect the difference between the benchmark building and structures to the subject property in term of market conditions, locations and/or physical characteristics.

Construction cost per square meter range from \$308 to \$411. Adjustments are then made to reflect depreciation resulting from physical deterioration, functional and economic obsolescence.

For machinery and equipment, the appraiser considered the cost to reproduce or replace in new condition the assets appraised in accordance with the prevailing market prices for materials, equipment, labor, contractor's overhead, profit and fees, and all other attendant cost associated with its acquisition, installation and construction in place, but without provision for overtime or bonuses for labor and premiums for materials. An allowance for accrued depreciation arising from condition, utility, age, wear and tear, or obsolescence present (physical, functional or economic), taking into consideration past and present maintenance policy and rebuilding history is also considered.

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Costs to sell, such as marketing expenses, brokerage fees and relevant taxes, were also estimated to arrive the amount of fair value less costs to sell.

As of December 31, 2017, the carrying value of assets held for sale amounting to \$11,408,611 lower than fair value less costs to sell.

In 2018, land and building with a total carrying value of \$8.6 million reclassified to investment properties, as disclosed in Note 14, and building plant and machineries with a total carrying value of \$2.8 million were reclassified to property, plant and equipment. Management assessed that the sale of these properties is no longer probable and no longer meet the classification criteria set by PFRS 5, Non-current Assets Held for Sale and Discontinued Operations, as disclosed in Notes 13 and 14. Depreciation recognized has the properties not been reclassified as non-current asset held for sale amounted to \$0.5 million presented under "Operating expenses" in the consolidated statements of comprehensive income.

The most recent valuation of the Company's investment properties was performed on April 22, 2018 by Philippine SEC accredited independent appraiser. The valuation was arrived by reference to Market Approach method which is a valuation technique that uses prices and other relevant information generated by market transactions involving identical or comparable assets.

In 2019, Management has already located buyers who are willing to buy the assets at sales price reasonable in relation to the fair value. It is highly probable that sale will be completed in the subsequent year. Thus, the Group reclassified land and building with a total carrying value of \$10,605,040 presented as investment properties as assets held for sale.

In 2020, the prospective buyer did not push through with the acquisition due to the COVID-19 pandemic. However, the Group was able to find another prospective buyer and has already drafted a memorandum of understanding. Management expects to complete the negotiation in the following year.

As of June 30, 2021 and December 31, 2020, the Group's assets held for sale amounted to \$10,605,040.

#### 10. Property, Plant and Equipment - Net

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Property, Plant and Equipment	\$107,612,681	\$99,818,459
Less: Accumulated Depreciation	(67,377,152)	(57,866,618)
Property, Plant and Equipment - Net	\$40,235,529	\$41,951,841
Movement during the period:		
Balance, January 1	\$41,951,841	\$36,739,251
Cost:		
Additions	989,780	10,442,513
Disposal	-	(38,325)
Accumulated Depreciation		
Depreciation – Note 20, 21	(2,706,092)	(5,229,922)
Disposal	-	38,324
	\$40,235,529	\$41,951,841

The Group acquired assets as of June 30, 2021 and December 31, 2020 with a cost of \$989,780 and \$10,442,513, respectively.

Depreciation expense amounted to \$2,706,092 and 2,456,667 for the six-month period ended June 30, 2021 and June 30, 2020, respectively.

In both 6 month and 12 month periods, the Group determined that there is no indication that impairment occurred on its properties, plant and equipment.

#### 11. Intangible Assets - Net

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Goodwill	\$55,541,157	\$55,541,157
Customer relationships	23,736,500	23,736,500
Trademark	7,472,800	7,472,800
Technology	1,272,830	1,860,290
Product development costs	6,250,517	5,461,374
	<b>\$94,273,804</b>	<b>\$94,072,121</b>

##### Goodwill

The goodwill acquired through business combination is only attributable to the Quintel business. As a result of the Quintel acquisition, the Group recognized goodwill amounting to \$55,541,157 as of June 30, 2021 and December 30, 2020.

##### Customer relationships

Customer relationships represent Quintel's established relationships with two of the largest telecom companies in the US. Such relationships are deemed valuable given the length of their relationships (from as far back as 2008) and the difficulty in establishing connections. Management strongly believes that the relationships with their current customers will drive Quintel's business in the long run.

The fair value of customer relationships is determined based on discounted excess earnings, which is the difference between the post-tax cash flows attributable to the sales made to Quintel's current customers and the contributory asset charges used to generate the cash flows (i.e., multi period excess earnings method). Customer relationships are estimated to have an indefinite useful life, and will be subject to yearly impairment testing.

Technology

Movements of technology are as follows:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
<b>Carrying amount</b>		
Cost	\$ 6,068,336	\$ 6,068,336
Addition/Reclass	(193,736)	
Accumulated amortization	(4,014,310)	(2,839,390)
	\$ 1,860,290	\$ 3,228,946
<b>Movements during the year</b>		
Balance, January 1	\$ 1,860,290	\$ 3,228,946
Additions	-	
Reclassification to Product Development		(193,736)
Amortization	(587,460)	(1,174,920)
<b>Balances</b>	\$ 1,272,830	\$ 1,860,290

The fair values of Quintel's technology and registered trademark were determined based on discounted notional royalty savings after tax plus discounted tax amortization benefit resulting from the amortization of the acquired assets (i.e., relief from royalty method). The Group estimates that technology will have an economic life of five (5) years.

Trademark

Trademark is estimated to have an indefinite useful life.

The group has determined that there is no indication that an impairment loss has occurred on its technology and trademark.

Product development costs

Movements of product development cost are as follows:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
<b>Carrying amount</b>		
Cost	\$ 7,391,309	\$ 5,482,284
Accumulated amortization	(1,929,935)	(1,141,967)
	\$ 5,461,374	\$ 4,340,317
<b>Movements during the year</b>		
Balance, January 1	5,461,374	4,340,317
Additions	1,327,622	1,715,290
Reclassification from Technology		193,736
Amortization	(538,479)	(787,968)
<b>Balances</b>	\$ 6,250,517	\$ 5,461,374

Product development cost pertains to the capitalized cost of developing certain packages or products for the specific customers. The development costs met the requirements of PAS 38 for capitalization.



Software

As of June 30, 2021 and December 31, 2020, CEC has software with a total cost of \$39,278 which are fully amortized but are still used for in operations.

**12. Right-of-use Asset– net**

The details of the Group's right-of-use asset are as follows:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Balance, January 1	\$ 443,009	\$ 490,807
Additions	-	-
Amortization	(107,382)	(47,798)
	<b>\$ 335,627</b>	<b>\$ 443,009</b>
Cost, January 1	509,015	509,015
Accumulated amortization	(173,388)	(66,006)
Carrying Amounts	<b>\$ 335,627</b>	<b>\$ 443,009</b>

As of June 30, 2021 and December 31, 2020, lease liabilities related to right-of-use asset amounted to \$357,502 and \$464,884, respectively as disclosed in Note 17.

**13. Other Non-current Assets**

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Loans to employees	\$ 300,000	\$ 300,000
Miscellaneous deposits	177,909	177,909
Advances to suppliers	4,862,663	4,879,349
Others	921,275	5,022,551
	<b>\$ 6,261,847</b>	<b>\$ 10,379,809</b>

Loans to employees includes loans to key management personnel as disclosed in Note 18.

Miscellaneous deposits pertain to refundable deposits with MERALCO for the installation of CEC's electrical meters and bill deposit equivalent to one month energy consumption.

Advances to suppliers pertain to down payments for the acquisition of software and building expansion.

Others include proceeds from the disposal of CHPC's shares held by subsidiary which are not yet receive due to timing difference and deferred research and development with amortization cost amounted to \$19,234 and \$35,396 for the six-month period ended June 30, 2021 and June 30, 2020, respectively.

#### 14. Trade and Other Payables

Trade payables are noninterest-bearing and are generally on 60-90 day's terms.

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Trade	\$ 12,257,328	\$ 10,058,852
Accruals	5,915,212	1,962,157
Contract liabilities	1,877,556	2,001,473
Provisions	471,545	469,297
Others	387,086	498,001
	<b>\$ 20,908,727</b>	<b>\$ 14,989,780</b>

Accruals comprise mainly of accruals for payroll, utilities, communication, security, shuttle services and professional services. Accruals include accrual of interest amounting to \$71,366 and \$447,778 in 2021, 2020 respectively, as disclosed in Notes 15 and 16.

Provisions pertain to the Group's estimate of the cost to repair or replace defective products in accordance with agreed specifications and potential liability for legal and other claims.

Others pertain to statutory liabilities.

#### 15. Short-term Loans

The Group has the following loan facilities:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Rizal Commercial Banking Corporation (RCBC)	\$25,716,463	\$28,442,435
Security Bank Corporation (SBC)	6,125,000	7,350,000
United Coconut Planters Bank (UCPB)	5,000,000	5,000,000
Shinhan Bank	3,600,000	3,600,000
Commercial paper	20,643,414	41,646,711
	<b>\$61,084,877</b>	<b>\$86,039,146</b>

The Securities and Exchange Commission (the "Commission") has approved on February 12, 2020 the Company's Amended Registration of up to Two Billion Pesos (Php2, 000,000,000) worth of Commercial Paper (CPs), which will be listed on the Philippine Dealing and Exchange Corp. on February 20, 2020; further, the Commission has subsequently issued a Certificate of Permit to Offer Securities for Sale authorizing the sale and distribution of the aforesaid securities. The CPs may be issued in lump-sum or in tranches and shall have an interest rate fixed prior to the issuance. The succeeding tranches, if any, shall be issued within three (3) years from the date of effectivity of the subject Amended Registration Statement.

On February 14, 2020, the Company was authorized by the Commission to issue Php2,000,000,000 worth of commercial papers (the "CPs"). The initial issuance of Series A, B and C will carry Discount Rates of 5.332%, 5.582%, and 5.832%, respectively, calculated on a true-discount basis. The initial issuance will have the following tenors: 91 days, 182 days, and 364 days for Series A, B and C, respectively. Multinational Investment Bancorporation as a Sole Arranger and Lead Underwriter.

On May 29, 2020, Listing of Reissued Cirtex Holdings Philippines Corporation Php275,000,000 Commercial Paper Maturing February 18, 2021.

On July 15, 2020, Listing of Reissued Cirtex Holdings Philippines Corporation Php 494,000,000 Commercial Paper Maturing February 18, 2021.

On September 1, 2020, Listing of Reissued Cirtex Holdings Philippines Corporation Php545,200,000 Commercial Paper Maturing February 18, 2021.

Terms and conditions of short-term loans are as follows:

- Revolving loan facilities with RCBC have payment terms ranging from 60 days to 360 days. The facilities charged interest of 2.25% to 5% per annum in 2021 and 2020.

- Revolving loan facilities with CBC, which have payment terms of 180 days, are unsecured and charged interest of 5 % per annum in both years.

- Revolving loan facilities with SBC have payment terms ranging from 177 days to 180 days. The facilities charged interest of 1.95% to 6 % per annum in 2021 and 2020.

- Revolving loan facilities with UCPB have payment terms of 180 days. The facilities charged interest of 4.75% and nil per annum in 2021 and 2020, respectively.

- Loan agreement with Shinhan-Manila Branch is unsecured, payable in one year and has a fixed rate of 4.8% per annum. In 2020, the term of loan was extended until August 30, 2021 with interest of 3.75% per annum.

In 2021 and 2020, finance costs incurred and paid on short-term loans amounted to 975,975 and 1,370,022 respectively.

The Group is in compliance with the debt covenants as of June 30, 2021 and December 31 2020.

## 16. Long-term Debt

Details of long-term debt are as follow:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Principal	\$53,100,000	\$58,748,700
Less deferred financing costs	(354,215)	(318,214)
	<b>\$52,745,785</b>	<b>\$58,430,486</b>
Current – Note 16.01, 16.02	<b>\$5,246,398</b>	\$8,113,098
Non-current – Note 16.01, 16.02	<b>47,499,387</b>	50,317,388
	<b>\$52,745,785</b>	<b>\$58,430,486</b>

### 16.01 2016 Note Facility Agreement (NFA)

On September 20, 2016, the Parent Company entered into a 30.0 million NFA with BPI (Initial Note Holder), BPI Asset Management and Trust Group (Facility and Paying Agent) and BPI Capital Corporation (Arranger). The NFA provided for the issuance of 5-year fixed rate corporate note which bears interest of 40% per annum payable quarterly. The net proceeds from the issuance of the Notes shall be used for capital expenditures, including production facilities and to refinance existing debt obligation and for working capital requirement.

Under the NFA, the Parent Company shall pay the 30% of the loan outstanding on issue date in twelve (12) equal consecutive quarterly installments in the amount equivalent to 2.5% of loan outstanding on issue date commencing on the end of the 5th quarter until the end of the 16th quarter from the issue date. The remaining 70% of the loan outstanding on issue date in four (1) equal consecutive quarterly installments in the amount equivalent to 17.5% of the loan outstanding on issue date commencing on the 17th quarter from the issue date until the maturity date, provided that each such date shall coincide with an interest payment date, and that the last installment shall be in an amount sufficient to fully pay the loan.

The NFA contained an embedded derivative arising from voluntary prepayment option where the Parent Company may redeem in whole or in part, equivalent to an amount not less than 100,000, the relevant outstanding notes on any interest payment date beginning on the third anniversary of the issue date, by paying the amount that is equivalent to the higher of (i) 102% of the unpaid principal amount together with any and all accrued interest up to the date of redemption at the applicable rate, and (ii) 100% of the unpaid principal amount of the loans together with any and all accrued interest up to date of redemption at the applicable rate and any related breakage costs (net of any breakage gains). The Parent Company assessed that the embedded derivative in the NFA is closely related to the host contract, thus was not bifurcated from the host contract based on the provisions of PFRS 9/PAS 39.

