

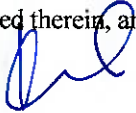
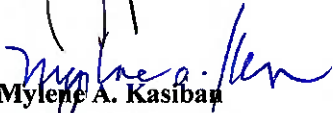
**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The management of **Robinsons Retail Holdings, Inc. and Subsidiaries** is responsible for all information and representations contained in the financial statements for the period ended **March 31, 2025 and 2024**, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

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

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

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


Robina Gokongwei Pe
Chairman
Stanley E. Go
President & Chief Executive Officer
Mylene A. Kasiban
Chief Financial Officer
Graciela A. Banatao
Treasurer

Signed this 9th day of May 2025.

SUBSCRIBED AND SWORN to before me, a notary public in QUEZON CITY, personally appeared:

Name	Competent Proof of Identity	Date/Place Issued
Robina Gokongwei Pe Stanley C. Co Mylene A. Kasiban Graciela A. Banatao		September 22, 2022-Quezon City

Who are personally known to me to be the same persons described in the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this MAY 09 2025 day of MAY, 2025.

Doc. No. 453 ;
Page No. 92 ;
Book No. XI ;
Series of 2025.

ATTY. GILBERT S. MILLADO, JR.
Roll No. 45039
Notary Public for Quezon City
110 E Rodriguez Jr. Ave., Bagumbayan, Quezon City
PTR No. 7009611; 01/02/2025; Quezon City
IBP No. 327346; 12/12/2023; CALMANA
TIN No. 166-215-465
Commission Adm. Matter No. Np-326(2024-2026)
MCLE Compliance No. VII 0011553; April 14, 2025

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 March 31, 2025
2. Commission identification number A200201756
3. BIR Tax Identification No 216-303-212-000
4. Exact name of issuer as specified in its charter

ROBINSONS RETAIL HOLDINGS, INC.

5. Province, country or other jurisdiction of incorporation or organization Philippines
6. Industry Classification Code: (SEC Use Only)
7. Address of issuer's principal office Postal Code
110 E. Rodriguez, Jr. Avenue,
Bagumbayan, Quezon City 1110
8. Issuer's telephone number, including area code
(02) 635-07-51
9. Former name, former address and former fiscal year, if changed since last report

Not Applicable

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
Common Shares	1,418,785,145

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

Yes [/] No []

If yes, state the name of such Stock Exchange and the classes of securities listed therein:

Philippine Stock Exchange - Common Share

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 refer to the attached.

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

Please refer to the attached.

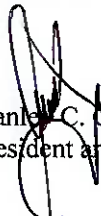
SIGNATURES

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.

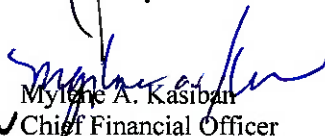
Registrant: **Robinsons Retail Holdings, Inc.**



Signature and Title: Robina Gokongwei Pe
Chairman



Signature and Title: Stanley C. Co
President and Chief Executive Officer



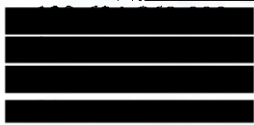
Signature and Title: Mylene A. Kasibian
Chief Financial Officer



Signature and Title: Graciela A. Banatao
Treasurer

Signed this 9th day of May 2025.

SUBSCRIBED AND SWORN to before me, a notary public in QUEZON CITY, personally appeared:

Name	Competent Proof of Identity	Date/Place Issued
Robina Gokongwei Pe Stanley C. Co Mylene A. Kasiban Graciela A. Banatao		September 22, 2022-Quezon City

Who are personally known to me to be the same persons described in the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this MAY 09 2025 day of MAY, 2025.

Doc. No. 454;

Page No. 92;

Book No. X1;

Series of 2025.

ATTY. GILBERT S. MILLADO, JR.

Roll No. 45039

Notary Public for Quezon City

110 E Rodriguez Jr. Ave., Bagumbayan, Quezon City

PTR No. 7009611; 01/02/2025; Quezon City

IBP No. 327346; 12/12/2023; CALMANA

TIN No. 166-215-485

Commission Adm. Matter No. Np-326(2024-2026)

MCLE Compliance No. VII 0011553; April 14, 2025



PART 1 – FINANCIAL INFORMATION

Item 1 – Financial Statements

- A. Unaudited Consolidated Statements of Financial Position as of March 31, 2025 and Audited Consolidated Statements of Financial Position as of December 31, 2024
- B. Unaudited Consolidated Statements of Comprehensive Income for the Three Months Ended March 31, 2025 and 2024
- C. Unaudited Consolidated Statements of Changes in Equity for the Three Months Ended March 31, 2025 and 2024
- D. Unaudited Consolidated Statements of Cash Flow for the Three Months Ended March 31, 2025 and 2024
- E. Notes to Unaudited Consolidated Financial Statements

COVER SHEET

for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	2	0	0	2	0	1	7	5	6
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COMPANY NAME

R	O	B	I	N	S	O	N	S		R	E	T	A	I	L		H	O	L	D	I	N	G	S	,		I	N	C	
.		A	N	D		S	U	B	S	I	D	I	A	R	I	E	S													

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

1	1	0		E	.		R	O	D	R	I	G	U	E	Z	,		J	R	.		A	V	E	N	U	E	,	
B	A	G	U	M	B	A	Y	A	N	,		Q	U	E	Z	O	N		C	I	T	Y							

Form Type

A	A	C	F	S
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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

N	/	A
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COMPANY INFORMATION

Company's Email Address

corpsec@robinsonsonretail.com.ph

Company's Telephone Number

8635-0751

Mobile Number

N/A

No. of Stockholders

47

Annual Meeting (Month / Day)

Last Thursday of May

Fiscal Year (Month / Day)

December 31

CONTACT PERSON INFORMATION

The designated contact person **MUST** be an Officer of the Corporation

Name of Contact Person

Mylene A. Kasiban

Email Address

Mylene.Kasiban@
robinsonsonretail.ph

Telephone Number/s

8635-0751

Mobile Number

N/A

CONTACT PERSON'S ADDRESS

110 E. Rodriguez, Jr. Avenue, Bagumbayan, Quezon City

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

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

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
ASSETS		
Current Assets		
Cash and cash equivalents (Notes 7 and 26)	₱9,074,705,222	₱13,137,397,228
Trade and other receivables (Notes 8, 23, 26 and 28)	1,858,153,306	4,406,609,965
Merchandise inventories (Note 9)	33,053,991,498	31,672,373,580
Other current assets (Note 10)	2,002,829,935	1,572,383,621
	45,989,679,961	50,788,764,394
Noncurrent Assets		
Debt and equity instrument financial assets (Notes 11 and 26)	50,016,849,434	46,165,164,578
Property and equipment (Note 12)	25,186,013,743	25,045,551,401
Right-of-use assets (Note 27)	18,816,946,738	19,187,782,606
Investment in associates (Note 13)	1,755,516,283	1,666,148,861
Intangible assets (Notes 14)	22,678,910,113	22,679,099,699
Deferred tax assets - net (Note 24)	1,581,841,594	1,517,053,406
Retirement plan asset – net (Notes 22)	363,864,516	402,941,884
Other noncurrent assets (Notes 15, 26 and 27)	2,531,768,090	2,498,632,610
	122,931,710,511	119,162,375,045
	₱168,921,390,472	₱169,951,139,439
LIABILITIES AND EQUITY		
Current Liabilities		
Trade and other payables (Notes 16, 23 and 26)	₱23,113,645,217	₱27,900,787,696
Short-term loans payable (Notes 17 and 26)	15,694,000,000	14,714,000,000
Lease liabilities - current portion (Note 27)	3,345,226,423	3,322,123,750
Income tax payable	183,847,616	91,417,298
Other current liabilities (Note 26)	465,868,452	468,603,531
	42,802,587,708	46,496,932,275
Noncurrent Liabilities		
Lease liabilities - net of current portion (Note 27)	19,724,730,083	20,028,116,228
Long-term loans payable (Notes 17 and 26)	7,082,441,447	8,261,796,306
Deferred tax liabilities - net (Note 24)	2,079,485,523	2,079,910,893
Retirement obligation – net (Notes 22)	500,726,621	477,957,140
	29,387,383,674	30,847,780,567
	72,189,971,382	77,344,712,842
Equity (Note 18)		
Capital stock	1,576,489,360	1,576,489,360
Additional paid-in capital	40,768,202,897	40,768,202,897
Treasury stock	(7,806,787,481)	(7,600,020,804)
Other comprehensive income (loss) (Notes 11, 13 and 22)	12,916,474,349	9,388,662,498
Equity reserve	(772,041,467)	(772,041,467)
Retained earnings		
Appropriated	14,304,252,847	14,304,252,847
Unappropriated	31,636,647,073	30,876,862,490
Total equity attributable to equity holders of the Parent Company	92,623,237,578	88,542,407,821
Non-controlling interest in consolidated subsidiaries	4,108,181,512	4,064,018,776
	96,731,419,090	92,606,426,597
	₱168,921,390,472	₱169,951,139,439