In accordance with the NFA, the following financial ratios must be maintained:

- debt to equity ratio shall not, at any time, exceed 2:1;
- debt service coverage ratio shall not as of relevant testing date, be less than 1.5; and
- current ratio shall not at any time be less than 1:1, provided however, this ratio shall not apply after the fourth anniversary of the issue date.

Equity is defined in the agreement as the aggregate of outstanding capital stock, additional paid in capital stock, equity reserve and retained earnings at any date and as shown in the latest consolidated balance sheet of the Parent Company. Debt, on the other hand, is defined in the agreement as the aggregate of all obligations (whether actual or contingent) of the Parent Company and its subsidiaries to pay or repay money.

#### 16.02. 2018 Note Facility Agreement (NFA)

On April 12, 2018, the Parent Company entered into a 40.0 million NFA with BPI and RCBC (each a "Noteholder" and collectively, the "Noteholders"), RCBC Trust and Investments Group (Facility and Paying Agent) and RCBC Capital Corporation (Issue Manager). The NFA provided for the conversion of the outstanding balance of the Parent Company's short-term bridge loan facilities with the Noteholders amounting to 20.0 million each Noteholder into long term credit facilities. The NFA provided for the issuance of 7-year fixed rate corporate note which bears interest of 6.25% per annum payable quarterly. The net proceeds from the issuance of the Notes shall be used to refinance the bridge loan facilities used to acquire the 100% ownership of Quintel.

Under the NFA, the Parent Company shall pay the 30% of the loan outstanding on issue date in twenty-four (24) equal consecutive quarterly commencing at the end of the 1st year until the end of the 28th quarter from the issue date. The remaining 70% of the loan outstanding on issue date shall be paid in a single balloon payment at maturity date.

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The NFA contained an embedded derivative arising from voluntary prepayment option where the Parent Company may redeem, in whole or in part, equivalent to an amount not less than and in multiples of 5,000,000 on any interest payment date beginning on the first anniversary of the issue date, by paying a prepayment penalty equivalent to 2% of the principal amount of the Notes being redeemed, together with any and all accrued interest up to the date of redemption at the applicable rate and any related breakage costs (calculated from such non-interest payment date to the immediately succeeding interest payment date) actually incurred by the relevant Noteholders, if the redemption is due to: (i) interest costs or (ii) illegality. The Parent Company assessed that the embedded derivative in the NFA is closely related to the host contract, thus was not bifurcated from the host contract based on the provisions of PFRS 9

In accordance with the NFA, the following financial ratios must be maintained:

- debt to equity ratio shall not at any time, exceed 70.30;
- debt service coverage ratio shall not, as of relevant testing date, be less than 1.15; and
- current ratio shall not at any time, be less than 1.10.

Equity is defined in the agreement the aggregate of outstanding capital stock, additional paid in capital stock, equity reserve and retained earnings at any date and as shown in the latest consolidated balance sheet of the Group. Debt, on the other hand, is defined in the agreement as the aggregate of all obligations (whether actual or contingent) of the Parent Company and its subsidiaries to pay or repay money. Debt service ratio is defined in the agreement as the result obtained by dividing (i) EBITDA and (ii) the amount of debt service. Debt service, on the other hand, is defined in the agreement as the aggregate of all payments for: (a) interest and principal payments due under the Agreement in the next twelve (12) months; (b) the principal and interest payments due in the next twelve (12) months of all interest bearing debt with tenor of more than twelve (12) months, and (c) netting obligations of the Issuer due in the next twelve (12) months under permitted hedging arrangements, if applicable.

The carrying amount of the loan from the 2018 NFA amounted to 36.6 million and 37.0 million as of June 30, 2021 and December 31, 2020, respectively.

The Parent Company is in compliance with the debt covenants as of June 30, 2021 and December 31, 2020.

### 16.03 CATS

In 2012, CATS obtain a secured interest-bearing loan from a local commercial bank amounting to 13.0 million. The principal is payable in twenty-eight (28) quarterly payments of 464,286 until 2018 and bears annual interest rate of 3.0% plus three (3) month London inter-bank offer rate (LIBOR). This bank loan was specifically borrowed to refinance the parcel of land with improvements located along Innovation Drive, Carmelray Industrial Park 1, Brgy. Canlubang, Calamba City, Laguna and registered in the name of RBWRP. The land and building owned by RBWRP were used as collateral for the secured interest-bearing loan as disclosed in Note 15. The Group assumed the loan upon acquisition of REMEC's manufacturing division in 2014.

The loan contract gives the Group an option to prepay the loan in part or in full, subject to the Group giving the creditor at least thirty (30) days advance notice of its intention to make such prepayment counted from the date of receipt by the creditor of such written notice.

On September 26, 2016, the Group prepaid the balance of the loan, including accrued interest, for 4.7 million.

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CATS is in compliance with the debt covenants as of June 30, 2021 and December 31, 2020.

Total finance costs accrued and paid (including amortization of deferred finance costs) for short-term loan and long-term debt recognized in the consolidated statements of comprehensive income amounted to \$2,379,498, \$3,208,082 and \$3,284,842, in 2021, 2020 and 2019 respectively.

## 17. Lease Liabilities

The Group, as lessee, entered into leasing arrangements with its related parties as disclosed in Notes 18 and 22. The following are the amounts of lease liabilities:

Movement in the lease liabilities is as follows:

	Minimum Lease Payments		Present Value of Minimum Lease Payments	
	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Not later than one year	\$ 25,427	\$ 25,427	\$ 16,163	\$ 16,163
Later than one year but not later than five years	102,037	102,037	83,206	83,206
Later than five years	283,978	391,360	258,133	365,515
	411,442	518,824	357,502	464,884
Discount	(53,940)	(53,940)	-	-
Present value of minimum lease payments	357,502	464,884	357,502	464,884
Current lease liabilities	194,519	301,901	194,519	301,901
Non-current lease liabilities	\$ 162,983	\$ 162,983	\$ 162,983	\$ 162,983

	June 30, 2021 Reviewed	Dec 31, 2020 Audited
Balance, January 1	\$464,884	\$493,078
Lease payment	107,382	-
Interest Expense	-	28,194
Balance, December 31	\$357,502	\$464,884

The Group is required to pay security deposit and advanced rental equivalent to one (1) month rent amounting to 1,939. These shall be applied to the last one (1) month's rent and unpaid bills, or refunded upon termination of lease contract.

Rental deposits amounted to \$1,235,609 and \$1,248,654 as of June 30, 2021 and December 31, 2020, respectively, as disclosed in Note 7.

The Group used its incremental borrowing rate of 5.5% to measure the present value of its lease liabilities since the implicit rate was not readily available.

The Group is compliant with the terms and conditions of the lease contracts.

## 18. Related Party Disclosures

Nature of relationship of the Parent Company and its related parties are disclosed below:

Related Parties	Nature of Relationship
Carmetheus Holdings, Inc.	Ultimate Parent
Camerton Inc. (CI)	Immediate Parent
Cayon Holdings, Inc.	Under common key management
Cirtek Holdings, Inc. (CHI)	Under common key management
Charmview Enterprises Ltd (CEL)	Under common key management
Stockholders	Key Management Personnel

The interim consolidated balance sheets and interim consolidated statements of comprehensive income include the following significant account balances resulting from the above transactions with related parties:

### a. Due to related parties

		Transactions		Balances as of		Terms	Conditions
		Six Months Ended June 30		June 30,	December		
		2021	2020	2021	31, 2020		
		(Reviewed)	(Unaudited)	(Reviewed)	(Audited)		
<i>Other related parties</i>							
CLC	Rental	(\$705)	\$-	\$467,170	\$467,875	Due on demand; noninterest-bearing	Unsecured
Cayon	Rental	2,598	16,859	117,676	115,078	Due on demand; noninterest-bearing	Unsecured
Stockholders	Payment made on behalf of the Group	-	-	35,928	35,928	Due on demand; noninterest-bearing	Unsecured
		<b>\$1,893</b>	<b>\$16,859</b>	<b>\$ 620,774</b>	<b>\$618,881</b>		

### b. Due from related parties

		Transactions		Balances as of		Terms	Conditions
		Six Months Ended June 30		June 30,	December 31,		
		2021	2020	2021	2020		
		(Reviewed)	(Unaudited)	(Reviewed)	(Audited)		
Cayon	Reimbursement of expenses	\$2,023	\$141	\$191,569	\$193,592	Due on demand; non-interest bearing	Unsecured; no impairment

The following are the nature, terms and conditions:

### a) Transactions with CHI

Result of assignments and settlements in 2011 represents the advances for working capital in the normal course of business when CEC and CEIC were then subsidiaries of CHI. For purposes of settling outstanding balances with the Group and as part of corporate restructuring in preparation for the planned Initial Public Offering (IPO) of the Parent Company, on March 17, 2011, CHI, CEL and the officer, with the consent of the Group, entered into assignment

agreements whereby CHI absorbed the amounts owed by CEL and by the officer as of March 17, 2011 amounting to 7.7 million and 0.8 million, respectively.

The Group, with the consent of the related parties, entered into assignment agreements whereby the Parent Company absorbed the amount owed by CEIC to CHI totaling 3.6 million representing unpaid advances of 2.3 million and dividends of 1.3 million as of March 17, 2011.

Thereafter, on March 18, 2011, the Parent Company and CHI, in view of being creditors and debtors to each other as a result of the assignment agreements above, entered into a set-off agreement for the value of the Group's liability aggregating 6.8 million. The amount represents the abovementioned total liability of 3.6 million and the balance outstanding from the Parent Company's purchase of CEC and CEIC amounting to 3.2 million, as revalued from the effect of foreign exchange rate.

The amount owed by CHI as of June 30, 2021 and December 31, 2020 pertains to the outstanding receivable arising from the assignments and set-off agreements. The amounts outstanding are non-interest bearing, unsecured and will be settled in cash.

#### b) Transactions with Cayon

The Group also entered into an agreement with Cayon starting January 1, 2011 to ease the land where Group's Building 2 is located. The agreement calls for an annual rental of P282, 144 for a period of 10 years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may then be mutually agreed upon. Total rent expense charged to operations amounted to \$0.02 million and 0.01 million in 2021 and 2020, respectively. The amounts are unsecured, non-interest bearing and due and demandable and will be settled in cash. No guarantees have been given

#### c) Transactions with CLC

The Group had a lease agreement on the land where its manufacturing plant (Building 1) is located with CLC for a period of 50 years starting January 1, 1999. The lease was renewable for another twenty-five (25) years at the option of the Group. The lease agreement provided for an annual rental of .15 Million subject to periodic adjustments upon mutual agreement of both parties.

On January 1, 2011, the Group entered into an agreement with CLC to lease the land where Building 1 is erected. The agreement calls for a fixed annual rate of P0.64 Million ( 0.01 Million) for a period of ten (10) years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may then be mutually agreed upon. The total rent expense charged to operations amounted to 0.01 million in both years.

The compensation of key management personnel of the Group are as follows:

	Six Months Ended June 30	
	2021	2020
	(Reviewed)	(Unaudited)
Salaries and wages	\$432,918	\$967,936
Other employee benefits	8,975	52,380
	<b>\$441,893</b>	<b>\$1,020,316</b>



## 19. Revenue from Contracts with Customer

Below is the disaggregation of the Group's revenue from contracts with customers for the six months ended June 30, 2021 and 2020 respectively:

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
8 port antennas	\$ 7,843,859	\$ 7,177,273
6 port antennas	6,711,839	11,763,837
Integrated Circuits	5,200,538	2,471,164
Multichips	5,047,115	4,626,910
Dual and quad flat no leads	4,313,520	2,814,927
New product	3,841,114	3,682,642
Remec, manufacturing services	3,618,836	1,662,446
Discrete	3,363,823	3,843,616
Hermetics	2,947,120	862,174
12 port antennas	1,197,899	1,081,588
Others	918,553	955,853
Cougar	312,386	133,287
Brackets	130,613	313,127
Outdoor unit	82,978	57,360
Indoor radio frequency	10,203	801,695
10 port antennas	9,900	37,713
Bridgewave	3,276	3,359
	<b>\$ 45,553,572</b>	<b>\$ 42,288,971</b>

The Group has no contract assets as of June 30, 2021 and December 31, 2020.

The Group's contract liabilities pertain to advance payments from customers amounting to \$1,877,556 and \$2,001,473 as at June 30, 2021 and December 31, 2020, respectively, as disclosed in Note 14. Contract liabilities as at January 1, 2018 were recognized as revenue in 2018.

## 20. Cost of Sales

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Raw materials, spare parts, supplies and other inventories used	\$ 20,714,236	\$ 20,263,186
Salaries, wages and employees' benefits	4,988,799	4,117,385
Depreciation Amortization - Note 10, 11, 12, 13	3,487,729	3,122,427
Utilities	1,624,108	1,419,880
Inward freight and duties and others	865,750	1,269,550
Others	176,279	428,950
	<b>\$ 31,856,901</b>	<b>\$ 30,621,378</b>

## 21. Operating Expenses

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Salaries, wages and employees' benefits	\$ 1,715,731	\$ 1,726,111
Commissions	475,057	421,618
Utilities	220,356	442,159
Professional fees	422,055	494,409
Transportation and travels	42,051	94,598
Depreciation Amortization - Note 10, 11, 12, 13	470,918	521,867
Taxes and licenses	480,408	53,017
Entertainment, amusement and recreation	28,525	108,227
Insurance premiums	46,337	55,560
Office supplies	14,433	7,583
Others	359,412	720,890
	<b>\$ 4,275,283</b>	<b>\$ 4,646,039</b>

Utilities are consumptions of water, electricity and telephone service.

Taxes and licenses are business permits, registration renewals and other fees to government units.

## 22. Lease Agreements

The Group has leases for its land. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Variable lease payments which do not depend on an index or a rate (such as lease payments based on a percentage of Group's sales) are excluded from the initial measurement of the lease liability and asset.

### 22.01 The Group as a Lessee

#### 22.01.01 Cirtek Land Corporation

The Group entered into a lease agreement with Cirtek Land Corporation (CLC), a related party, for piece of land located at 116 East Main Avenue, Phase V SEZ, Laguna Technopark, Binan Laguna consisting of 6,674 square meters, more or less. On January 1, 2019, the Group entered into an agreement with CLC to lease the land where Building 1 is erected. The agreement calls for a fixed annual rate of 12,189 for a period of 16 years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may be mutually agreed upon. The Group is required to pay security deposit and advanced rental equivalent to one (1) month rent amounting to 1,016. These shall be applied to last month rent and unpaid bills, or refunded upon termination of lease contract

#### 22.01.02 Cayon Holdings, Inc.

The Group entered into a lease agreement with Cayon Holdings, Inc (Cayon), a related party, for piece of land located at 116 East Main Avenue, Phase V SEZ, Laguna Technopark, Binan Laguna consisting of 6,064 square meters, more or less. On January 1, 2019, the Group entered into an

agreement with CHI to lease the land where Building 2 is erected. The agreement calls for a fixed annual rate of 11,075 for a period of 5 years and renewable thereafter by mutual agreement of the parties subject to such new terms and conditions as they may be mutually agreed upon. The Group is required to pay security deposit and advanced rental equivalent to one (1) month' rent amounting to 923. These shall be applied to last one (1) month's rent and unpaid bills, or refunded upon termination of lease contract

Rental security deposits amounted to S1,235,609 and S1,248,654 as of June 30, 2021 and December 31, 2020, respectively, as disclosed in Note 7.

As of June 30, 2021 and December 31, 2020 , the Group's ROU asset amounted to 335,627 and 443,009 respectively, as disclosed in Note 12.

#### *Lease Liabilities*

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

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Current - Note 17	\$ 194,519	\$ 301,901
Non-current - Note 17	162,983	162,983
<b>Balances</b>	<b>\$ 357,502</b>	<b>\$ 464,884</b>

### 23. Salaries and Wages and Employees' Benefits

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Salaries and Wages	\$ 5,517,695	\$ 4,811,296
Other Employees benefits	\$ 928,811	841,462
Retirement costs	\$ 258,024	190,738
	<b>\$ 6,704,530</b>	<b>\$ 5,843,496</b>

Other employees' benefits consist of allowances and mandatory contributions.

### 24. Retirement Benefit Obligation

#### 24.01.01 Defined Benefit Plans

CEC has a funded, noncontributory defined benefit retirement plan administered by the Board of Directors while CATS - Philippine Branch has an unfunded and non-contributory defined benefit retirement plan, with both entities covering all regular employees. Retirement benefits costs are determined in accordance with an actuarial study and are based on the employees' years of service and monthly basic salary. CEIC has not established a retirement plan while the Parent Company and RBWRP have no employees.

Under the existing regulatory framework, R.A. No. 7641 requires a provision for retirement pay to

qualified private sector employees in the absence of any retirement plan in the entity, provided, however, that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

CEC has an agreement with an insurance company to fund the retirement benefits of its employees. CEC believes that the insurance coverage qualifies as plan assets because the proceeds of the policy can be used only to pay or fund the retirement benefits. As of March 31, 2021 and December 31, 2020, the asset mix is a combination of 34% long-term investments, composed of government securities and corporate bonds, 62% investments in quoted equity securities and 4% short-term investments, composed of short-term placements and others.

#### Defined Contribution Plans

Quintel USA has a retirement savings plan under Section 401(k) of the United States Internal Revenue Code. Employees are eligible to participate in the plan after completing three months of service. Quintel USA makes a matching contribution of 100% of each employee's contributions up to 4% of such employee's compensation.

Quintel Technology, Ltd. has a defined contribution plan covering substantially all UK employees.

#### 24.01.02 Retirement benefit costs

Below are the summarized components of retirement benefit costs recognized in consolidated statements of comprehensive income:

	<b>June 30, 2021</b>		
	<b>CEC</b>	<b>CATS – Philippine Branch</b>	<b>Total</b>
<b>Present value of defined benefit obligation</b>	<b>\$3,541,625</b>		<b>\$3,541,625</b>
<b>Fair value</b>	<b>(783,535)</b>		<b>(783,535)</b>
	<b>\$2,758,090</b>		<b>\$2,758,090</b>

	<b>CEC</b>	<b>CATS – Philippine Branch</b>	<b>Total</b>
<b>Present value of defined benefit obligation</b>	<b>\$3,528,100</b>		<b>\$3,528,100</b>
<b>Fair value</b>	<b>(780,543)</b>		<b>(780,543)</b>
	<b>\$2,747,557</b>		<b>\$2,747,557</b>

## 25. Other Income (Charges)- Net

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Foreign exchange gains (losses)- net	\$ 334,257	\$ (464,043)
Sale of scrap	29,655	36,983
Gain on sale or disposal of shares (Note 29.1)	-	1,343,058
Others - net	744,274	325,356
	\$ 1,108,186	\$ 1,241,354

## 26. Income Taxes

### CEC

On March 24, 1998, the Philippine Economic Zone Authority (PEZA) approved CEC's registration as an ecozone export enterprise at the Laguna Technopark for the manufacture of standard integrated circuits, discrete, hybrid and potential new packages.

Beginning October 30, 2002, the manufacture and export of integrated circuits, discrete and hybrid transferred to PEZA from Board of Investments (where originally registered) and became subject to the 5% gross income tax incentive, as defined under R.A. No. 7916, the law creating the PEZA.

### CATS - Philippine Branch

CATS-Philippine Branch was registered with PEZA as an Ecozone Export Enterprise to engage in the manufacture, fabrication and design of millimeter wave components and subsystems in a special economic zone to be known as the Carmelray Industrial Park I - Special Economic Zone (CIP I-SEZ) and Laguna Technopark in accordance with the project study, representations, commitments and proposals set forth in its application forming integral parts, subject to the terms and conditions provided in its registration.

As a PEZA-registered entities, CEC and CATS - Philippine Branch are entitled to tax incentives equivalent to 5% of the gross income earned on its registered activities after the income tax holiday (ITH) of four years.

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Current	\$ 295,554	\$ 247,598
Deferred	(111,618)	(111,617)
	\$ 183,936	\$ 135,981

The provision for current income tax for the six months ended June 30, 2021 and 2020 pertains to the special rate of 5% on taxable gross income of CEC and CATS - Philippine Branch.

Based on the National Internal Revenue Code Sec. 27, MCIT of two percent (2%) of the gross income as of the end of taxable year is imposed on corporation beginning on the fourth taxable year immediately following the year in which such corporation started its commercial operation when the MCIT is greater than the regular corporate income computed for the taxable year. The Parent Company is subject to MCIT beginning 2015.

## Changes in Legislation

### *United States of America (U.S.)*

The Group is subject to income taxes in the U.S. owing to Quintel USA.

The Tax Act was enacted on December 22, 2017 and introduces significant changes to U.S. income tax law. Effective in 2018, the Tax Act reduces the U.S. statutory tax rate from 35% to 21% and creates new taxes on certain foreign-sourced earnings and certain related-party payments, which are referred to as the global intangible low-taxed income tax and the base erosion tax, respectively.

Due to the timing of the enactment and the complexity involved in applying the provisions of the Tax Act, Quintel has made reasonable estimates of the effects and recorded provisional amounts in the consolidated financial statements for the year ended December 31, 2017. As Quintel collects and prepares necessary data, and interpret any additional guidance issued by the U.S. Treasury Department, the IRS or other standard-setting bodies, Quintel may make adjustments to the provisional amounts. Those adjustments may materially impact the provision for income taxes and the effective tax rate in the period in which the adjustments are made. The accounting for the tax effects of the enactment of the Tax Act will be completed in 2018.

### *Philippines*

Republic Act No. 10963 or the Tax Reform for Acceleration and Inclusion Act (TRAIN) was signed into law on December 19, 2017 and took effect January 1, 2018, making the new tax law enacted as of the reporting date. Although the TRAIN changes existing tax laws and includes several provisions that will generally affect businesses on a prospective basis, management assessed that the same will not have any significant impact on the consolidated financial statement balances as of balance sheet date.

## **27. Earnings Per Share (EPS)**

The following table presents information necessary to calculate EPS on net income.

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Net income attributable to common shareholders of Parent Company*	\$ 5,231,780	\$ 2,831,193
Weighted average number of common shares outstanding	419,063,353	419,063,353
Basic and diluted EPS	\$ 0.0125	\$ 0.0068

\*Net of dividends declared on preferred A, preferred B-1, preferred B-2, preferred B-2B shares for the months ended June 30, 2021 totaling to \$2,749,692 and on preferred A, preferred B-1 and preferred B-2 for the months ended June 30, 2020 totaling to \$2,149,692.

As of June 30, 2021 and December 31, 2020, the Parent Company has no potential dilutive common shares.

The weighted average number of common shares outstanding used in the calculation of EPS is based on the outstanding shares of the Parent Company. The additional shares from stock dividends during the period, including the unissued stock dividends and stock dividends declared after the reporting period but before the approval of the financial statements, were reflected in the calculation of the EPS as if these shares have been issued in all earlier periods presented.

## 28. Fair Value

As of June 30, 2021 and December 31, 2020, the carrying values of the Group's financial assets and liabilities, excluding AFS financial asset carried at cost because its fair value cannot be reliably measured, are equal to or approximate their respective fair value.

*Cash and cash equivalents, trade and other receivables, loans to employees, trade and other payables, short-term loans, dividend payable, amounts owed by and owed to related parties and deposits*

The carrying amounts approximate fair value since these are mostly short-term in nature or due and demandable.

### *Financial assets at FVTPL-UITF*

The investments in Unit Investment Trust Fund classified as financial asset at FVTPL are stated at their fair value based on lowest level input (Level 2).

### *Investment properties*

The fair value of the investment properties are determined by a Philippine SEC-accredited independent appraiser using the market data approach, a method of comparing recent sales and sales offerings of similar properties located in the surrounding area, adjusted for time, size, location and other relevant factors.

### *HTM investments/Other financial statements at amortized cost*

The fair value of HTM investments that are actively traded in organized financial markets is determined by reference to quoted market bid prices, at the close of business on the reporting date or last trading day as applicable (Level 1).

### *Miscellaneous deposits and loans to employees*

The miscellaneous deposits are carried at cost since the timing and related amounts of future cash flows cannot be reasonably and reliably estimated for purposes of establishing its fair value using an alternative valuation technique.

### *Long-term debt*

The fair value of long-term debt is based on the discounted value of future cash flows using the applicable rates for similar types of loans. Discounts rates used range from 4.19% to 6.37% and 4.19% to 4.29% in 2018 and 2017, respectively (Level 3).

### Fair Value Hierarchy

	June 30, 2021 (Reviewed)			
	Total	Level 1	Level 2	Level 3
<i>Financial assets measured at fair value</i>				
Financial assets at FVPL	\$568	—	\$ 568	-
<i>Financial assets and liabilities measured at amortized cost but for which fair values are disclosed</i>				
HTM investments			—	—
Long-term debt	\$52,745,785	—	—	\$52,745,785

	December 31, 2020 (Audited)			
	Total	Level 1	Level 2	Level 3
<i>Financial asset measured at fair value</i>				
Financial asset at FVPL	\$ 574	–	574	–
Investment properties		–		–
<i>Financial asset and liability measured at amortized cost but for which fair values are disclosed</i>				
HTM investments	456,055	456,055	–	–
Long-term debt	\$58,430,485	–	–	\$58,430,485

As at June 30, 2021 and December 31, 2020, there were no transfers between Level 1 and 2 fair value measurements.

## 29. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise of cash and cash equivalents, short term loans and long-term debt. The main purpose of these financial instruments is to support the Group's operations. The Group has various other financial instruments such as trade and other receivables, amounts owed by related parties, rental and security deposits and loans to employees (presented as part of other current assets), HTM investments, miscellaneous deposits (presented under other noncurrent assets), trade and other payables, and amounts owed to related parties, which generally arise directly from its operations, as well as financial assets at FVPL and AFS financial assets.

### Risk Management Structure

The BOD is mainly responsible for the overall risk management approach and for the approval of risk strategies and principles of the Group.

The main risks arising from the financial instruments of the Group are credit risk, liquidity risk and foreign currency risk. The Group's management reviews and approves policies for managing each of these risks and they are summarized below.

### *Credit risk*

Credit risk is the risk that the Group will incur a loss because its customers or counterparties failed to discharge their contractual obligations.

The Group trades only with recognized, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

For cash in bank and cash equivalents, other receivables, amounts owed by related parties, rental deposits, and loans to employees and miscellaneous deposits, the Group applies the low credit risk simplification where the Group measures the ECLs on a 12-month basis based on the probability of default and loss given default which are publicly available. The Group also evaluates the credit rating of the bank and other counterparties to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.



The Group considers its cash in banks and cash equivalents as high grade since these are placed in financial institutions of high credit standing. For other receivables, amounts owed by related parties various deposits, loans to employees, the Group considers this as high to medium grade as the counterparties are of high credit standing. Accordingly, ECLs relating to these debt instruments rounds to nil.