See accompanying Notes to Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Three Months Ended March 31	
	(Unaudited)	
	2025	2024
SALES - Net of sales discounts and returns (Notes 6, 16, 19 and 23)	₱47,816,893,039	₱45,886,894,184
COST OF MERCHANDISE SOLD (Notes 6 and 9)	36,228,144,047	34,975,821,472
GROSS PROFIT	11,588,748,992	10,911,072,712
ROYALTY, RENT AND OTHER REVENUE (Notes 6, 19, 27 and 28)	363,176,733	364,186,924
GROSS PROFIT INCLUDING OTHER REVENUE (Note 6)	11,951,925,725	11,275,259,636
OPERATING EXPENSES (Notes 20, 21, 27, and 28)	(10,015,533,805)	(9,390,175,540)
OTHER INCOME (CHARGES)		
Interest income (Notes 7, 11 and 15)	34,366,010	50,083,852
Equity in net earnings in associates (Note 13)	(113,058,474)	(145,737,794)
Dividend income (Note 11)	29,554,611	43,110,094
Foreign currency exchange gains (loss) - net	(3,512,833)	10,117,088
Interest expense (Notes 17 and 27)	(742,826,018)	(755,303,554)
Others (Notes 11, 14, and 27)	15,510,877	4,384,920,651
	(779,965,827)	3,587,190,337
INCOME BEFORE INCOME TAX	1,156,426,093	5,472,274,433
PROVISION FOR INCOME TAX (Note 24)		
Current	369,590,807	359,937,645
Deferred	(111,437,132)	(103,572,971)
	258,153,675	256,364,674
NET INCOME	898,272,418	5,215,909,759
OTHER COMPREHENSIVE INCOME (LOSS)		
Other comprehensive income (loss) to be reclassified to profit or loss in subsequent periods:		
Changes in fair value of debt securities at fair value through other comprehensive income (FVOCI) (Note 11)	133,634,165	80,590,055
Share in changes in translation adjustment in investment entities (Notes 11, 13, and 26)	(22,191,464)	30,565,682
Other comprehensive income (loss) not to be reclassified to profit or loss in subsequent periods:		
Changes in fair value of equity securities at FVOCI (Note 11)	3,416,369,150	4,855,977,251
	3,527,811,851	4,967,132,988
TOTAL COMPREHENSIVE INCOME	₱4,426,084,269	₱10,183,042,747

**Three Months Ended March 31
(Unaudited)**

	2025	2024
Net income attributable to:		
Equity holders of the Parent Company	₱759,784,583	₱5,081,344,185
Non-controlling interest in consolidated subsidiaries	138,487,835	134,565,574
	₱898,272,418	₱5,215,909,759
Total comprehensive income attributable to:		
Equity holders of the Parent Company	4,287,596,434	10,048,477,173
Non-controlling interest in consolidated subsidiaries	138,487,835	134,565,574
	4,426,084,269	10,183,042,747
Basic/Diluted Earnings Per Share (Note 25)	₱0.53	₱3.49

See accompanying Notes to Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Total Equity Attributable to Equity Holders of the Parent Company										
	Capital Stock (Note 18)	Additional Paid-in Capital (Note 18)	Treasury Stock (Note 18)	Other Comprehensive Income (Loss) (Notes 11, 13,and 22)	Equity Reserve (Note 18)	Retained Earnings		Total	Non-controlling Interest in Consolidated Subsidiaries (Note 18)	Total
						Appropriated (Note 18)	Unappropriated (Note 18)			
For the Three Months Ended March 31, 2025 (Unaudited)										
Balance at beginning of year	₱1,576,489,360	₱40,768,202,897	(₱7,600,020,804)	₱9,388,662,498	(₱772,041,467)	₱14,304,252,847	₱30,876,862,490	₱88,542,407,821	₱4,064,018,776	₱92,606,426,597
Net income	—	—	—	—	—	—	759,784,583	759,784,583	138,487,835	898,272,418
Other comprehensive income	—	—	—	3,527,811,851	—	—	—	3,527,811,851	—	3,527,811,851
Total comprehensive income	—	—	—	3,527,811,851	—	—	759,784,583	4,287,596,434	138,487,835	4,426,084,269
Dividends declared	—	—	—	—	—	—	—	—	(94,325,099)	(94,325,099)
Purchase of treasury shares (Note 18)	—	—	(206,766,677)	—	—	—	—	(206,766,677)	—	(206,766,677)
Balance at end of period	₱1,576,489,360	₱40,768,202,897	(₱7,806,787,481)	₱12,916,474,349	(₱772,041,467)	₱14,304,252,847	₱31,636,647,073	₱92,623,237,578	₱4,108,181,512	₱96,731,419,090
For the Three Months Ended March 31, 2024 (Unaudited)										
Balance at beginning of year	₱1,576,489,360	₱40,768,202,897	(₱6,410,402,228)	₱2,266,083,092	(₱742,678,028)	₱16,405,752,847	₱21,416,540,368	₱75,279,988,308	₱4,097,903,734	₱79,377,892,042
Net income	—	—	—	—	—	—	5,081,344,185	5,081,344,185	134,565,574	5,215,909,759
Other comprehensive income	—	—	—	4,967,132,988	—	—	—	4,967,132,988	—	4,967,132,988
Total comprehensive income	—	—	—	4,967,132,988	—	—	5,081,344,185	10,048,477,173	134,565,574	10,183,042,747
Purchase of treasury shares (Note 18)	—	—	(45,221,770)	—	—	—	—	(45,221,770)	—	(45,221,770)
Acquisition of non-controlling innerest (Noted 2 and 18)	—	—	—	—	—	—	—	—	(15,000,000)	(15,000,000)
Balance at end of period	₱1,576,489,360	₱40,768,202,897	(₱6,455,623,998)	₱7,233,216,080	(₱742,678,028)	₱16,405,752,847	₱26,497,884,553	₱85,283,243,711	₱4,217,469,308	₱89,500,713,019

See accompanying Notes to Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three Months Ended March 31	
	(Unaudited)	
	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	₱1,156,426,093	₱5,472,274,433
Adjustments for:		
Depreciation and amortization (Notes 12, 14, 20, 27)	1,791,130,617	1,787,729,897
Interest expense (Notes 17 and 27)	742,826,018	755,303,554
Retirement expense (Notes 21 and 22)	61,846,849	66,132,307
Provision for inventory obsolescence (Note 9)	8,918,675	2,993,237
Provision for (reversal of) expected credit losses (Note 8 and 11)	6,425,139	(1,862,732)
Unrealized foreign currency exchange loss (gain) – net	3,512,833	(10,117,088)
Others	–	(4,664,310,636)
Equity in net earnings in associates (Note 13)	113,058,474	145,737,794
Dividend income (Note 11)	(29,554,611)	(43,110,094)
Interest income (Notes 7, 11 and 15)	(34,366,010)	(50,083,852)
Gain on derecognition of lease liability (Note 27)	(21,469,348)	(33,816,944)
Operating income before working capital changes	3,798,754,729	3,426,869,877
Decrease (increase) in:		
Trade and other receivables	2,473,007,616	508,492,617
Merchandise inventories	(1,390,536,593)	(918,861,799)
Other current assets	(430,446,314)	(29,621,531)
Increase (decrease) in:		
Trade and other payables	(4,955,824,652)	(3,584,361,508)
Other current liabilities	(2,735,079)	9,015,883
Net cash flows used in operations	(507,780,293)	(588,466,462)
Interest received	46,805,346	56,902,102
Income tax paid	(277,160,489)	(239,962,860)
Net cash flows used in operating activities	(738,135,436)	(771,527,220)
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisitions of:		
Investment in associates (Note 13)	(233,498,077)	(398,646,494)
Debt and equity instrument financial assets (Note 11)	(313,500,000)	–
Property and equipment (Note 12)	(938,221,324)	(1,134,626,524)
Proceeds from disposals of debt and equity instrument financial assets (Note 11)	6,100,000	325,866,146
Dividends received (Note 11)	83,023,933	406,053,373
Acquisition of non-controlling interest (Note 2 and 18)	–	(15,000,000)
Decrease (increase) in other noncurrent assets	(33,135,480)	15,966,315
Net cash flows used in investing activities	(1,429,230,948)	(800,387,184)

Three Months Ended March 31		
(Unaudited)		
	2025	2024
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from loan availments (Notes 17)	₱1,730,000,000	₱1,893,394,088
Interest paid (Notes 17)	(232,093,919)	(360,947,359)
Purchase of treasury shares (Note 18)	(206,766,677)	(45,221,770)
Payment of loans (Notes 17)	(1,950,000,000)	(1,973,394,088)
Lease payments (Notes 27)	(1,246,806,938)	(1,275,315,362)
Net cash flows used in financing activities	(1,905,667,534)	(1,761,484,491)
EFFECTS OF FOREIGN EXCHANGE RATE		
ON CASH AND CASH EQUIVALENTS	10,341,912	(3,626,345)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(4,062,692,006)	(3,337,025,240)
CASH AND CASH EQUIVALENTS		
AT BEGINNING OF YEAR	13,137,397,228	13,172,501,481
CASH AND CASH EQUIVALENTS		
AT END OF YEAR (Note 7)	₱9,074,705,222	₱9,835,476,241

See accompanying Notes to Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

Robinsons Retail Holdings, Inc. (“RRHI” or the “Parent Company”) is a stock corporation organized under the laws of the Philippines. The Parent Company was registered with the Philippine Securities and Exchange Commission (SEC) on February 4, 2002. The Parent Company’s common stock was listed with the Philippine Stock Exchange (PSE) on November 11, 2013, which is the Parent Company’s initial public offering (IPO).

The primary purpose of the Parent Company and its subsidiaries (the “Group”) is to engage in the business of trading goods, commodities and merchandise of any kind.

As of March 31, 2025, the Parent Company is 34.62% owned by JE Holdings, Inc., 22.22% by GCH Investments Pte. Ltd. under PCD Nominee Corporation, and the rest by the public.

The Parent Company’s Board of Directors (BOD) and shareholders approved to change its registered office address on March 10, 2023 and May 12, 2023, respectively, from 43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda St., Ortigas Center, Pasig City, Metro Manila to 110 E. Rodriguez, Jr. Avenue, Bagumbayan, Quezon City. The change was subsequently approved by the Philippine SEC on December 7, 2023.

2. Basis of Preparation

Basis of Preparation

The consolidated financial statements are prepared using the historical cost basis, except for financial assets at fair value through profit or loss (FVTPL) and financial assets at fair value through other comprehensive income (FVOCI) which have been measured at fair value. The consolidated financial statements are presented in Philippine Peso (₱), which is the Parent Company’s functional and presentation currency. All amounts are rounded to the nearest peso unless otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRS) Accounting Standards.

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Parent Company and the following subsidiaries which are directly and indirectly owned by the Parent Company:

Subsidiaries	Percentages of Effective Ownership					
	2025		2024		2023	
	Direct	Indirect	Direct	Indirect	Direct	Indirect
Robinson’s Supermarket Corporation (RSC)	100.00%	–	100.00%	–	100.00%	–
Robinsons Appliances Corp. (RAC)	–	67.00%	–	67.00%	–	67.00%
Robinsons Ventures Corporation (RVC)	–	65.00%	–	65.00%	–	65.00%
Savers Electronic World, Inc. (SEWI)	–	90.00%	–	90.00%	–	90.00%
Super50 Corporation (S50)	–	51.00%	–	51.00%	–	51.00%
South Star Drug, Inc. (SSDI)	–	90.00%	–	90.00%	–	90.00%
TGP Pharma, Inc. (TGPPi)	–	45.90%	–	45.90%	–	45.90%
The Generics Pharmacy Inc. (TPI)	–	45.90%	–	45.90%	–	45.90%
Rose Pharmacy, Inc. (RPI)	–	90.00%	–	90.00%	–	90.00%

(Forward)

Subsidiaries	Percentages of Effective Ownership					
	2025		2024		2023	
	Direct	Indirect	Direct	Indirect	Direct	Indirect
Robinson's Handyman, Inc. (RHMI)	—	80.00%	—	80.00%	—	80.00%
Handyman Express Mart, Inc. (HEMI)	—	52.00%	—	52.00%	—	52.00%
Walmart-Handyman, Inc. (WHI)	—	52.00%	—	52.00%	—	52.00%
Robinsons True Serve Hardware Philippines, Inc. (RTSHPI)	—	53.33%	—	53.33%	—	53.33%
RHI Builders and Contractors Depot Corp. (RHIB)	—	80.00%	—	80.00%	—	80.00%
Home Plus Trading Depot, Inc. (HPTDI)	—	100.00%	—	100.00%	—	75.00%
Robinsons Lifestyle Stores, Inc. (RLSI)	—	—	—	—	—	—
Sole Fashion, Inc. (SFI)	—	98.00%	—	98.00%	—	98.00%
Everyday Convenience Stores, Inc. (ECSI)	100.00%	—	100.00%	—	100.00%	—
Robinsons Daiso Diversified Corp. (RDDC)	90.00%	—	90.00%	—	90.00%	—
RHD Daiso-Saizen, Inc. (RDSI)	59.40%	—	59.40%	—	59.40%	—
RRHI Trademarks Management, Inc. (RRHI-TMI)	100.00%	—	100.00%	—	100.00%	—
New Day Ventures Limited (NDV Limited)	100.00%	—	100.00%	—	100.00%	—

All subsidiaries were incorporated in the Philippines and the functional currency is the Philippine Peso (₱), except for NDV Limited which was incorporated in British Virgin Islands and whose functional currency is the US Dollar (\$).

Investments and acquisitions

On February 29, 2024, RHMI purchased the remaining 25% interest in HPTD for a total consideration of ₱21.12 million. The Group paid a total of ₱15.00 million (net of related taxes and receivables from the noncontrolling interests) to the noncontrolling interests in 2024.

On October 16, 2023, RSC acquired 98% ownership in SFI for a total consideration of ₱141.54 million. SFI is incorporated in the Philippines to engage in the business of buying, selling, distributing, and marketing, on a wholesale and retail basis insofar as may be permitted by law, ready to wear sporting goods, clothing, footwear, and other related items and merchandise and operate and manage sneaker cleaning kiosks and sports facilities.

On July 1, 2022, RHMI purchased the remaining 33% minority interest in RHIB for a total consideration of ₱117.56 million (Note 18). RHIB is incorporated in the Philippines to primarily engage in general hardware business, both retail and wholesale.

On June 1, 2022, RSC made additional investment in VHI amounting to ₱121.0 million increasing its share from 30% to 100%.

In February 2022, RSC acquired Ministop Japan's (MSJ) 40% stake in RCSI, increasing its share from 60% to 100% (Note 18). RCSI is the exclusive franchisee of Ministop in the Philippines. RCSI subsequently rebranded its convenience store business to Uncle John's following the exit of Ministop Japan.

In December 2021, RSC acquired 30% ownership in VKD Holdings, Inc. (VHI) for a total consideration ₱40.87 million. VHI is a holding of a company whose principal activity is to engage in business of holding, selling and assigning, transfer and exchange of real property and personal property of any kind. In 2022, RSC acquired the remaining 70% ownership in VKD Holdings, Inc. for a total acquisition cost of ₱236.63 million.

Mergers

On April 22, 2022, the BOD and stockholders of RSC and RCSI approved the plan of merger with RSC as the surviving company. On December 19, 2022, the Philippine SEC approved the articles and plan of merger which was effective July 1, 2023.

On February 10, 2023, shareholders owning or representing at least 2/3 of the total outstanding capital stock of VHI passed and approved the resolutions covering the approval and ratification of the merger of VHI and RSC. On August 17, 2023, the Philippine SEC approved the merger with RSC as the surviving entity which was effective September 1, 2023.

3. **Changes in Accounting Policies**

New Standards, Interpretations and Amendments

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of new standards effective in 2024. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Unless otherwise indicated, adoption of these new standards did not have any impact on the consolidated financial statements of the Group.

- Amendments to Philippine Accounting Standards (PAS) 1, *Classification of Liabilities as Current or Non-current*

The amendments clarify:

- o That only covenants with which an entity must comply on or before reporting date will affect a liability's classification as current or non-current.
- o That classification is unaffected by the likelihood that an entity will exercise its deferral right.
- o That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

- Amendments to PFRS 16, *Lease Liability in a Sale and Leaseback*

The amendments specify how a seller-lessee measures the lease liability arising in a sale and leaseback transaction in a way that it does not recognize any amount of the gain or loss that relates to the right of use retained.

- Amendments to PAS 7 and PFRS 7, *Disclosures: Supplier Finance Arrangements*

The amendments specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

Standards Issued but Not Yet Effective

Pronouncements issued but not yet effective are listed below. Unless otherwise indicated, the Group does not expect that the future adoption of the said pronouncements will have a significant impact on its consolidated financial statements. The Group intends to adopt the following pronouncements when they become effective.

Effective beginning on or after January 1, 2025

- Amendments to PAS 21, *Lack of exchangeability*

The amendments specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

The amendments are effective for annual reporting periods beginning on or after January 1, 2025. Earlier adoption is permitted and that fact must be disclosed. When applying the amendments, an entity cannot restate comparative information.