For trade receivables, an impairment analysis is performed at each reporting date using a provision matrix to measure ECLs. The provision rates are based on days past due for groupings of customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money, and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

In its ECL models, the Group relies on a broad range of forward looking information as economic inputs, such as:

- Gross domestic products
- Inflation rates

The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material. Based on the Group's credit risk experience, expected credit loss rate increases as the age of the receivables increase.

On the other hand, the Group considers its amounts owed by related parties as medium grade due to assured collectability through information from the related parties' sources of funding. No ECLs relating to these debt instruments was recognized.

Expected credit loss rate on the Group's cash on hand and cash equivalents approaches zero.

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Past due but not impaired							
	Current	<30 days	30-60 days	61-90 days	>91 days	ECL	Total
Cash and cash equivalents	\$ 10,213,690	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,213,690
Trade and other receivables	16,746,334	22,817,176	14,558,657	2,391,018	4,040,222	(741,012)	59,812,395
Amounts owed by related parties	191,569						191,569
Other current assets:							
Financial asset at FVTPL	568						568
Rental deposits	1,235,609						1,235,609
Loans to employees	792,654						792,654
Security deposits	180,507						180,507
Other noncurrent assets:							
Loans to employees	300,000						300,000
Miscellaneous deposits	177,909						177,909
Others	37,124						37,124
	\$ 29,875,964	\$ 22,817,176	\$ 14,558,657	\$ 2,391,018	\$ 4,040,222	\$ (741,012)	\$ 72,942,025

\*Excluding cash on hand amounting to 252.

December 31, 2020 (Audited)							
	Neither Past Due nor Impaired	Past Due but not Impaired				Impaired Financial Assets	Total
		< 30 days	30 < 60 days	60-90 days	> 90 days		
Cash and cash equivalents*	\$31,836,938	\$-	\$-	\$-	\$-	\$-	\$ 31,836,938
Trade and other receivables	12,132,214	23,910,183	13,467,407	1,907,561	5,978,426	(741,012)	56,654,779
Amounts owed by related parties	193,592	—	—	—	—	—	193,592
Other current assets:							
Financial assets at FVPL	574						574
Rental deposit	1,248,654	—	—	—	—	—	1,248,654
Loans to employees	547,935	—	—	—	—	—	547,935
Security deposit	180,507	—	—	—	—	—	180,507
Other financial asset at amortized cost	456,055	—	—	—	—	—	456,055
Other noncurrent assets:							
Loans to employees	300,000	—	—	—	—	—	300,000
Miscellaneous deposits	177,909	—	—	—	—	—	177,909
Others	74,506						74,506
	\$ 47,148,884	\$ 23,910,183	\$ 13,467,407	\$ 1,907,561	\$ 5,978,426	(\$741,012)	\$91,671,449

\*Excluding cash on hand amounting to 253.

The tables below summarize the credit quality per class of the Group's financial assets that are neither past due nor impaired:

**June 30, 2021 (Reviewed)**

<b>Neither Past due nor Impaired</b>				
	<b>High Grade</b>	<b>Medium Grade</b>	<b>Low Grade</b>	<b>Total</b>
Cash and cash equivalents	\$ 10,213,690	\$ -	\$ -	\$ 10,213,690
Trade and other receivables	16,746,334	-	-	16,746,334
Amounts owed by related parties		191,569	-	191,569
Other current assets:				
Rental deposits	1,235,609	-	-	1,235,609
Loans to employees	792,654	-	-	792,654
Security deposits	180,507	-	-	180,507
Other noncurrent assets:				
Loans to employees	300,000	-	-	300,000
Miscellaneous deposits	177,909	-	-	177,909
Others	37,124	-	-	37,124
	<b>29,683,827</b>	<b>191,569</b>	<b>-</b>	<b>29,875,396</b>

\*Excluding cash on hand amounting to 252.

December 31, 2020 (Audited)

	High Grade	Medium Grade	Total
Cash and cash equivalents *	\$ 31,836,937	–	\$31,836,937
Trade and other receivables	12,132,214	–	12,132,214
Amounts owed by related parties		\$193,592	193,592
Other current assets:			–
Rental deposit	1,248,654	–	1,248,654
Loans to employees	547,935	–	547,935
Security deposit	180,507	–	180,507
Other financial assets at amortized cost	456,055	–	456,055
Other noncurrent assets:			
Loans to employees	300,000	–	300,000
Miscellaneous deposits	177,909		177,909
Others	74,506	–	74,506
	\$ 46,954,717	\$ 193,592	\$ 47,148,309

*\*Excluding cash on hand amounting to 253.*

**High grade** - These are receivables which have a high probability of collection (the counterparty has the apparent ability to satisfy its obligation and the security on the receivables are readily enforceable).

**Medium grade** - These are receivables where collections are probable due to the reputation and the financial ability of the counterparty to pay and that have history of sliding beyond the credit terms but pay within 60 days.

**Low grade** - These are receivables where the counterparty's capability of honoring its financial obligation is doubtful.

### *Liquidity risk*

Liquidity risk is the risk that the Group may encounter difficulties in raising funds to meet commitments from financial instruments. Liquidity risk may result from a counterparty's failure on repayment of a contractual obligation or inability to generate cash inflows as anticipated.

The Group maintains sufficient cash to finance its operations and major capital expenditures and satisfy its maturing obligations. It may also from time to time seek other sources of funding, which may include debt or equity financings, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

The tables below summarize the maturity analysis of the Group's financial assets used for liquidity management and financial liabilities based on contractual undiscounted payments:

### **June 30, 2021 (Reviewed)**

	On Demand	Less than 1 year	1-2 years	>2 to 5 years	Total
<b>Financial Assets</b>					
Cash and cash equivalents	\$ 10,213,942	-	-	-	10,213,942
Trade and other receivables	16,746,334	43,066,061	-	-	59,812,395
Due from related parties	191,569	-	-	-	191,569
<b>Other current assets:</b>	<b>27,151,845</b>	<b>43,066,061</b>	<b>-</b>	<b>-</b>	<b>70,217,906</b>
<b>Financial Liabilities</b>					
Trade payables	12,257,328	-	-	-	12,257,328
Accrued expenses	-	5,915,212	-	-	5,915,212
Short term loans	-	61,084,877	-	-	61,084,877
Due to related parties	620,774	-	-	-	620,774
Dividends payable	224,772	-	-	-	224,772
Long term debts	-	5,246,398	18,099,387	29,400,000	52,745,785
	<b>\$ 13,102,874</b>	<b>\$ 72,246,487</b>	<b>\$ 18,099,387</b>	<b>\$ 29,400,000</b>	<b>\$ 132,848,748</b>

\*Excluding statutory liabilities

\*\*Includes future interest payments

December 31, 2020  
(Audited)

	On Demand	Less than 1 year	1-2 years	>2 to 5 years	Total
December 31, 2019					
Cash and cash equivalents	31,837,190				31,837,190
Trade and other receivables	12,132,214	44,522,565			56,654,779
Due from related parties	193,592				193,592
Other current assets:	44,162,996	44,522,565	-	-	88,685,561
Trade and other payables:					
Trade payables	10,058,852				10,058,852
Accrued expenses		1,962,157			1,962,157
Short term loans		86,039,146			86,039,146
Due to related parties	618,881				618,881
Dividends payable	126,955				126,955
					-
Long term debts		8,113,098	25,017,387	25,300,000	58,430,485
	\$ 10,804,688	\$ 96,114,401	\$ 25,017,387	\$ 25,300,000	\$ 157,236,476

\*Includes future interest payments

#### Foreign currency risk

The Group uses the US dollar as its functional currency and is therefore exposed to foreign exchange movements, primarily in Philippine Peso currency. The Group follows a policy to manage its currency risk by closely monitoring its cash flow position and by providing forecast on all other exposures in non-US dollar currencies.

#### Capital Management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Group manages its capital structure, which pertains to its equity as shown in the balance sheet, and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made to the objectives, policies or processes in 2021 and 2020.

The Company considers the following as capital:

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
Common stock	\$ 9,594,321	\$ 9,594,321
Preferred stock	3,032,140	3,032,140
Additional paid-in-capital	120,053,514	120,053,514
Equity reserve	4,030,214	4,030,214
Other comprehensive income(loss)	1,365,298	1,365,298
Retained Earnings	33,376,251	28,144,471
Parent company shares held by a subsidiary	(24,777,434)	(24,786,492)
	\$ 146,674,304	\$ 141,433,466

As of June 30, 2021 and December 31, 2020, the Group is subject to quantitative loan covenants and financial ratios on its long-term debts.

As of June 30, 2021 and December 31, 2020, the Group was able to meet its capital requirements and management objectives.

### 30. Equity

#### a. Common Shares

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
<i>Number of shares</i>		
Authorized - common shares (₱1.00 par value)	520,000,000	520,000,000
<i>Issued</i>		
Beginning and end of year	419,063,353	419,063,353
<i>Amount</i>		
Issued - 419,063,353 shares	\$ 9,594,321	\$ 9,594,321

On November 18, 2011, the Parent Company listed with the PSE its common stock, wherein it offered 42,163,000 shares to the public at issue price of ₱7 per share. The total proceeds with issuance of new shares amounted to ₱295.1 million ( 6.8 million). The Parent Company incurred transaction costs incidental to the IPO amounting to ₱47.3 million ( 1.1 million), which was charged against "Additional paid-in capital" in the 2011 consolidated balance sheets. As of December 31, 2011, the Parent Company's has 162,163,000 issued common shares.

On May 25, 2012, the BOD declared a twenty percent (20%) stock dividend to stockholders. On the same date, the stockholders approved and ratified the stock dividend payable to stockholders as of record as of June 8, 2012, to be distributed on June 29, 2012.

On September 14, 2012, the BOD declared a twenty percent (20%) stock dividend to stockholders of record as of December 21, 2012, to be distributed on January 10, 2013. On December 7, 2012, the stockholders approved the twenty percent (20%) stock dividend.

On January 16, 2013, the BOD declared a twenty percent (20%) stock dividend to stockholders. On the same date, the stockholders approved the stock dividend payable to stockholders of record as of March 15, 2013, to be distributed on April 5, 2013.

On January 29, 2014, the BOD also declared a ten (10%) stock dividend. During the special stockholders meeting on July 11, 2014, the shareholders approved and ratified the declaration of 10% stock dividend payable to stockholders of record as of July 25, 2014, to be distributed on August 20, 2014.

On March 24, 2015, the BOD also declared a ten (10%) stock dividend. On May 12, 2015, the shareholders approved and ratified the declaration of 10% stock dividend payable to stockholders of record as of May 26, 2015, to be distributed on June 18, 2015.

On March 24, 2015, the Parent Company's BOD, by majority vote, and shareholders representing two-thirds of the outstanding capital stock thereof approved the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock by



₱160,000,000 or from ₱400,000,000 divided into 400,000,000 common shares with a par value of ₱1.00 per share, to ₱560,000,000 divided into 520,000,000 common shares with a par value of ₱1.00 per share and 400,000,000 preferred shares with a par value of ₱0.10 per share.

The BOD also authorized the Parent Company to offer 120,000,000 shares for sale or subscription through a follow-on offering (FOO).

On July 22, 2015, the Philippine SEC approved the Company's application to increase its authorized capital stock.

On November 4, 2015, the Parent Company's FOO was completed. The Parent Company issued 80,000,000 new shares at issue price of ₱20 per share for a total amount of 34.2 million. The Parent Company incurred transactions costs incidental to FOO amounting to 1.2 million which was charged against "Additional paid-in capital" in the 2015 consolidated balance sheet.

On October 24, 2016, the Parent Company's BOD approved by majority vote the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock by ₱1,440,000,000 or from ₱560,000,000 divided into 520,000,000 common shares with a par value of ₱1.00 per share and 400,000,000 preferred shares with a par value of ₱0.10 per share ("Preferred A" shares), to ₱860,000,000 divided into 520,000,000 common shares with a par value of ₱1.00 per share and 700,000,000 preferred shares classified into "Preferred A shares" with a par value of ₱0.10 per share, and ₱270,000,000 worth of new preferred shares classified into "Preferred B shares" with par value ₱1.00 per share, with preferences, convertibility voting rights and other features of which shall be determined by the Parent Company's BOD. On the same date, the Parent Company's BOD, by majority vote, approved the declaration of ten percent (10%) stock dividend for each of the 419,063,353 issued and fully paid common shares, and 400,000,000 issued and fully paid preferred shares of the Corporation. To date the shareholders have not approved and ratified the said declaration.

On May 26, 2017, the Parent Company's shareholders representing at least two-thirds of the outstanding capital stock thereof approved the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock as endorsed by the BOD. The shareholders also approved a resolution to delegate to the BOD the power and authority to: (i) determine the manner (either in one or more tranches) by which the proposed increase in the authorized capital stock of the Parent Company will be implemented; and (ii) the manner by which the increase in the authorized capital stock will be subscribed and paid for, such as, but not limited to, a private placement transaction or public offering. The BOD was also granted authority to issue in one or more series the new preferred shares and to determine the preferences, convertibility, voting rights, features and other terms and conditions for each such series of the new preferred shares.

The Parent Company's application to increase its authorized capital stock, which was approved by Philippine SEC on September 29, 2017, did not include increase on authorized capital stock on common shares.

On July 18, 2018, the Parent Company's BOD approved by majority vote the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock by ₱160,000,000 by increasing the authorized: (i) common stock by ₱120,000,000; and (ii) preferred A stock by ₱40,000,000. Furthermore, the par value of the common shares was reduced from ₱1.00 to ₱0.50 per share.

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On September 7, 2018, the Parent Company's shareholders representing at least two-thirds of the outstanding capital stock thereof approved the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock as endorsed by the BOD.

As of December 31, 2018, the Parent Company's BOD is in the process of filing applications and documents as may be necessary to amend the articles of incorporation and to implement and give effect to the foregoing resolution.

The Board of Directors of TECH, in its special meeting held on September 28, 2020, approved the following:

1. The amendment of Article Fourth of the Articles of Incorporation on corporate terms from 50 years to perpetual term;
2. The amendment to the increase in the Authorized Capital Stock and the delegation to the Board of Directors of (i) the manner by which the proposed increase in the Authorized Capital Stock will be implemented and (ii) the manner by which the increase in the Authorized Capital Stock will be subscribed and paid for, such as but not limited to, a private placement transaction, or public or rights offering;
3. The approval to offer to all eligible stockholders of record of the Corporation, as of the date to be set by its management in accordance with existing law and regulations (the 'Record Date'), rights to subscribe (the "Rights Offer") to the common shares of the Corporation (the 'Rights Shares') with a bonus detachable warrant for each Rights Share (the 'Detachable Warrant'), subject to: (i) the approval of the increase in the Corporation's authorized capital stock; (ii) the registration or exemption requirements, whichever may be applicable, of the Securities and Exchange Commission ('SEC'); and (iii) the listing requirements of the Philippine Stock Exchange ('PSE').
4. The approval of the authority of any one (1) of the Chairman of the Board, the President, the Chief Financial Officer, and/or other senior officers of the Corporation to fix the terms and conditions of the Rights Offer, including, but not limited to, the final issue size which shall be up to 250,000,000 common shares, the entitlement ratio, the offer price, the payment terms, the terms of the Detachable Warrant including the exercise price, the procedure for lodging the application to subscribe, the details and procedures for the various rounds of offer including the treatment of rump shares, as applicable, the Record Date and other relevant dates, and other terms, without the necessity of obtaining further approval from the stockholders and Board of Directors.
5. The approval of the holding of the Special Stockholders' Meeting on November 27, 2020 with the Record Date on October 29, 2020 which will be conducted by videoconferencing.

As of June 30, 2021 and December 31, 2020, the Parent Company has a total number of 26 and 25 stockholders, respectively.

#### *Parent Company Shares Held by a Subsidiary*

On December 23, 2016, CEC acquired a total of 102,018,659 common shares of the Parent Company for ₱2.3 billion (49.7 million). The shares purchased were recorded at cost and deducted from equity in the consolidated balance sheet.

In 2017, CEC sold 85,099,869 common shares for \$42.4 million. The difference between the proceeds from the sale of shares held by CEC and the cost of these shares amounting to 0.1 million was offset against "Equity reserve" account.

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The 2017 consolidated financial statements of the Group were restated to correct the transaction related to the disposals of Group shares held by a subsidiary, which were recognized under "due from related parties account. Management inadvertently included the disposals of shares held by Camerton, its immediate Group, amounting to \$4.5 million (equivalent to 11,872,668 shares)

As a result, the following financial statement line items have been restated as follows:

	December 31, 2017
Consolidated statement of financial position:	
Increase in due from related parties	\$ (4,518,053)
Decrease in Group shares held by a subsidiary	4,518,053
Consolidated statement of changes in equity:	
Sale by subsidiary of Parent Company's shares held by a subsidiary	\$ 4,518,053

The restatement did not have impact on the 2017 consolidated statement of cash flows and consolidated statement of comprehensive income, except for the impact on earnings per share. As of December 31, 2017, prior to restatement, the earnings per share amounted to \$0.007. After restatement, earnings per share amounted to \$0.008.

In 2018, CEC acquired additional 32,152,644 Group shares for P1.2 billion (\$19,795,320).

In 2019, CEC acquired parent company shares amounting to \$940,448.

In 2020, CEC sold parent company shares amounting to \$2,966,636.

As of June 30, 2021 and December 31, 2020, the carrying value of Group shares held by a subsidiary amounted to \$24,777,434 and \$24,786,492, respectively.

b. Preferred Shares

	June 30, 2021 (Reviewed)	December 31, 2020 (Audited)
<i>Number of shares</i>		
Authorized		
Preferred shares A (P0.10 par value)	700,000,000	700,000,000
Preferred shares B-1 (P1.00 par value)	70,000,000	70,000,000
Preferred shares B-2 (P1.00 par value)	200,000,00	200,000,000
Issued and Subscribed		
Preferred A shares	700,000,000	700,000,000
Preferred B-1 shares	70,000,000	70,000,000
Preferred B-2 shares	67,000,000	67,000,000
Preferred B-2B shares	20,000,000	20,000,000
<i>Amount</i>		
Preferred A shares - (net of subscriptions receivable amounting to 525,062 as of March 31, 2018 and December 31, 2018)	\$ 946,863	\$ 946,863
Preferred B-1 shares - (net of subscriptions March 31, 2018)	\$342,399	\$342,399
Preferred B-2 shares	\$1,326,733	\$1,326,733
Preferred B-2B shares	\$416,145	\$416,145

In 2015, the 400,000,000 preferred shares at par value of ₱0.10 were subscribed by Camerton, a principal shareholder of the Parent Company.

On September 8, 2017, the Parent Company's BOD, by majority vote, approved the amendment in the Company's articles of incorporation to increase the Company's authorized capital stock by ₱300,000,000, or:

- a) from ₱560,000,000, consisting of:
  - i. ₱520,000,000 worth of common shares divided into 520,000,000 common shares with par value of ₱1.00 per share; and
  - ii. ₱40,000,000 worth of preferred shares divided into 40,000,000 Preferred A shares with par value of ₱0.10 per share,
- b) to ₱860,000,000, consisting of:
  - i. ₱520,000,000 worth of common shares divided in to 520,000,000 common shares with par value of ₱1.00 per share;
  - ii. ₱70,000,000worth of preferred A shares divided into 700,000,000 preferred A shares with par value of ₱0.10 per share; and
  - iii. ₱270,000,000 worth of preferred B shares with par value of ₱1.00 per share. The preferred B shares are further classified into the following series: (a) ₱70,000,000 worth of preferred B-1 shares, and (b) ₱200,000,000 worth of preferred B-2 shares, both having a par value of ₱1.00 per share.

On the same date, the additional 300,000,000 preferred A shares and 70,000,000 preferred B-1 shares shall be issued to and subscribed by Camerton at their par value of ₱0.10 per share and ₱1.00 per share, respectively. The Parent Company recognized preferred stock and additional paid-in capital amounting to 0.1 million and 0.3 million, respectively, net of subscriptions receivable. Preferred B-1 shares are not listed in the PSE.

On September 29, 2017, the Philippine SEC approved the Company's application for the increase in authorized capital stock.

The features of the preferred A shares are (i) full voting rights, one vote for each share; (ii) preferred non-cumulative cash dividends at the rate of 1% of their par value per year, with no participation in further cash dividends which may be declared and paid to the common shares or any other class or series of shares; and (iii) the same stock dividends which may be declared and paid to the common shares or any other class or series of shares.

On September 15, 2017 and November 9, 2017, the Parent Company BOD approved the following features, rights and privileges of preferred B-2 shares:

- a. Non-voting;
  - b. Preferred, cumulative cash dividends of up to 6.125% of the issue price per year, at the discretion of the Parent Company's BOD, with no participation in further cash dividends which may be declared and paid to the common shares, provided that, other than the basis being their respective issue prices, the cash dividend rate for preferred B-1 shares and preferred B-2 shares shall be paid before any cash dividends are paid to holders of common shares and preferred A shares;
  - c. The same stock dividends which may be declared and paid to the common shares;
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- d. As and if approved by the Parent Company BOD, redeemable in whole and not in part, at the sole option of the Parent Company at a price and at such time that the Parent Company BOD shall determine;
- e. In the event of liquidation, dissolution, bankruptcy, or winding up of the affairs of the Parent Company, the holders of preferred B-1 shares and preferred B-2 shares that are outstanding at that time shall enjoy preference in the payment in full or, if the remaining assets of the Parent Company are insufficient, on a pro-rata basis as among all holders of outstanding preferred B-1 shares and preferred B-2 shares, of the issue price of their shares plus any previously declared and unpaid dividends before any asset of the Parent Company is paid or distributed to the holders of other classes of shares.

On October 23, 2017 and November 9, 2017, the Parent Company BOD approved the following features, rights and privileges of preferred B-1 shares:

- a. Non-voting;
- b. Preferred, cumulative, non-participating, non-convertible;
- c. Entitled to cash dividends of up to 6.125% of the issue price per year, with no participation in further cash dividends which may be declared and paid to the common shares, and with no entitlement to any stock or property dividends;
- d. As and if approved by the Parent Company BOD, redeemable in whole and not in part, at the sole option of the Parent Company at a price and at such time that the Parent Company BOD shall determine; provided that management may grant up to 3% step-up rate on the cash dividends if the Parent Company is unable to redeem the preferred B-1 shares on the 5th anniversary of their issuance;
- e. In the event of change in control event where any person or persons acting in concert or any third person or persons acting on behalf of such person(s) at any time acquire(s) directly or indirectly a controlling participation in the Parent Company pursuant to the Philippine Laws, the dividend rate shall be increased by 4% commencing and including the day falling 180 days after the day on which a change in control event has occurred;
- f. In the event of liquidation, dissolution, bankruptcy, or winding up of the affairs of the Parent Company, the holders of preferred B-1 shares that are outstanding at that time shall enjoy preference in the payment in full or, if the remaining assets of the Parent Company are insufficient, on a pro-rata basis as among all holders of outstanding preferred B-1 shares and preferred B-2 shares, of the issue price of their shares plus any previously declared and unpaid dividends before any asset of the Parent Company is paid or distributed to the holders of other classes of shares; and
- g. Holders of preferred B-1 shares shall have no pre-emptive rights to subscribe to any class of shares (including, without limitation, treasury shares) that will be issued or sold by the issuer.

On November 8, 2017, the PSE BOD approved the public offering of up to 200,000,000 preferred B-2 shares. A total of 140,000,000 preferred B-2 shares were offered to the public during the offer period.

On November 29, 2017, the Parent Company's public offering was completed. The Parent Company issued 67,000,000 preferred B-2 shares with par value of ₱1.00 at issue price of 1.00 per share for a total amount of 67.0 million. The Parent Company recognized preferred stock and additional paid-in capital stock amounting to 1.3 million and 65.7 million, respectively. The Parent Company incurred transaction costs incidental to FOO amounting to 1.1 million which was charged against "Additional paid-in capital" in 2017 consolidated

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balance sheet. As of December 31, 2017, unpaid stock issue costs amounted to 324,866 recorded under "Accrued expenses and other payables" account.

On December 8, 2017, the Parent Company listed with the PSE its 67,000,000 preferred B-2 shares.

On July 18, 2018, the Parent Company's BOD approved by majority vote the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock by ₱160,000,000 by increasing the authorized: (i) common stock by ₱120,000,000; and (ii) preferred A stock by ₱40,000,000. The Parent Company authorized the subscription by Camerton, Inc. to ₱40,000,000 of preferred A shares. Furthermore, the par value of the preferred A shares was reduced from ₱0.10 to ₱0.05 per share. On the same date, the Parent Company's BOD approved by majority vote the reclassification of ₱100,000,000 preferred B-2 shares with a par value of ₱1.00 per share into ₱100,000,000 of a new class of shares denominated as preferred C shares, divided into 100,000,000 of ₱1.00 per share.

On September 7, 2018, the Parent Company's shareholders representing at least two-thirds of the outstanding capital stock thereof approved the amendment of the articles of incorporation to increase the Parent Company's authorized capital stock as endorsed by the BOD. The shareholders also approved a resolution to delegate to the BOD the power and authority to determine and fix the terms and conditions of preferred C shares.

On December 13, 2018, Camerton, Inc. paid 25% of the total additional subscription to preferred A shares amounting to ₱10,000,000. This amount was recorded as deposit for future stock subscription as of December 31, 2018.

As of December 31, 2018, the Parent Company's BOD is in the process of filing applications and documents as may be necessary to amend the articles of incorporation and to implement and give effect to the foregoing resolution.

As of December 31, 2019 and December 31, 2018, the Parent Company has unrecognized dividends on cumulative preferred B-1 and B-2 shares totaling to 0.1 million and 0.3 million, respectively.

c. Retained Earnings

On January 28, 2016, the Parent Company's BOD approved the declaration of cash dividends of 0.0050 per share for each of 419,063,353 fully paid and issued common shares and 0.000021 per share for each of the 400,000,000 outstanding preferred shares, amounting to an aggregate sum of 2,100,000, for payment and distribution on February 29, 2016 to shareholders of record of February 12, 2016. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

On June 9, 2016, the Parent Company's BOD approved the declaration of cash dividends of 0.00362 per share for each of 419,063,353 fully paid and issued common shares and 0.000001 per share for each of the 400,000,000 outstanding preferred shares, amounting to an aggregate sum of 1,520,000, for payment and distribution on July 7, 2016 to shareholders of record of June 23, 2016. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

On January 23, 2017 the Parent Company's BOD approved the declaration of cash dividends of 0.00432 per share for each of 419,063,353 fully paid and issued common shares and

0.000021 per share for each of the 400,000,000 outstanding preferred shares, amounting to an aggregate sum of 1,820,000, for payment and distribution on February 22, 2017 to shareholders of record of February 6, 2017. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

On September 15, 2017 the Parent Company's BOD approved the declaration of cash dividends of 0.004629 per share for each of 419,063,353 fully paid and issued common shares amounting to an aggregate sum of 1,940,000, for payment and distribution on October 6, 2017 to shareholders of record of September 29, 2017. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

Accumulated earnings of the subsidiaries are not yet available for dividend distribution to the Parent Company's stockholders, unless received as cash dividends from the subsidiaries. On February 2, 2018, the Parent Company's BOD approved the declaration of cash dividends of 0.004609 per share for each of 419,063,353 fully paid and issued common shares and 0.000012 per share for each of the 700,000,000 outstanding preferred A shares, amounting to an aggregate sum of 1,940,000, for payment and distribution on February 21, 2018 to shareholders of record of February 19, 2018. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

On February 27, 2018, the Parent Company's BOD approved the declaration of cash dividend of ₱0.015313 per share for each of the outstanding and issued preferred B-1 shares amounting to an aggregate sum of ₱1,071,875 (20,601), for payment and distribution on March 8, 2018 to shareholders of record as of March 6, 2018. This amount remained unpaid as of December 31, 2018.