Effective beginning on or after January 1, 2026

- Amendments to PFRS 9 and PFRS 7, *Classification and Measurement of Financial Instruments*

The amendments clarify that a financial liability is derecognized on the 'settlement date', i.e., when the related obligation is discharged, cancelled, expires or the liability otherwise qualifies for derecognition. They also introduce an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system before settlement date if certain conditions are met.

The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features. Furthermore, the amendments clarify the treatment of non-recourse assets and contractually linked instruments.

- Annual Improvements to PFRS Accounting Standards - Volume 11

The amendments are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversight or conflicts between the requirements in the Accounting Standards. The following is the summary of the Standards involved and their related amendments.

- Amendments to PFRS 1, *Hedge Accounting by a First-time Adopter*

The amendments included in paragraphs B5 and B6 of PFRS 1 cross references to the qualifying criteria for hedge accounting in paragraph 6.4.1(a), (b) and (c) of PFRS 9. These are intended to address potential confusion arising from an inconsistency between the wording in PFRS 1 and the requirements for hedge accounting in PFRS 9.

- Amendments to PFRS 7, *Gain or Loss on Derecognition*

The amendments updated the language of paragraph B38 of PFRS 7 on unobservable inputs and included a cross reference to paragraphs 72 and 73 of PFRS 13.

- Amendments to PFRS 9
 - a) Lessee Derecognition of Lease Liabilities

The amendments to paragraph 2.1 of PFRS 9 clarified that when a lessee has determined that a lease liability has been extinguished in accordance with PFRS 9, the lessee is required to apply paragraph 3.3.3 and recognize any resulting gain or loss in profit or loss.
 - b) Transaction Price

The amendments to paragraph 5.1.3 of PFRS 9 replaced the reference to ‘transaction price as defined by PFRS 15 *Revenue from Contracts with Customers*’ with ‘the amount determined by applying PFRS 15’. The term ‘transaction price’ in relation to PFRS 15 was potentially confusing and so it has been removed. The term was also deleted from Appendix A of PFRS 9.
- Amendments to PFRS 10, *Determination of a ‘De Facto Agent’*

The amendments to paragraph B74 of PFRS 10 clarified that the relationship described in B74 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor.
- Amendments to PAS 7, *Cost Method*

The amendments to paragraph 37 of PAS 7 replaced the term ‘cost method’ with ‘at cost’, following the prior deletion of the definition of ‘cost method’.

Effective beginning on or after January 1, 2027

- PFRS 17, *Insurance Contracts*

PFRS 17 is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, PFRS 17 will replace PFRS 4, *Insurance Contracts*. This new standard on insurance contracts applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

The overall objective of PFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in PFRS 4, which are largely based on grandfathering previous local accounting policies, PFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of PFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

On February 14, 2025, the FSRSC approved the amendment to PFRS 17 that further defers the date of initial application by an additional two (2) years, to annual periods beginning on or after January 1, 2027. This will provide more time for the insurance industry to fully prepare and assess the impact of adopting the said standard.

- PFRS 18, *Presentation and Disclosure in Financial Statements*

The standard replaces PAS 1 *Presentation of Financial Statements* and responds to investors' demand for better information about companies' financial performance. The new requirements include:

- Required totals, subtotals and new categories in the statement of profit or loss
- Disclosure of management-defined performance measures
- Guidance on aggregation and disaggregation

- PFRS 19, *Subsidiaries without Public Accountability*

The standard allows eligible entities to elect to apply PFRS 19's reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other PFRS accounting standards. The application of the standard is optional for eligible entities.

Deferred effectivity

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

The amendments address the conflict between PFRS 10 and PAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that a full gain or loss is recognized when a transfer to an associate or joint venture involves a business as defined in PFRS 3. Any gain or loss resulting from the sale or contribution of assets that does not constitute a business, however, is recognized only to the extent of unrelated investors' interests in the associate or joint venture.

On January 13, 2016, the Financial and Sustainability Reporting Standards Council deferred the original effective date of January 1, 2016 of the said amendments until the IASB completes its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

4. Material Accounting Policy Information

Revenue from Contracts with Customers

Revenue from contracts with customers is recognized when control of the goods is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods. The Group has concluded that it is acting as principal in all its revenue arrangements. The Group recognized revenue from the following major sources:

- Sale of goods to retail customers and wholesale market, including warranties granted under local legislation. Sale of goods include food, beverage, grocery items, fashion items (e.g., shoes, bags, clothing, cosmetics), household items, home improvement products, consumer electronics and appliances, toys, and prescription and over-the-counter pharmaceutical products;
- Sale of merchandise to franchisees;
- Franchise revenue under Uncle John's and TGP franchise agreements; and
- Royalty fees.

Sale of goods - retail customers

The Group sells goods directly to customers through its own retail outlets and through its own e-commerce platform and in partnership with major e-commerce players in the country.

For the sale of goods through retail outlets, revenue is recognized when the control of the goods has transferred to the customer, at the point the customer purchases the goods at the retail outlet. Payment of the transaction price is due immediately at the point the customer purchases the goods.

For the e-commerce sales, revenue is recognized when control of the goods has transferred to the customer, at the point the goods are delivered to the customer. Delivery occurs when the goods have been shipped to the customer's specific location.

Under the Group's standard contract terms for sale to retail customers (for both retail outlet and e-commerce sales), customers have a right of return within seven (7) days following the date that the control of goods has transferred to the customer. The right of return is not a separate performance obligation and is not considered in establishing the transaction price since right of return entitles the customer to exchange the product bought for another product of the same type, quality, condition and price (i.e., one color or size for another).

Sale of goods - wholesale market

The Group sell goods in the wholesale market. Revenue is recognized when control of the goods has transferred to the wholesaler, at the point the goods are delivered to the wholesaler. The wholesaler has full discretion over the channel and price to sell the goods, and there is no unfulfilled obligation that could affect the wholesaler's acceptance of the goods. Delivery occurs when the goods have been shipped to the wholesaler's specific location, and the risks of obsolescence and loss have been transferred to the wholesaler, and either the wholesaler has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the group has objective evidence that all criteria for acceptance have been satisfied.

The sale of goods to the wholesale market often includes volume discounts based on current purchases. Revenue from these sales is recognized based on the price specified in the contract, net of the estimated volume discounts. No element of financing is deemed present as the sales are made with a credit term of 30 days, which is consistent with market practice.

A receivable is recognized when the goods are shipped to the customer's specific location as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Sale of gift checks

The Group sells gift checks at face value which can be used to redeem goods. A contract liability is recognized for revenue relating to gift checks at the time of sale of gift checks. Revenue from gift checks is recognized when redeemed by the customer and when the control of the goods has transferred to the customer, at the point the customer purchases the goods at the retail outlet.

Sale of merchandise - franchisees

For the sale of merchandise to franchisees, revenue is recognized when control of the goods has transferred to the franchisees, at the point the goods are delivered to the franchisees. Delivery occurs when the goods have been shipped to the franchisee's specific location.

Franchise revenue

The Group's franchise agreement includes payment of nonrefundable upfront fee. The revenue from nonrefundable upfront fees is recognized on a straight-line basis over the period the franchisee has

access to the license (i.e., the term of the franchise agreement). Continuing franchise fees in exchange for the franchise right granted over the term of the franchise agreement are recognized as revenue when the sale of merchandise by the franchisees occurs.

Royalty fee

Royalty fee is recognized based on certain percentage of the franchisees' gross profit.

Financial Instruments - Initial Recognition and Subsequent Measurement

Financial assets

The Group recognizes a financial asset in the consolidated statement of financial position when it becomes a party to the contractual provisions of the instrument.

Initial recognition and measurement

Financial assets are classified, at initial recognition, as either at amortized cost, at fair value through other comprehensive income (FVOCI), or at fair value through profit or loss (FVTPL).

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in case not at FVTPL, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under PFRS 15.

In order for a financial asset to be classified and measured at amortized cost or at FVOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest' (SPPI) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at the instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Transferred assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVTPL

Financial assets at amortized cost (debt instruments). The Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

As of March 31, 2025 and December 31, 2024, the Group's financial assets at amortized cost includes cash and cash equivalents, trade and other receivables, and refundable deposits included under other noncurrent assets.

Financial assets at FVOCI (debt instruments). The Group measures debt instruments at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at FVOCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the consolidated statement of comprehensive income and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in other comprehensive income (OCI) in the consolidated statement of comprehensive income. Upon derecognition, the cumulative fair value change recognized in OCI is recycled to profit or loss.

As of March 31, 2025 and December 31, 2024, the Group's debt instruments at FVOCI include investments in quoted debt instruments.

Financial assets designated at FVOCI (equity instruments). At initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at FVOCI when they meet the definition of equity under PAS 32, *Financial Instruments: Presentation and Disclosure*, and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognized as other income in the consolidated statement of comprehensive income when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at FVOCI are not subject to impairment assessment.

The Group elected to classify irrevocably its listed equity investments under this category.

As of March 31, 2025 and December 31, 2024, the Group's equity instruments designated at FVOCI include investments in quoted and unquoted shares of stock.

Financial assets at FVTPL. Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets with cash flows that are not SPPI are classified and measured at FVTPL, irrespective of the business model.

Financial assets at FVTPL are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in profit or loss.

As of March 31, 2025 and December 31, 2024, the Group's financial assets at FVTPL include investments in debt instruments.

Impairment of Financial Assets

The Group recognizes an allowance for ECLs for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original EIR. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The ECL allowance is based on the credit losses expected to arise on a 12-month duration if there has been no significant increase in credit risk of the financial asset since origination (12-month ECL). Otherwise, if a significant increase in credit risk is observed, then the ECL estimation is extended until the end of the life of the financial asset (Lifetime ECL). The 12-month ECL represents the losses that result from default events on a financial asset which may happen within 12 months after the reporting date. The Lifetime ECL on the other hand represents the losses that result from default events on a financial asset which may happen over its life. Both Lifetime ECLs and 12-month ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

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

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information (i.e., inflation rate and consumer price index) specific to the debtors and economic environment. At every reporting date, the historical observed default rate is updated and changed in the forward-looking estimates are analyzed.

A default is considered to have occurred when (a) there is a breach of financial covenants by the counterparty; or (b) information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group). Irrespective of the analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

For trade receivables, the Group applies the simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted by forward-looking factors specific to the debtors and economic environment.

For cash in banks, cash equivalents, and debt instruments financial assets, the Group applies the low credit risk simplification. At every reporting date, the Group evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the internal credit rating of the debt instrument.

For other debt financial instruments (i.e., security deposits), the Group applies the general approach. Therefore, the Group track changes in credit risk at every reporting date.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL and other financial liabilities at amortized cost. The initial measurement of financial liabilities, except for designated at FVPL, includes transaction costs.

As of March 31, 2025 and December 31, 2024 the Group's financial liabilities are classified as other financial liabilities.

Subsequent measurement

After initial recognition, other financial liabilities are measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through EIR amortization process.

This accounting policy relates to the Group's "Trade and other payables", "Short-term loans payable", "Lease liabilities", "Other current liabilities" and "Long-term loans payable" line items in the consolidated statement of financial position (other than liabilities covered by other accounting standards).

Derecognition of Financial Assets and Liabilities

Financial asset

A financial asset (or, where applicable a part of a financial asset) is derecognized where:

- the right to receive cash flows from the asset have expired;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a pass-through' arrangement; or
- the Group has transferred its right to receive cash flows from the asset and either; (a) has transferred substantially all the risks and rewards of the asset; or (b) has neither transferred nor retained the risk and rewards of the asset but has transferred the control of the asset.

Financial liability

A financial liability (or part of a financial liability) is derecognized when the obligation under the liability is discharged, cancelled, or has expired.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Merchandise Inventories

Merchandise inventories are stated at the lower of cost and net realizable value (NRV). Cost is determined using the moving average method. Costs comprise of purchase price, including duties, transport and handling costs, and other incidental expenses incurred in bringing the merchandise inventory to its present location and condition.

NRV is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale. In the event that NRV is lower than cost, the decline shall be recognized as an expense in the consolidated statement of comprehensive income.

Investments in Associates

An associate is an entity over which the Group has significant influence. Investments in associates are accounted for under the equity method of accounting. The reporting dates of the associates and the Group are identical and the accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

The Group discontinues applying the equity method when the carrying value of the investment in associate is reduced to zero. Accordingly, additional losses are not recognized unless the Group has guaranteed certain obligations of the associates. When the associates subsequently report net income, the Group will resume applying the equity method but only after its share of that net income equals the share of net losses not recognized during the period the equity method was suspended.

Property and Equipment

Property and equipment, except land, are carried at cost less accumulated depreciation and amortization and accumulated impairment in value, if any. Land is carried at cost less any impairment in value.

The initial cost of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use including borrowing cost. All other repair and maintenance costs are recognized in the consolidated statement

of income as incurred.

Depreciation and amortization are computed using the straight-line method over the estimated useful lives (EUL) of the assets. Leasehold improvements are amortized over the EUL of the improvements or the term of the related lease, whichever is shorter.

The EUL of property and equipment in general are as follows:

	Years
Building and other equipment	20 – 25
Store furniture and fixtures	5 – 10
Office furniture and fixtures	5 – 10
Transportation equipment	5 – 10
Computer equipment	3 – 10

The useful life and depreciation and amortization method are reviewed periodically to ensure that the period and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

An item of property that is both owner-occupied and leased-out under operating lease is treated as property and equipment under the rules of PAS 16 instead of investment property under PAS 40 if the related portion of the property being leased-out is insignificant.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising from derecognition of the asset is included in profit or loss in the year the asset is derecognized.

Intangible Assets

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the CGU level. The assessment of indefinite useful life is reviewed annually to determine whether the indefinite useful life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Goodwill

Goodwill acquired in a business combination is initially measured at cost, being the excess of the consideration transferred over the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities. Following the Group's interest in the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment annually or more frequently if events or changed in circumstances indicate that the carrying value may be impaired.

Trademarks

Trademarks, which were acquired through business combinations in 2012 (SSDI), 2015 (SEWI), 2016 (TGPPI), 2018 (RSCI), 2020 (RPI) and 2023 (SFI) were recognized at fair value at the date of acquisition and assessed to have indefinite useful lives. Following initial recognition, the trademarks are carried at cost and subject to annual impairment testing.

Franchise

The Group acquired the franchise to use the brand and operate its stores. The franchise shall be amortized using the straight-line method over a period of 10 years. The amortization of the franchise is recorded in the consolidated statement of comprehensive income under the "Operating expenses" account.

Impairment of Nonfinancial Assets

At each reporting date, the Group assesses whether there is an indication that an asset (e.g., property and equipment, right-of-use (ROU) assets, investments in associates and intangible assets) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or a CGU's fair value less costs of disposal and its value-in-use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, recoverable amount is determined for the CGU to which the asset belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

Impairment losses of continuing operations are recognized in the consolidated statement of comprehensive income in the expense category consistent with the function of the impaired asset, except for property previously revalued where the revaluation was taken to equity. In this case the impairment is also recognized in equity up to the amount of any previous revaluation.

For nonfinancial assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group makes an estimate of recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized.

The following criteria are also applied in assessing impairment of specific assets:

Investments in associates

After application of the equity method, the Group determines whether it is necessary to recognize any additional impairment loss with respect to the Group's net investments in associates. The Group determines at each reporting date whether there is any objective evidence that the investments in associates are impaired. If this is the case, the Group calculates the amount of impairment as being the difference between the recoverable amount and the carrying value of the investments in associates and recognizes the difference in the consolidated statement of comprehensive income. The Group applies PFRS 5 to an investment (or portion thereof) in an associate that meets the criteria to be classified as held for sale. Any retained portion not classified as held for sale is accounted for using the equity method until the disposal of portion that is classified as held for sale takes place. After such disposal, the Group accounts for any retained interest in accordance with PFRS 9 unless the retained interest continues to be an associate, in which case equity method is still applied.

Impairment testing of goodwill and trademarks

Goodwill and trademarks are reviewed for impairment, annually or more frequently, if events or changes in circumstances indicate that the carrying value may be impaired.

The Group performed its annual impairment test for the years ended December 31, 2024 and 2023. The CGU are concluded to be the entire entities acquired by the Group. The impairment testing may be performed at any time in the annual reporting period, but it must be performed at the same time every year and when circumstances indicate that the carrying amount is impaired. The impairment

testing also requires an estimation of the recoverable amount, which is the net selling price or value-in-use of the CGU to which the goodwill and intangibles are allocated.

Impairment is determined for goodwill and trademarks by assessing the recoverable amount of the CGU (or group of CGU) to which the goodwill and trademarks relate. Where the recoverable amount of the CGU (or group of CGU) is less than the carrying amount of the CGU (or group of CGU) to which goodwill and trademarks have been allocated, an impairment loss is recognized immediately in the consolidated statement of comprehensive income. Impairment loss recognized for goodwill and trademarks shall not be reversed in future periods.

Noncurrent Assets Held For Sale

The Group classifies noncurrent assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use.

Noncurrent assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification and may be extended if the delay is caused by events or circumstances beyond the entity's control and there is sufficient evidence that the entity remains committed to its plan to sell the asset (or disposal group). Assets and liabilities classified as held for sale are presented separately in the consolidated statement of financial position.

Retirement Cost

Defined benefit plan

The net defined benefit liability or asset is the aggregate of the present value of the defined benefit obligation at the end of the reporting date reduced by the fair value of plan assets, adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan. The cost of providing benefits under the defined benefit plans is actuarially determined using the projected unit credit method.