On the same date, the Parent Company's BOD approved the declaration of cash dividend of 0.015313 per share for each of the 67,000,000 outstanding and issued preferred B-2 shares amounting to an aggregate sum of 1,025,938, for payment and distribution on March 8, 2018 to shareholders of record as of March 6, 2018.

On June 4, 2018, the Parent Company's BOD approved the declaration of cash dividend of 0.015313 per share for each of the 67,000,000 outstanding and issued preferred B-2 shares amounting to an aggregate sum of 1,025,938, for payment and distribution on the following dates:

- (i) June 8, 2018 to shareholders of record as of June 6, 2018
- (ii) September 10, 2018 to shareholders of record as of September 6, 2018
- (iii) December 10, 2018 to shareholders of record as of December 6, 2018

The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

On September 3, 2018, the Parent Company's BOD approved the declaration of cash dividends of 0.0048 per share for each of 419,063,353 fully paid and issued common shares amounting to an aggregate sum of 2,000,000, for payment and distribution on September 24, 2018 to shareholders of record of September 18, 2018. The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

Retained earnings include undistributed earnings amounting to 21.5 million, 24.3 million and 24.4 million as of December 31, 2018, 2017 and 2016, respectively, representing accumulated earnings of subsidiaries, which are not available for dividend declaration until received in the

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form of dividends from the combining entities. Retained earnings available for dividend declaration as at December 31, 2018 amounted to \$3.6 million.

Retained earnings are further restricted for the payment of dividends to the extent of the cost of the parent company shares held by a subsidiary, unrealized foreign exchange gains except those attributable to cash and cash equivalents, net fair value gain on investment properties, deferred income tax assets recognized that reduced the income tax expense and increased net income and retained earnings, and other unrealized gains or adjustments as of June 30, 2021 and December 31, 2020.

On January 30, 2019, the Group's BOD approved the declaration of cash dividend to its equity holders for payment and distribution on the following dates:

Date of Declaration	Record Date	Payment Date	Dividend Per share	Shares Outstanding	Total Dividends
January 30, 2019					
Preferred B-2	Mar 6, 2019	Mar 6, 2019	0.015313	67,000,000	\$1,025,937.50
Preferred B-2	June 6, 2019	June 6, 2019	0.015313	67,000,000	1,025,937.50
Preferred B-2	Sept 5, 2019	Sept 5, 2019	0.015313	67,000,000	1,025,937.50
Preferred B-2	Dec 5, 2019	Dec 5, 2019	0.015313	67,000,000	1,025,937.50
					\$ 4,103,750.00

On May 24, 2019 the Group's BOD approved the declaration of cash dividends to its equity holders, for payment and distribution on the following dates:

Date of Declaration	Record Date	Payment Date	Dividend Per share	Shares Outstanding	Total Dividends
May 24, 2019					
Common	June 11, 2019	June 28, 2019	0.002366	419,063,353	\$991,462.99
Common	Nov 11, 2019	Nov 29, 2019	0.002386	419,063,353	1,000,000.00
Preferred A	June 10, 2019	June 28, 2019	0.000012	700,000,000	8,537.01
					\$ 2,000,000.00

The cash dividend shall be paid in Philippine Peso at the BSP exchange rate one day prior to payment date.

In 2020, the Group's BOD approved the declaration of cash dividends to its equity holders:

Date of Declaration	Date of Record	Dividend Per share	Shares Outstanding	Total Dividends
2020				
February 17, 2020				
Preferred B-2	March 9, 2020	0.015313	67,000,000	\$ 1,025,937.50
Preferred B-2	June 8, 2020	0.015313	67,000,000	1,025,937.50
Preferred B-2	September 8, 2020	0.015313	67,000,000	1,025,937.50
Preferred B-2	December 9, 2020	0.015313	67,000,000	1,025,937.50
				\$4,103,750.00
March 06, 2020				
Preferred B-1	March 9, 2020	0.06125	70,000,000	\$8,537
March 06, 2020				
Preferred - A	March 8, 2020	Php 0.000012196	700,000,000	Php 4,287,500 (or 89,280)



July 17, 2020				
Common	August 11, 2020	0.001199	419,063,353	\$ 500,000

The Board of Directors of TECH, in its regular meeting held on 05 February 2021, approved the following:

Declaration of cash dividends on the following shares:

a. Preferred B-2 Subseries A Shares ("Preferred B-2A Shares"):

Declaration of Cash dividend of US Dollars 0.015313 (US 0.015313) per share for each of the Sixty Seven Million (67,000,000) outstanding and issued Preferred B-2A shares amounting to an aggregate sum of US Dollars One Million Twenty Five Thousand Nine Hundred Thirty Seven and Fifty Cents (US 1,025,937.50), for each Dividend Period. The schedule of the payment and distribution of the cash dividends of Preferred B-2A shares shall be made to the entitled shareholders on the following dates:

- (i) 8 March 2021 to shareholders of record as of 1 March 2021;
- (ii) 8 June 2021 to shareholders of record as of 1 June 2021;
- (iii) 8 September 2021 to shareholders of record as of 1 September 2021; and
- (iv) 9 December 2021 to shareholders of record as of 1 December 2021.

b. Preferred B-2 Subseries B Shares ("Preferred B-2B Shares"):

Declaration of cash dividend of US Dollars 0.015 (US 0.015) per share for each of the Twenty Million (20,000,000) outstanding shares and issued Preferred B-2B Shares amounting to an aggregate sum of US Dollars Three Hundred Thousand (US 300,000.00), for each Dividend Period.

The schedule of the payment and distribution of the cash dividends of Preferred B-2B shares shall be made to the entitled shareholders on the following dates:

- (i) 18 March 2021 to shareholders of record as of 5 March 2021;
- (ii) 18 June 2021 to shareholders of record as of 4 June 2021;
- (iii) 20 September 2021 to shareholders of record as of 6 September 2021; and
- (iv) 20 December 2021 to shareholders of record as of 6 December 2021."

c. Preferred A Shares

Declaration of cash dividend of Php0.007 per share for each of the Seven Hundred Million (700,000,000) issued and outstanding Preferred A shares amounting to an aggregate sum of Seven Hundred Thousand Pesos (Php700,000.00), for payment and distribution on 8 March 2021 to shareholders of record as of 1 March 2021.

d. Preferred B-1 Shares

Declaration of cash dividend of Php0.06125 per share for each of the Seventy Million (70,000,000) issued and outstanding Preferred B-1 Shares amounting to an aggregate sum of

Four Million Two Hundred Eight Seven Thousand Five Hundred Pesos (Php4,287,500.00) for payment and distribution on 8 March 2021 to shareholders of record as of 1 March 2021.

In June 30, 2021 and 2020, cash dividends paid amounted to \$2,651,875 and \$2,051,908, respectively. Accordingly, as of June 30, 2021 and December 31, 2020, dividends payable amounted to \$224,772 and \$126,955, respectively.

### 31. Dividends per share on common stock

	For the six months ended June 30	
	(Reviewed)	(Unaudited)
	2021	2020
Dividends declared on Common shares	\$ -	\$ -
Weighted average number of common shares outstanding	419,063,353	419,063,353
Basic and diluted EPS	\$ -	\$ -

### 32. Discontinued Operations

In 2019, Cirtex Group decided to discontinue Quintel Technology, Ltd. (Quintel UK) in line with the Group's strategy to focus all its operations in the US market and bring down its operating costs. Consequently, Quintel UK operation including all its assets and liabilities were transferred to Quintel USA and manpower reduction was implemented.

By end of January 2019, management thru its legal counsel in the UK filed for liquidation of Quintel Technology, Ltd. wherein the final settlement with the liquidators and third party creditors was reached in April 2020, in the amount of GBP1.9 million or an equivalent to 2.5 million.

On July 4, 2019, Telecom Mauritius, Ltd. (Quintel Mauritius), sales administration office of Quintel group, has ceased its operations and registration in line with the Group's profit optimization strategy.

As a result of the liquidations of Quintel UK and Quintel Mauritius, assets and liabilities identified to these companies were classified as disposal group. Revenue and expenses, gains and losses relating to the discontinuation of this subgroup have been eliminated from profit or loss from the Group's continuing operations and are shown as a single line item in the statement of profit or loss.

A gain amounting to \$13,730,086 was recognized in the discontinued operations. The amount is the sum of (1) \$10,907,492 gain from the release of other net comprehensive income, (2) \$3,599,742 of investment in subsidiary, and (3) \$94,641 write-off of property, plant and equipment, and net of \$871,789 additional expenses from the settlement.

The \$10,907,492 million gain from the release of other comprehensive income pertains to cumulative foreign currency translation adjustment from translating the financial statements of

Quintel UK and Quintel Mauritius to the presentation currency of Quintel Cayman, Ltd., its parent company. The \$11 million resulted from multiple years effects of foreign exchange gain prior to acquisition in 2017. Prior to this consolidation, there was no movement in the OCI since acquisition on July 28, 2017.

In 2019, Quintel UK and Quintel Mauritius have no operations.

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### **33. Commitments**

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

#### **Outsourcing Manufacturing Agreement (OMA)**

On July 30, 2014, CATS entered into an OMA (herein referred to as the “Agreement”) with REMEC in conjunction with the Share Purchase Agreement (SPA) entered into between CEIC and REMEC. CATS will perform manufacturing services to REMEC in accordance with the production files and specifications as provided in the Agreement. The contract term is for ten (10) years with automatic renewal of additional one (1) year period. All payments to CATS shall be made in US Dollars and shall be paid sixty (60) days after the receipt of the invoice.

#### **Master Service Agreement (MSA)**

CATS entered into an MSA with REMEC on July 30, 2014 where CATS will provide to REMEC the services of selected employees and consultants (or “Business Services”) of CATS. CATS shall be responsible for and shall timely pay any and all compensation and benefits payable to the employees of and consultants of CATS who perform Business Services. MSA has a ten (10) year term with automatic renewal of additional one year period.

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### **34. Events After the Reporting Period**

01 July 2021 SEC issuance of Order of Registration and Certificate of Permit to Sell in relation to the Company's registration of Stock Rights Offering with underlying Bonus Detachable Warrant.

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## Results of Operations

The Company's Consolidated Net Sales, Gross Profit, Net Income, EBITDA and EPS are provided in the following table:

<i>In US\$ Thousand except EPS</i>	<b>For the Six Months Ended June 30</b>	
	<b>2021 (Reviewed)</b>	<b>2020 (Unaudited)</b>
<b>NET SALES</b>	<b>\$45,554</b>	<b>\$42,289</b>
<b>COST OF SALES</b>	<b>(31,857)</b>	<b>(30,621)</b>
<b>GROSS PROFIT</b>	<b>13,697</b>	<b>11,668</b>
<b>NET INCOME</b>	<b>7,981</b>	<b>4,981</b>
<b>Basic/Diluted EPS</b>	<b>\$0.013</b>	<b>\$0.007</b>
<b>EBITDA</b>	<b>\$14,488</b>	<b>\$11,907</b>

### ***For the six-month period ending June 30, 2021 compared to the six-month period ending June 30, 2020***

#### *Revenue*

The Company recorded consolidated revenue of US\$45.6 million for the six months ending June 30, 2021, an increase of 8% from US\$42.3 million for the same period in 2020. The increase accounted for was mainly due to 15% increase in revenue contribution from semiconductor business and 18% increase in revenue contribution from RF/MW/mmW and antenna manufacturing business.

Revenue contribution from Quintel for the six-month period ending June 30, 2021 amounted to US\$11.13 million. In August 2017, the Company acquired 100% of Quintel, a US-based developer of leading-edge base station antennas used for cellular wireless networks.

Revenues from the RF/MW/mmW and antenna manufacturing business before consolidation for the six months ending June 30, 2021 amounted to US\$13.6 million, an 18% increase compared to the US\$11.4 million for same period in 2020.

Revenues from the semiconductor business amounted to US\$20.9 million compared to US\$18.1 million for the same period in 2020, a 15% increase.

#### *Cost of Sales and Gross Margin*

The Company's cost of sales (COS) is composed of: raw materials, spare parts, supplies; salaries, wages and employees' benefits; depreciation and amortization; utility expenses directly attributable to production, freight and duties; and others. The Company's cost of sales increased by 4% to US\$31.9 million for the six months ending June 30, 2020 from US\$30.62 million for the same period in 2020. The increase was mainly due to:

- Raw materials, spare parts, supplies and other inventories used increased by 2% to US\$20.7 million for the six months ending June 30, 2021, from \$20.3 million for the same period in 2020
- Salaries, wages and employees' benefits increased by 21% to US\$5.0 million for the six months ending June 30, 2021, from US\$4.1 million for the same period in 2020.
- Depreciation and amortization increased by 12% to US\$3.5 million for the six months ending June 30, 2020 from US\$3.1 million for the same period in 2020.
- Utility expenses amounted to US\$1.6 million for the six months ending June 30, 2020, from US\$1.4 million for the same period in 2020, an increase of 14%

The Company's gross margin was 30% for the six months ending June 30, 2021, 2% higher than the gross margin recorded for the same period in 2020.

#### *Operating Expenses*

The Company's operating expenses for the six months ending June 30, 2020 amounted to US\$4.3 million, 8% lower compared to the US\$4.6 million recorded during the same period in 2020. The significant decrease is due to:

- Salaries, wages and employees' benefits decreased by 1% to US\$1.72 million for the six months ending June 30, 2021, from US\$1.73 million for the same period in 2020.
- Utilities decreased by 50% to US\$220 thousand for the six months ending June 30, 2021, from US\$442 thousand for the same period in 2020.
- Professional fees decreased by 15% to US\$422 thousand for the six months ending June 30, 2021, from US\$494 thousand for the same period in 2020.
- Transportation and travels decreased by 56% to US\$42 thousand for the six months ending June 30, 2021, from US\$95 thousand for the same period in 2020.
- Entertainment, amusement and recreation decreased by 74% to US\$ 29 thousand for the six months ending June 30, 2021, from US\$108 thousand for the same period in 2020.
- Insurance premiums decreased by 17% to US\$46 thousand for the six months ending June 30, 2021, from US\$56 thousand for the same period in 2020.

#### *Income Before Income Tax*

For the six months ending June 30, 2021, the Company recorded a net income before income tax of US\$8.2 million, an increase of 60% compared with US\$5.1 million recorded for the same period in 2020.

#### *Provision for / Benefit from Income Tax*

Provision for income tax for the six months ending June 30, 2021 amounted to US\$184 thousand compared with a provision for income tax of US\$136 thousand for the same period in 2020.

#### *Net Income After Tax*

The Company's net income after tax for the six months ending June 30, 2021 amounted to US\$8.0 million an increase of 60% compared with US\$5.0 million for the same period in 2020.

## **Financial Condition**

### ***For the six-month period ending June 30, 2021 compared to the period ending December 31, 2020***

#### *Assets*

The Company's cash and cash equivalent for the six months ending June 30, 2021 amounted to US\$10.21 million, compared with US\$31.84 million for the period ending December 31, 2020, a decreased of US\$21.6 million or 68%.

Trade and other receivables for the six months ending June 30, 2021 amounted to US\$59.8 million, compared with US\$56.7 million for the period ending December 31, 2020, a 6% increased.

Inventory levels for the six months ending June 30, 2021 amounted to US\$60.8 million, 6% higher compared with US\$57.1 million for the period ending December 31, 2020.

Amounts owed by related parties for the six months ending June 30, 2021 amounted to US\$0.19 million compared to US\$0.19 million for the period ending December 31, 2020, a 1% decreased.

Assets held for sale pertain to the Company's Carmelray property which is being actively marketed for sale.

Non-current assets, comprised of Available-for-sale (AFS) financial asset, HTM investments, property, plant and equipment (PPE), intangible assets, deferred income taxes and other noncurrent assets for the six months ending June 30, 2021 amounted to US\$141 million compared with US\$148 million for the period ending December 31, 2020, a decreased of 4%.

#### *Liabilities*

The Company's current liabilities is comprised of trade and other payables, short-term loans, long-term debt – current portion, amounts owed to related parties, and income tax payable. For the six months ending June 30, 2021, current liabilities were at US\$ 88.72 million, compared with US\$110.51 million the period ending December 31, 2020, a decrease of 20%.

For the six months ending June 30, 2021, the Company's non-current liabilities, comprised of long-term debt – net of current portion, retirement benefit obligation, and deferred income tax liability amounted to US\$54.2 million compared with US\$57.1 million for the period ending December 31, 2020, a 5% decreased.

#### *Equity*

The Company's shareholders' equity for the six months ending June 30, 2021 amounted to US\$146.7 million compared with US\$141.4 million for the period ending December 31, 2020, a 4% increased.

## Liquidity and Capital Resources

For the six months ending June 30, 2021, the Company's principal sources of liquidity were cash from sales of its products, bank credit facilities, proceeds from its corporate note's issuances, and proceeds from its follow-on offering. The Company expects to meet its working capital, capital expenditure, dividend payment and investment requirements for the next 12 months primarily from the proceeds of the Company's follow-on offering, proceeds of the Company's corporate notes issuances, short-term credit facilities and cash flows from operations. It may also from time to time seek other sources of funding, which may include debt or equity financings, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

For the next 12 months, the Company plans to increase its production further by increasing volume deliveries to existing customers, entering into new production agreements, and expanding its customer base through new product introduction and aggressive sales and marketing activities.

The following table sets out the Company's cash flows for the six months ending June 30, 2021 and the same period in 2020.

<i>In US\$ Thousands</i>	<b>For the six months ending June 30</b>	
	<b>2021</b>	<b>2020</b>
Net cash flows provided by/ (used for) operating activities	11,863	(147)
Net cash flows provided by/ (used for) investing activities	2,130	(6,358)
Net cash flows provided by/ (used for) financing activities	(35,657)	6,562
Net increase (decrease) in cash equivalents	(21,623)	(382)

### *Net Cash Flows from Operating Activities*

Net cash outflow from operating activities was US\$11.9 million for the six months ending June 30, 2021, compared with (US\$147) thousand for the same period in 2020.

The increase was mainly due to increase in accounts receivables, increase in accounts payables, and increase in inventories.

### *Investing Activities*

Net cash outflow from investing activities amounted to US\$2.1 million for the six months ending June 30, 2021. Investing activities mainly involved acquisition of PPE, and increase in non-current assets.

### *Financing Activities*

Net cash flow from financing activities for the six months ending June 30, 2021 amounted to (US\$35.7 million). Major financing activities involved proceeds from loans and CP reissuances and sale by a subsidiary of Parent Company's shares, less payment of cash dividends, payment interest, payment of short-term and long-term loans, and net movement in amounts owed by and owed to related parties. For the same period in 2020 net cash flow financing activities amounted to US\$6.6million.

**Material Changes to the Company's Reviewed Income Statement as of June 30, 2021 compared to the Unaudited Income Statement as of June 30, 2020 (increase/decrease of 5% or more)**

- 8% increase in net sales  
Increase in revenue contribution of CEC and CATSI
- 4% increase in Cost of Sales  
Increase in Raw Materials, spare parts, supplies and other inventories used, salaries, wages and employees' benefits, depreciation and amortization and utilities
- 8% decrease in operating expenses  
Decrease in salaries, wages and employees' benefits, Transportation and travels, Professional fees, Taxes, Entertainment, amusement and recreation and Insurance Premiums
- 60% increase in Income Before income Tax  
Increase in Sales, and higher Gross Margin
- 60% increase in Net Income After Tax  
Increase in Sales, and higher Gross Margin

**Material Changes to the Company's Reviewed Balance Sheet as of June 30, 2021 compared to the Audited Balance Sheet as of December 31, 2020 (increase/decrease of 5% or more)**

- 6% increase Trade and Other Receivables – Net  
Longer collection period for certain major customers
- 6% increase in Inventories  
Longer lead times for certain raw materials and high level of FG inventory in Quintel
- 4% decrease in other noncurrent assets  
Lower advances to major suppliers due to negotiated terms and loans to employees
- 35% Decrease in Current Portion of Long-term Debt  
Additional payment for long-term credit facilities



## KEY PERFORMANCE INDICATORS

The Company's top five (5) key performance indicators are listed below:

<i>Amounts in thousand US\$, except ratios, and where indicated</i>		<b>2020 Full Year</b>	<b>2020 Six Months</b>	<b>2021 Six Months</b>
EBITDA		19,658	11,907	14,488
EBITDA Margin		29%	28%	32%
Sales Growth/Decline		(14%)	-13%	8%
Current Ratio (x)		1.46x	1.28x	1.67x
Earnings per share (US\$)		0.006	0.007	0.013

*Note:*

*\*Earnings per Share was calculated using CHPC's average outstanding common shares for the years 2021 and 2020*

*\*\*Earning per share was calculated less dividends for preferred shares which has a fixed amount per quarter*

### ▪ *EBITDA and EBITDA Margin*

Earnings before interest, tax, depreciation and amortization (EBITDA) provides an indication of the rate of earnings growth achieved.

The EBITDA margin shows earnings before interest, tax, depreciation and amortization as a percentage of revenue. It is a measure of how efficiently revenue is converted into EBITDA.

EBITDA and EBITDAR Margin are not measures of performance under PFRS, and investors should not consider EBITDA and EBITDA Margin in isolation or as alternatives to net income as an indicator of our Company's operating performance or to cash flow from operating, investing and financing activities as a measure of liquidity, or any other measures of performance under PFRS. Because there are various EBITDA and EBITDA Margin calculation methods, the Company's presentation of these measures may not be comparable to similarly titled measures used by other companies.

The following table sets out the Company's EBITDA after consolidation entries.

<i>In US\$ 000</i>	For the years ended December 31		For Six Months Ended June 30
	2019	2020	2021
Net income	8,422	6,597	7,981
Add back:			
Interest expense/income-net	4,851	5,303	2,364
Provision for / Benefit from income tax	391	447	184
Depreciation and amortization	5,997	7,311	3,959
<b>EBITDA</b>	<b>19,661</b>	<b>19,658</b>	<b>14,488</b>

The table sets forth a reconciliation of the Company's consolidated EBITDA to consolidated net income.

<i>In US\$ 000</i>	For the years ended December 31		For Six Months Ended June 30
	2019	2020	2021
EBITDA	19,661	19,658	14,488
Deduct:			
Interest expense/income-net	(4,851)	(5,303)	(2,364)
Provision for / Benefit from income tax	(391)	(447)	(184)
Depreciation and amortization	(5,997)	(7,311)	(3,959)
<b>Net Income</b>	<b>8,422</b>	<b>6,597</b>	<b>7,981</b>

- *Sales growth*

Sales growth is a key indicator of the Company's ability to grow the business

- *Current ratio*

Current ratio measures a company's short-term liquidity, i.e. its ability to pay its debts that are due within the next 12 months. It is expressed as the ratio between current assets and current liabilities.

- *Earnings per share*

Earnings per share show the Company's attributable profit earned per common share. At constant outstanding number of shares, as the Company's earnings increase, the earnings per share correspondingly increase.

## **FINANCIAL RISK DISCLOSURE**

The Company is not aware of any known trends, demands, commitments, events or uncertainties that will have a material impact on the Company's liquidity.

The Company is not aware of any event that will trigger direct or contingent financial obligation that is material to the Company, including default or acceleration of any obligation.

The Company does not have any off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships with unconsolidated entities or other persons created during the reporting period.

The Company has allocated up to US\$8 Million for capital expenditure for full year 2018, from the proceeds of the Company's Follow-on Offering and cash flows from operations. It may also from time to time seek other sources of funding, which may include debt or equity financings, including dollar and peso-denominated loans from Philippine banks, depending on its financing needs and market conditions.

The Company is not aware of any trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales/revenues/income from continuing operations.

The Company does not have any significant elements of income or loss that did not arise from its continuing operations.

The Company does not have any seasonal aspects that had a material effect on the financial conditions or results of operations.

# **CIRTEK HOLDINGS PHILIPPINES CORPORATION**

## **FINANCIAL SOUNDNESS INDICATORS**

**JUNE 30, 2021 AND DECEMBER 31, 2020**

<b>Ratios</b>	<b>Formula</b>	<b>June 30, 2021</b>	<b>December 31, 2020</b>
(i) Current Ratio	Current Assets/Current Liabilities	<b>1.67</b>	1.51
(ii) Debt/Equity Ratio	Bank Debts <sup>1</sup> / Total Equity	<b>0.78</b>	1.02
(iii) Net Debt/Equity Ratio	Bank Debts <sup>1</sup> -Cash & Equivalents/Total Equity	<b>0.71</b>	0.80
(iii) Asset to Equity Ratio	Total Assets/Total Equity	<b>1.97</b>	2.19
(iv) Interest Cover Ratio	EBITDA <sup>2</sup> /Interest Expense	<b>6.09</b>	3.66
(v) Profitability Ratios			
GP Margin	Gross Profit/Revenues	<b>0.30</b>	0.29
Net Profit Margin	Net Income/Revenues	<b>0.18</b>	0.10
EBITDA Margin	EBITDA/Revenues	<b>0.32</b>	0.29
Return on Assets	Net Income/Total Assets <sup>3</sup>	<b>0.03</b>	0.02
Return on Equity	Net Income/Total Equity <sup>3</sup>	<b>0.05</b>	0.05

<sup>1</sup> Sum of short-term loans and long-term debts

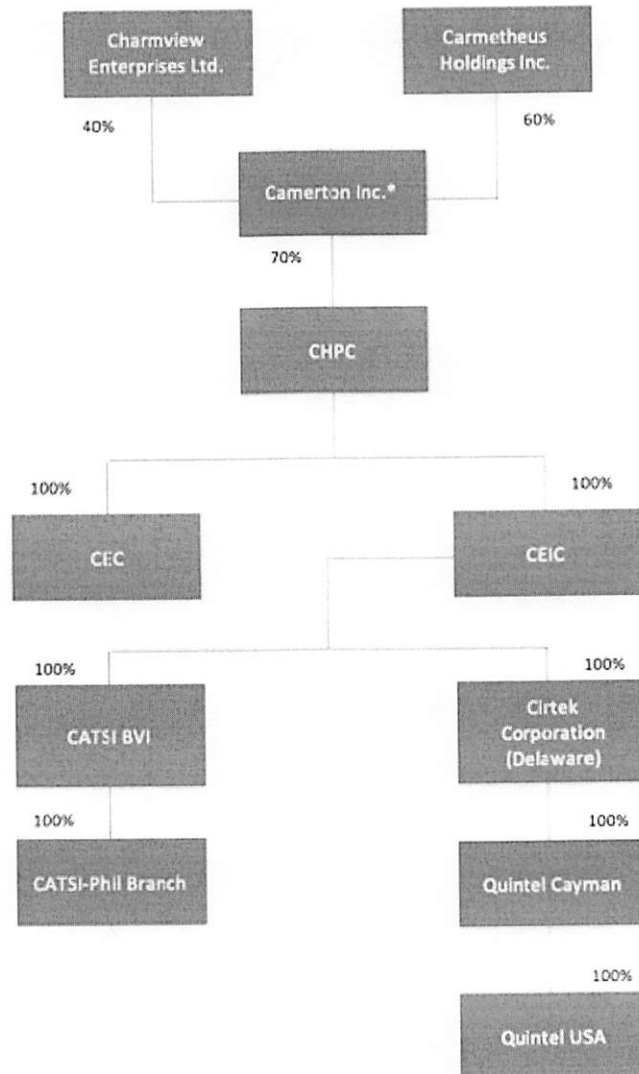
<sup>2</sup> EBITDA is calculated as income before income tax plus depreciation and amortization and financial income (expense).