Defined benefit costs comprise the following:

- (a) service cost;
- (b) net interest on the net defined benefit liability or asset; and
- (c) remeasurements of net defined benefit liability or asset.

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in profit or loss in the consolidated statement of comprehensive income. Past service costs are recognized when plan amendment or curtailment occurs.

Net interest on the net defined benefit liability or asset is the change during the period in the net defined benefit liability or asset that arises from the passage of time which is determined by applying the discount rate based on government bonds to the net defined benefit liability or asset. Net interest on the net defined benefit liability or asset is recognized as expense or income in profit or loss in the

consolidated statement of comprehensive income.

Remeasurements comprising actuarial gains and losses, return on plan assets and any change in the effect of the asset ceiling (excluding net interest on defined benefit liability) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in the consolidated statement of comprehensive income subsequent periods.

Retirement plan assets are assets that are held by a long-term employee benefit fund or qualifying insurance policies. Retirement plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. Fair value of plan assets is based on market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations).

The Group's right to be reimbursed of some or all of the expenditure required to settle a defined benefit obligation is recognized as a separate asset at fair value when and only when reimbursement is virtually certain.

Income Tax

Current tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Deferred tax

Deferred tax is provided, using the balance sheet liability method, on all temporary differences, with certain exceptions, at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, with certain exceptions. Deferred tax assets are recognized for all deductible temporary differences, carryforward of unused tax credits from excess of minimum corporate income tax (MCIT) over regular corporate income tax (RCIT) and net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforward of unused tax credits from excess MCIT and NOLCO can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rate that is expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside the consolidated statement of comprehensive income is recognized outside the consolidated statement of comprehensive income. Deferred tax items are recognized in correlation to the underlying transaction either in the consolidated statement of comprehensive income or other comprehensive income.

Capital Stock

Capital stock is measured at par value for all shares issued. When the Group issues shares in excess of par, the excess is recognized as additional paid-in capital (APIC). Incremental costs incurred

directly attributable to the issuance of new shares are treated as deduction from APIC. If APIC is not sufficient, the excess is charged against retained earnings.

Equity Reserves

Equity reserve consists of equity transactions other than capital contributions, such as equity transactions arising from transactions with NCI and combination or entities under common control.

Retained Earnings

Retained earnings represent net accumulated earnings of the Group less dividends declared and any adjustment arising from application of new accounting standards, policies or correction of errors applied retroactively. It includes the accumulated equity in undistributed earnings of consolidated subsidiaries which are not available for dividends until declared by subsidiaries. Appropriated retained earnings are those that are restricted for store expansion and investment program. Unappropriated retained earnings are those that can be allocated for specific purposes and can be distributed as dividend.

Treasury Shares

Treasury shares are own equity instruments which are reacquired at cost and deducted from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is charged to APIC to the extent of the specific or average APIC when the shares were issued and to retained earnings for the remaining balance. The retained earnings account is restricted to payment of dividends to the extent of the cost of treasury shares and other appropriations.

Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at inception date. The arrangement is assessed for whether the fulfillment of the arrangement is dependent on the use of a specific asset of assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

The Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and ROU assets representing the right to use the underlying assets.

ROU assets. The Group recognizes ROU assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). ROU assets are measured at cost, less any accumulated depreciation. The cost of ROU assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received and estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

The cost of an item of ROU assets also includes the costs of its dismantling, removal or restoration, the obligation for which an entity incurs as a consequence of installing the item. Changes in the measurement of an existing dismantling, restoration and similar liability that result from changes in the estimated timing or amount of the outflow of resources embodying economic benefits required to settle the obligation, or a change in the discount rate, shall be accounted for as follows:

- a. subject to (b), changes in the liability shall be added to, or deducted from, the cost of the related asset in the current period.
- b. the amount deducted from the cost of the asset shall not exceed its carrying amount. If a decrease in the liability exceeds the carrying amount of the asset, the excess shall be recognized immediately in profit or loss.
- c. if the adjustment results in an addition to the cost of an asset, the entity shall consider whether this is an indication that the new carrying amount of the asset may not be fully recoverable. If it is such an indication, the entity shall test the asset for impairment by estimating its recoverable amount, and shall account for any impairment loss.

The depreciable amount of the asset is depreciated over its useful life. Once the related asset reached the end of its useful life, all subsequent changes in the liability shall be recognized in profit or loss as they occur.

Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized ROU assets are depreciated on a straight-line basis over the shorter of their estimated useful life and the lease term as follows:

	Years
Store spaces	1-25
Warehouses	10-15
Office spaces	6-10
Building	10

ROU assets are presented separately in the consolidated statement of financial position and are also subject to impairment test in accordance with PAS 36.

Lease liabilities. At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Short-term leases. The Group applies the short-term lease recognition exemption to its short-term leases of equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

The Group as lessor

Leases where the Group does not transfer substantially all the risks and benefits of ownership of the assets are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the consolidated statement of comprehensive income. Initial direct costs incurred in negotiating operating leases are added to the carrying amount

of the leased asset and recognized over the lease term on the same basis as the rental income.

Foreign Currency Transactions

Transactions in foreign currencies are initially recorded in the Group's functional currency using the exchange rates prevailing at the dates of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency using the Bankers Association of the Philippines (BAP) closing rate prevailing at the reporting date. Exchange gains or losses arising from foreign exchange transactions are credited to or charged against operations for the period.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the prevailing closing exchange rate as of the date of initial transaction.

Financial statements of consolidated foreign subsidiaries which are considered foreign entities are translated into the presentation currency of the Parent Company (Philippine Peso) at the closing exchange rate at end of reporting period and their statements of income are translated using the monthly weighted average exchange rates for the year. The exchange differences arising from the translation are taken directly to a separate component of equity (under cumulative translation adjustment). On disposal of a foreign entity, the deferred cumulative amount recognized in equity relating to that particular foreign operation is recognized to profit or loss in the consolidated statement of comprehensive income.

Earnings Per Share (EPS)

Basic EPS is computed by dividing net income for the year applicable to common stock by the weighted average number of common shares issued and outstanding during the year, adjusted for any subsequent stock dividends declared.

Diluted EPS is calculated by dividing the net income for the year attributable to ordinary equity holders of the Group by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

The calculation of diluted EPS does not assume conversion, exercise, or other issue of potential common shares that would have an antidilutive effect on EPS.

The Parent Company does not have any potentially dilutive ordinary shares for the periods ended March 31, 2025, December 31, 2024 and 2023 (Note 25).

Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for resource allocation and assessing performance of the operating segment, has been identified as the President. The nature of the operating segment is set out in Note 6.

Linked Transactions

There are circumstances which indicate that multiple arrangements should be accounted for as a single transaction. In determining whether to account for the arrangements as a single transaction, the Group shall consider the terms and conditions of the arrangements and their economic effects. One or more of the following indicate that Group should for the multiple arrangements as a single transaction:

- entered into at the same time or in contemplation of each other;
- form a single transaction designed to achieve an overall commercial effect;
- the occurrence of one arrangement is dependent on the occurrence of at least one other

arrangement; and

- one arrangement considered on its own is not economically justified, but it is economically justified when considered together with other arrangements.

Events After the Reporting Date

Post year-end events that provide additional information about the Group's position at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are non-adjusting events are disclosed in the consolidated financial statements when material.

5. **Material Accounting Judgments and Estimates**

The preparation of the consolidated financial statements in conformity with PFRS Accounting Standards requires management to make judgments and estimates that affect the amounts reported in the consolidated financial statements and accompanying notes. The estimates and assumptions used in the accompanying consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from such estimates.

Judgments

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

Determination of lease term of contracts with renewal and termination options - Company as a lessee

The Group has several lease contracts that include extension and termination options. The Group applies judgment in evaluating whether it is reasonably certain whether or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal (i.e., construction of significant leasehold improvements). After the commencement date, the Group reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Right to access - performance obligation satisfied over time

The Group considered the following in assessing whether the non-refundable upfront franchise fee is a right to access the Uncle John and TGP licenses: (a) the franchisee reasonably expects that the entity will undertake activities that will significantly affect the license to which the customer has rights (i.e., the characters); (b) the rights granted by the franchise agreement directly expose the franchisee to any positive or negative effects of the Group's activities because the franchise agreement requires the customer to use the latest characters; and (c) even though the franchisees may benefit from those activities through the rights granted by the franchise agreement, they do not transfer a good or service to the customer as those activities occur.

The Group concludes that nonrefundable upfront franchise fee is a payment to provide the franchisees with access to the Uncle John's and TGP licenses as it exists throughout the franchise period. Consequently, the entity accounts for the upfront franchise fee as a performance obligation satisfied over time.

Determination if consideration received from suppliers is not distinct

The Group, in the ordinary course of business, received consideration from suppliers for product placements (e.g., slotting fees) and other programs. The Group determines that the consideration received from the suppliers is not in exchange for a distinct good or service that transfers to the supplier because of the following considerations:

- the standalone selling price of the good or service for which the consideration is received cannot be reasonably estimated; and
- the supplier does not obtain control of the goods or service.

Under PFRS 15, considerations received from the suppliers under normal trade agreements are deducted from the cost of the merchandise purchased from the supplier.

Accounting for investments in G2M through convertible note

The Group has investments in G2M Solutions Philippines Pte. Ltd. through convertible note which will provide the Group 14.90% ownership interest, respectively, upon conversion of the note. The Group assessed that it has significant influence as evidenced by provision of technical information, board seats and service agreement in the term sheet. Thus, the investments are accounted for as investments in associates (Note 13). In August 2024, the Group received a consideration in exchange for shares which reduced the ownership in G2M to 13.44% as of March 31, 2025.

Determination of control

The Group determined that it has control or no control over its investees by considering, among others, its power over the investee, exposure or rights to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect its returns.

The following were also considered:

- The contractual arrangement with the other vote holders of the investee (i.e., reserved matters);
- Rights arising from other contractual agreements;
- The Group's voting rights and potential voting rights; and
- Redemption features that override any indication of control.

Contingencies

The Group is currently involved in certain legal proceedings. The estimate of the probable costs for the resolution of these claims has been developed in consultation with outside counsel handling the defense in these matters and is based upon an analysis of potential results. The Group currently does not believe that these proceedings will have a material adverse effect on the Group's financial position and results of operations. It is possible, however, that future results of operations could be materially affected by changes in the estimates or in the effectiveness of the strategies relating to these proceedings (Note 30).

Determining whether investment in Robinsons Bank Corporation (RBC) qualifies as asset held for sale

The Group has exercised significant judgment in determining whether the investment in RBC qualifies as an asset held for sale in accordance with PFRS 5. The Group assessed that the recognition criteria as indicated in the policy of the Group in Note 4, have been met in view of the facts discussed in Note 13. The Group expects to complete the merger within one year from initial recognition subject to customary regulatory approvals. Accordingly, the related investment in RBC was reclassified as noncurrent asset held for sale beginning in the 2022 consolidated financial

statements. Subsequently, the Philippine SEC approved the merger which became effective January 1, 2024.

Evaluation of impairment on nonfinancial assets

The Group reviews its nonfinancial assets (property and equipment, ROU assets, investments in associates and other nonfinancial assets) for impairment of value. This includes considering certain indications of impairment such as significant change in asset usage, significant decline in asset's market value, obsolescence or physical damage of an asset, plans of discontinuing the real estate projects, and significant negative industry or economic trends.

If such indications are present, and where the carrying amount of the asset exceeds its recoverable amount, the asset is considered impaired and is written down to recoverable amount. The recoverable amount is calculated as the higher of the asset's fair value less cost to sell, or its value-in-use (VIU).

The fair value less cost to sell is the amount to be received from the sale of an asset in an arm's length transaction, while VIU is the present value of estimated future cash flows expected to arise from the nonfinancial assets. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

In 2024 and 2023, the Group did not recognize any impairment loss on its nonfinancial assets.

Management's Use of Estimates

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

Recoverability of goodwill and trademarks

In the course of the Group's business combinations, goodwill and trademarks were acquired (Note 14). These assets have indefinite useful lives.

The Group performed its annual impairment test as of December 31, 2024 and 2023. The recoverable amounts of the CGUs have been determined based on higher of VIU and fair value less cost to sell (i.e., enterprise value or earnings before interest, taxes, depreciation and amortization (EV/EBITDA) multiple calculations).

As of December 31, 2024 and 2023, below are the CGUs and the carrying amount of trademarks to which these are allocated and tested for annual impairment:

	Measurement basis of recoverable amount		Amount
	2024	2023	
RSCI	VIU	VIU	₱3,205,411,607
SSDI	VIU	VIU	1,566,917,532
RPI	VIU	VIU	1,514,575,531
TGPPI	VIU	EV/EBITDA	1,264,098,435
SEWI	VIU	VIU	364,914,493
SFI	VIU	VIU	35,000,000
			<u>₱7,950,917,598</u>

As of December 31, 2024 and 2023, below are the CGUs and the carrying amount of goodwill to which this is allocated and tested for annual impairment:

	Measurement basis of recoverable amount		Amount
	2024	2023	
RSCI	VIU	VIU	₱9,109,386,061
RPI	VIU	VIU	2,343,614,826
TGPPI	VIU	EV/EBITDA	1,281,428,830
SSDI	VIU	VIU	745,887,131
SEWI	VIU	VIU	715,103,869
Eurogrocer Corporation (EC)	VIU	EV/EBITDA	199,870,222
RHIB	VIU	VIU	145,655,320
RTSHPI	VIU	VIU	85,161,468
Jayniths Supermarket	VIU	EV/EBITDA	71,732,435
GNC Pharma Corp.	VIU	EV/EBITDA	23,250,000
HPTDI	VIU	VIU	4,248,153
			₱14,725,338,315

Value in use

The recoverable amount of some CGU has been determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The projected cash flows have been updated to reflect the demand for products and services.

The pre-tax discount rate applied to cash flows projections is 10.00% to 12.60% for pharmaceutical and non-pharmaceutical group in 2024, (10.24% to 13.40% for 2023) and cash flows beyond the five-year period are extrapolated using a 5.00% in 2024 growth rate (3.00% to 5.00% in 2023) that is the same as the long-term average growth rate for the respective industries. As a result of this analysis, management concluded that the goodwill and trademarks are not impaired.

The calculation of value in use of the CGUs is most sensitive to the following assumptions:

- Gross margins
- Discount rate
- Price inflation
- Growth rates used to extrapolate cash flows beyond the forecast period

Gross margins

Gross margins are based on average values achieved in one (1) to five (5) years preceding the beginning of the budget period. These are increased over the budget period for anticipated efficiency improvements. A 15.0% to 33.0% gross margin per annum was applied. A decreased demand can lead to a decline in gross margin.

Discount rates

Discount rates represent the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and individual risks of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on the specific circumstances of the Group and its operating segments and is derived from its weighted average cost of capital (WACC). The WACC takes into account both debt and equity. The cost of equity is derived from the expected return on investment by the Group's investors. The cost of debt is based on the interest-bearing borrowings the Group is obliged to service. Segment-specific risk is incorporated by applying individual beta factors. The beta factors are evaluated annually based on

publicly available market data. Adjustments to the discount rate are made to factor in the specific amount and timing of the future tax flows in order to reflect a pre-tax discount rate.

Price inflation

Forecast price inflation which impacts the forecast for operating expenses lies within a range of 3.0% to 6.0% in 2024 and 2023. If price increases greater than the forecast price inflation and the Group is unable to pass on or absorb these increases through efficiency improvements, then the Group will have to recognize an impairment.

Growth rate estimates

Rates are based on published industry research. A reduction in the long-term growth rate would result in impairment.

EV/EBITDA Multiple

The Group utilized the use of EV/EBITDA multiple in the impairment testing of its goodwill from the acquisitions of some of its subsidiaries wherein the Group obtained and selected comparable entities which closely represent each entity from which goodwill was acquired. The characteristics taken into account include, among others, the geographical area where the comparable resides, nature of business or operations of the comparable entities and economic environment from which the comparable entities operate.

As such, the Group has selected EV/EBITDA multiples limited to retail entities in the Philippines as the management of the Group believes that these entities reasonably represent each acquired entity after carefully taking into account the future viability of the assumptions used and ability of each entity to attain such position in the future as it relates to the overall growth in the industry and in the country.

In 2023 where EV/EBITDA was used, the Group used the EV/EBITDA multiple ranging from 4.6x and 7.06x multiples for pharmaceutical and nonpharmaceutical group, respectively. As a result of this analysis, management concluded that the goodwill and trademarks are not impaired.

The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model, as well as growth rates and gross margins. As of December 31, 2024 and 2023, the Group has determined that its goodwill and trademarks are not impaired. The carrying values of goodwill and trademarks are disclosed in Note 14.

Leases - estimating the incremental borrowing rate (IBR)

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its IBR to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the ROU asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain estimates based on the Group's credit worthiness.

Provision for ECL of trade and other receivables

The Group uses a provision matrix to calculate ECLs for trade and other receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns. The provision matrix is initially based on the Group's historical observed default rates. The Group calibrated the matrix to adjust the historical credit loss experience with forward-looking

information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed.

Provision for expected credit losses for the three months ended March 31, 2025 and 2024 amounted to ₱6.43 million and ₱2.98 million, respectively. As of March 31, 2025 and December 31, 2024, allowance for expected credit losses on trade receivables amounted to ₱39.49 million and ₱33.07 million, respectively. As of March 31, 2025 and December 31, 2024, the carrying value of the Group's trade and other receivables amounted to ₱1.86 billion and ₱4.41 billion, respectively (Note 8).