<sup>3</sup> Based on balances as at June 30, 2021 and December 31, 2020

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**INDEX TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL**  
**STATEMENTS AND SUPPLEMENTARY SCHEDULES**  
**AS OF AND FOR THE FIRST QUARTER ENDED MARCH 31, 2021**

<b>Schedule</b>	<b>Contents</b>
<i>Index to the Interim Condensed Consolidated Financial Statements</i>	
I	Map Showing the Relationships Between and Among the Companies in the Group, its Ultimate Parent Company and Co-subsidiaries
II	Reconciliation of Retained Earnings Available for Dividend Declaration
III	Financial Soundness Indicators
<i>Supplementary Schedules</i>	
A	Financial Assets
B	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related parties)
C	Amounts Receivable from Related Parties and Amounts Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements
D	Intangible Assets - Other Assets
E	Long-Term Debt
F	Indebtedness to Related Parties
G	Guarantees of Securities of Other Issuers
H	Gross and Net Proceeds by A Listed Company with recent offering of Securities (Commercial Paper) to the Public
I	Capital Stock

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**MAP SHOWING THE RELATIONSHIPS BETWEEN AND AMONG THE**  
**COMPANIES IN THE GROUP, ITS ULTIMATE PARENT COMPANY AND**  
**CO-SUBSIDIARIES**  
**JUNE 30, 2021**



**CIRTEK HOLDINGS PHILIPPINES CORPORATION**  
**RECONCILIATION OF RETAINED EARNINGS AVAILABLE FOR**  
**DIVIDEND DECLARATION**  
**JUNE 30, 2021**

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Unappropriated retained earnings, beginning	\$7,462,368
Add/(Deduct) net income/(loss) actually earned during the period	2,788,914
Less cash dividends declared	(2,749,692)
Retained earnings available for dividend declaration	\$7,501,590

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**CIRTEK HOLDINGS PHILIPPINES CORPORATION**

**FINANCIAL SOUNDNESS INDICATORS**

**JUNE 30, 2021 AND DECEMBER 31, 2020**

<b>Ratios</b>	<b>Formula</b>	<b>June 30, 2021</b>	<b>December 31, 2020</b>
(i) Current Ratio	Current Assets/Current Liabilities	<b>1.67</b>	1.51
(ii) Debt/Equity Ratio	Bank Debts <sup>1</sup> / Total Equity	<b>0.78</b>	1.02
(iii) Net Debt/Equity Ratio	Bank Debts <sup>1</sup> -Cash & Equivalents/Total Equity	<b>0.71</b>	0.80
(iii) Asset to Equity Ratio	Total Assets/Total Equity	<b>1.97</b>	2.19
(iv) Interest Cover Ratio	EBITDA <sup>2</sup> /Interest Expense	<b>6.09</b>	3.66
(v) Profitability Ratios			
GP Margin	Gross Profit/Revenues	<b>0.30</b>	0.29
Net Profit Margin	Net Income/Revenues	<b>0.18</b>	0.10
EBITDA Margin	EBITDA/Revenues	<b>0.32</b>	0.29
Return on Assets	Net Income/Total Assets <sup>3</sup>	<b>0.03</b>	0.02
Return on Equity	Net Income/Total Equity <sup>3</sup>	<b>0.05</b>	0.05

<sup>1</sup> Sum of short-term loans and long-term debts

<sup>2</sup> EBITDA is calculated as income before income tax plus depreciation and amortization and financial income (expense).

<sup>3</sup> Based on balances as at June 30, 2021 and December 31, 2020



**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF FINANCIAL ASSETS**  
**AS OF AND FOR THE FIRST QUARTER ENDED JUNE 30, 2021**

	Name of Issuing entity and association of each issue	Amount shown in the balance sheet	Valued based on market quotations at end of reporting period	Income received or accrued
Cash in bank and cash equivalent	N/A	\$ 10,213,942	\$ 10,213,942	\$ 15,332
Trade and other receivables	N/A	59,812,395	59,812,395	
Amounts owed by related parties	N/A	191,569	191,569	
Other current assets				
Financial asset at FVTPL	N/A	568	568	
Rental deposit	N/A	1,235,609	1,235,609	
Security deposit	N/A	180,507	180,507	
Loan to employees	N/A	792,654	792,654	
Equity investment at FVTOCI				
Other financial asset at amortized	N/A	-	-	
Other noncurrent assets:				
Loans to employees	N/A	300,000	300,000	
Miscellaneous deposits	N/A	177,909	177,909	
Others	N/A	37,124	37,124	
		<b>\$72,942,277</b>	<b>\$ 72,942,277</b>	<b>\$ 15,332</b>

**SCHEDULE B**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF AMOUNTS RECEIVABLE FROM**  
**DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES, AND**  
**PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)**  
**AS OF AND FOR THE FIRST QUARTER ENDED JUNE 30, 2021**

<b>Amounts owed by Related Parties</b>						
<b>Name and designation of debtor</b>	<b>Balance at beginning of period</b>	<b>Additions</b>	<b>Amounts collected</b>	<b>Current</b>	<b>Not Current</b>	<b>Balance at the end of the period</b>
<b>Parent Company</b>						
Camerton	-	-	-	-	-	-
<b>Related parties under common control</b>						
Cirtex Holdings, Inc.	-			-	-	-
Cayon Holdings, Inc.	193,592		(2,023)	191,569	-	191,569
<b>TOTAL</b>	<b>193,592</b>	<b>-</b>	<b>(2,023)</b>	<b>191,569</b>	<b>-</b>	<b>191,569</b>

SCHEDULE C

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF AMOUNTS RECEIVABLE FROM**  
**RELATED PARTIES WHICH ARE ELIMINATED DURING THE**  
**CONSOLIDATION OF FINANCIAL STATEMENTS**  
**AS OF AND FOR THE FIRST QUARTER ENDED JUNE 30, 2021**

Receivables from related parties which are eliminated during the consolidation  
(under Trade and Other Receivables)

Name and designation of debtor	Balance at beginning of period	Additions	Amount collected	Amount written off	Current	Noncurrent	Balance at end of period
Quintel USA	\$7,219,555	(\$1,047,311)	-	-	\$6,172,244	-	\$6,172,244

Amounts owed by related parties which are eliminated during the consolidation

Name and designation of debtor	Balance at beginning of period	Additions	Amount collected	Amount written off	Current	Not current	Balance at end of period
<b>Cirtek Holdings Philippines Corporation from:</b>							
CEC	\$48,795,261	-	(\$3,000,000)	-	\$ 45,795,261	\$ -	\$ 45,795,261
CEIC	33,825,739		(300,000)		33,525,739		33,525,739
CATS	44,535,403		(2,658,865)		41,876,537		41,876,537
Quintel	19,885,906	-	-	-	19,885,906	-	19,885,906
Total	147,042,309	-	(5,958,865)	-	141,083,443	-	141,083,443
<b>Cirtek Electronics Corporation from:</b>							
CHPC	22,021,052		(7,727,834)	-	14,293,218	-	14,293,218
CATS	5,040,092	845,654		-	5,885,746	-	5,885,746
Total	27,061,144	845,654	(7,727,834)	-	20,178,964	-	20,178,964
<b>Cirtek Electronics International Corporation from:</b>							
CHPC	2,339,865	-	-	-	2,339,865	-	2,339,865
CEC	21,269,640		(1,326,038)		19,943,602		19,943,602
CATS	746,612	241,251			987,864		987,864
Quintel	82,478,692		-	-	82,478,692	-	82,478,692
Total	106,834,810	241,251	(1,326,038)	-	105,750,023	-	105,750,023
<b>Cirtek Advanced Technologies and Solutions, Inc from:</b>							
RBWRP	39,794	2,510	-	-	42,303	-	42,303
Total	39,794	2,510	-	-	42,303	-	42,303
<b>RBW Realty and Property, Inc from:</b>							
CATS	18,389	-	-	-	18,389	-	18,389
Total	18,389	-	-	-	18,389	-	18,389
<b>TOTAL</b>	<b>\$280,996,446</b>	<b>\$1,089,415</b>	<b>(\$15,012,738)</b>	<b>-</b>	<b>\$267,073,123</b>	<b>\$ -</b>	<b>\$267,073,123</b>

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF INTANGIBLE ASSETS - OTHER**  
**ASSETS**  
**AS OF JUNE 30, 2021**

<b>Intangible Assets - Other Assets</b>						
<b>Description</b>	<b>Beginning Balance</b>	<b>Additions at cost</b>	<b>Charged to cost and expenses</b>	<b>Charged to other accounts</b>	<b>Other changes additions (deductions)</b>	<b>Ending Balance</b>
Goodwill	\$55,541,157	\$ -	\$ -	\$ -	\$ -	\$ 55,541,157
Product development costs	5,461,374	1,327,622	(538,479)	-	-	6,250,517
Customer relationships	23,736,500	-	-	-	-	23,736,500
Technology	1,860,290	-	(587,460)	-	-	1,272,830
Trademark	7,472,800	-	-	-	-	7,472,800
<b>Total</b>	<b>\$94,072,121</b>	<b>\$1,327,622</b>	<b>(\$1,125,939)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$94,273,804</b>

SCHEDULE E

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF LONG-TERM DEBT**  
**AS OF JUNE 30, 2021**

<b>Long-term Debt</b>			
<b>Title of issue and type of obligation</b>	<b>Amount authorized by indenture</b>	<b>Amount shown under caption "current portion of long-term" in related balance sheet</b>	<b>Amount shown under caption "long-term debt" in related balance sheet</b>
Notes payable	\$52,745,785	\$ 5,246,398	\$ 47,499,387

**SCHEDULE F**

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF INDEBTEDNESS TO RELATED**  
**PARTIES (LONG-TERM LOANS FROM RELATED COMPANIES)**  
**AS OF JUNE 30, 2021**

<b>Indebtedness to related parties (Long-term loans from related companies)</b>		
<b>Name of related party</b>	<b>Balance at beginning of period</b>	<b>Balance at end of period</b>
<b>Not Applicable</b>		

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF GUARANTEES OF SECURITIES OF**  
**OTHER ISSUERS**  
**AS OF JUNE 30, 2021**

<b>Guarantees of Securities of Other Issuers</b>				
<b>Name of issuing entity of securities guaranteed by the company for which this statement is filed</b>	<b>Title of issue of each class of securities guaranteed</b>	<b>Total amount guaranteed and outstanding</b>	<b>Amount owned by person for which statement is file</b>	<b>Nature of guarantee</b>
<b>Not Applicable</b>				

## SCHEDULE H

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF GROSS AND NET PROCEEDS BY A**  
**LISTED COMPANY WITH RECENT OFFERING OF SECURITIES**  
**(COMMERCIAL PAPER) TO THE PUBLIC**  
**AS OF AND FOR THE SECOND QUARTER ENDED JUNE 30, 2021**

**1. Gross and net proceeds as disclosed in the final prospectus –**

<b>Gross</b>	<b>P2,000,000,000</b>
<b>Net</b>	<b>1,878,034,751</b>

**2. Actual gross and net proceeds –**

<b>Gross</b>	<b>P1,000,000,000</b>
<b>Net</b>	<b>971,739,505</b>

**3. Each expenditure item where the proceeds were used –**

<b>Working capital</b>	<b>P152,650,000</b>
<b>Loans</b>	<b>655,589,505</b>
<b>Dividend Payment on Preferred Shares</b>	<b>63,500,000</b>
<b>Investment</b>	<b>100,000,000</b>

**4. Balance of the proceeds as of June 30, 2021      P      -**



## SCHEDULE I

**CIRTEK HOLDINGS PHILIPPINES CORPORATION AND SUBSIDIARIES**  
**SUPPLEMENTARY SCHEDULE OF CAPITAL STOCK**  
**AS OF JUNE 30, 2021**

<b>Capital Stock</b>						
<b>Title of Issue</b>	<b>Number of shares authorized</b>	<b>Number of shares issued and outstanding as shown under related balance sheet caption</b>	<b>Number of shares reserved for options warrants, conversion and other rights</b>	<b>Number of shares held by related parties</b>	<b>Number of shares held by directors, officers and employees</b>	<b>Others</b>
Common Stock	520,000,000	419,063,353	—	238,793,796	9	—
Preferred A Shares	700,000,000	700,000,000	—	700,000,000	—	—
Preferred B-1 Shares	70,000,000	70,000,000	—	70,000,000	—	—
Preferred B-2 Shares	200,000,000	67,000,000	—	—	—	—
Preferred B-2B Shares		20,000,000	—	—	—	—