Estimating NRV of merchandise inventories

The Group carries merchandise inventory at NRV whenever the utility of it becomes lower than cost due to damage, physical deterioration, obsolescence, changes in price levels, losses or other causes. The estimate of the NRV is reviewed regularly.

Estimates of NRV are based on the most reliable evidence available at the time the estimates are made on the amount the inventories are expected to be realized. These estimates take into consideration fluctuations of price or cost directly relating to events occurring after reporting date to the extent that such events confirm conditions existing at reporting date.

Provision for inventory obsolescence for the three months ended March 31, 2025 and 2024 amounted to ₱8.92 million and ₱2.99 million, respectively. As of March 31, 2025 and December 31, 2024, allowance for inventory obsolescence amounted to ₱141.13 million and ₱133.53 million, respectively. Merchandise inventories amounted to ₱33.05 billion and ₱31.67 billion as of March 31, 2025 and December 31, 2024, respectively (Note 9).

Recoverability of deferred tax assets

The Group reviews the carrying amounts of deferred tax asset at each reporting date and reduces them to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilized. Management has determined based on business forecast of succeeding years that there is enough taxable income against which recognized deferred tax assets will be realized. As of March 31, 2025 and December 31, 2024, the Group has deferred tax assets amounting ₱6.31 billion and ₱6.34 billion, respectively (Note 24).

6. Operating Segments

Business Segment

The business segment is determined as the primary segment reporting format as the Group's risks and rates of return are affected predominantly by each operating segment.

Management monitors the operating results of its operating segments separately for the purpose of making decision about resource allocation and performance assessment. Group financing (including interest income, dividend income and interest expense) and income taxes are managed on a group basis and are not allocated to operating segments. The Group evaluates performance based on earnings before interest and taxes, and earnings before interest and taxes, depreciation and amortization. The Group does not report its results based on geographical segments because the Philippines is its geographical area of operation.

Cost and expenses exclude interest, taxes, depreciation and amortization.

The amount of segment assets and liabilities are based on the measurement principles that are similar with those used in measuring the assets and liabilities in the consolidated statement of financial position which is in accordance with PFRS Accounting Standards.

The Group derives its revenue from the following reportable units:

- *Food Division*

The Food division operates under *Robinson's Supermarket* (mainstream supermarket), *The Marketplace* (premium), *Shopwise* (hypermarket), *Robinsons Easymart* (minimart) and *Uncle John's* (convenience stores). The Food Segment also operates Korean specialty grocery store *No Brand*. Robinson's Supermarket is Robinsons Retail's mainstream grocery format and is a major supermarket chain in the country that focuses on health and wellness. It also offers fresh food products at competitive prices and actively encourages consumers to adopt a healthy lifestyle by providing a wide range of high-quality health and wellness products. These products are given a specifically allocated section within each of the supermarkets and are made highly visible to consumers. *The Marketplace* is Robinsons Retail's premium grocery format giving customers imported and gourmet options. Located in central business districts and high-end developments, *The Marketplace* features a wide range of internationally sourced and carefully curated selections that cater to an upscale market. *Shopwise* is the Group's hypermarket format featuring a broad assortment of products from groceries to general merchandise and lifestyle essentials from brands around the world. One of the pioneers of the hypermarket format in the Philippines, *Shopwise* enables customers to experience international grocery shopping with great finds and great deals without the membership fee. *Robinsons Easymart* is a standalone mini-mart store for everyday needs located right within neighborhoods. Smaller than a typical supermarket, it offers both quality and affordable fresh foods and other household essentials as well as bills payment and mobile loading services with ease of accessibility and convenience. *Uncle John's* is a 24 - hour convenience store chain in the Philippines. The store carries a wide assortment of merchandise and an extensive selection of ready to eat products. In 2021, the Korean hard discount store *No Brand* was reclassified to the supermarket division as it offers mostly grocery and food products to consumers.

- *Department Store Division*

Robinsons Department Store (RDS) offers a large selection of local and international brands that are grouped into categories such as shoes, bags and accessories (including beauty and personal care), ladies' and men's wear, children's wear, household items and others. RDS is focused on catering to middle-income customers.

- *Do-It-Yourself (DIY) Division*

DIY brands of *Handyman Do it Best* and *True Value*, have grown to have a reputation of quality and dependability in the Philippine retail market, as well as being aggressive in terms of expansion among mall and big box hardware and home improvement centers in the country. The DIY segment aims to cover the Philippine landscape with more branches in key commercial centers to promote self-reliance among do-it yourselfers, as well as offer a wide selection of construction materials for contractors and builders.

- *Drug Store Division*

The Drug Store segment operates three (3) formats namely: *South Star Drug*, *Rose Pharmacy* and *TGP* which primarily offer high quality pharmaceutical drugs, which constitutes to over a thousand reputable branded and affordable options including TGP's house brands for generic medicines. The segment's other major product categories are staged milk and non-pharmaceutical selections, which include a vast array personal care items, food and beverage, and other convenience store grocery items.

- *Specialty Store Division*

The Specialty Store format is the lifestyle arm of the Group. It is committed to bringing a diverse spectrum of products and services to the Philippine market. The segment operates five (5) formats of specialty stores, namely: 1) toys and juvenile products retail under *Toys “R” Us*; 2) consumer electronics and appliances stores operated under *Robinsons Appliances* and *Savers Appliance*, 3) beauty retail stores such as *Benefit*, *Shiseido* and *Clē de Peau*; and 4) mass merchandise stores under Daiso Japan and S50) pet retail under *Pet Lovers Centre*.

March 31, 2025

	Food Division	Department Store Division	DIY Division	Drug Store Division	Specialty Store Division	Parent Company	Intersegment Eliminating Adjustments	Consolidated
Segment net sales	₱29,045,971,189	₱3,352,808,866	₱ 2,689,252,332	₱9,464,456,366	₱3,264,404,286	₱—	₱—	₱47,816,893,039
Intersegment net sales	—	—	—	—	—	—	—	—
Total net sales	29,045,971,189	3,352,808,866	2,689,252,332	9,464,456,366	3,264,404,286	—	—	47,816,893,039
Segment cost of merchandise sold	22,450,495,492	2,298,976,811	1,782,160,900	7,354,617,652	2,341,893,192	—	—	36,228,144,047
Intersegment cost of merchandise sold	—	—	—	—	—	—	—	—
Total cost of merchandise sold	22,450,495,492	2,298,976,811	1,782,160,900	7,354,617,652	2,341,893,192	—	—	36,228,144,047
Gross profit	6,595,475,697	1,053,832,055	907,091,432	2,109,838,714	922,511,094	—	—	11,588,748,992
Segment other income	256,630,381	16,040,830	—	56,325,422	34,180,100	—	—	363,176,733
Intersegment other income	81,949,554	—	—	—	—	—	(81,949,554)	—
Total other income	338,579,935	16,040,830	—	56,325,422	34,180,100	—	(81,949,554)	363,176,733
Gross profit including other income	6,934,055,632	1,069,872,885	907,091,432	2,166,164,136	956,691,194	—	(81,949,554)	11,951,925,725
Segment operating expenses	4,527,677,662	895,596,921	650,449,989	1,333,455,486	817,214,968	8,162	—	8,224,403,188
Intersegment operating expenses	—	28,230,291	16,317,143	27,025,151	10,376,969	—	(81,949,554)	—
Total operating expenses	4,527,677,662	923,827,212	666,767,132	1,360,480,637	827,591,937	8,162	(81,949,554)	8,224,403,188
Earnings before interest, taxes and depreciation and amortization	2,406,377,970	146,045,673	240,324,300	805,683,499	129,099,257	(8,162)	—	3,727,522,537
Depreciation and amortization	1,118,987,061	155,474,894	166,729,793	228,305,116	121,633,753	—	—	1,791,130,617
Earnings (loss) before interest and taxes	₱1,287,390,909	(₱9,429,221)	₱73,594,507	₱577,378,383	₱7,465,504	(₱8,162)	—	₱1,936,391,920
Capital expenditures	₱481,451,492	₱45,775,014	₱73,925,372	₱189,868,507	₱171,379,827	₱—	—	₱962,400,212

March 31, 2024

	Food Division	Department Store Division	DIY Division	Drug Store Division	Specialty Store Division	Parent Company	Intersegment Eliminating Adjustments	Consolidated
Segment net sales	₱28,080,116,390	₱3,174,619,483	₱2,720,233,202	₱8,802,577,693	₱3,109,347,416	₱—	₱—	₱45,886,894,184
Intersegment net sales	—	—	—	—	—	—	—	—
Total net sales	28,080,116,390	3,174,619,483	2,720,233,202	8,802,577,693	3,109,347,416	—	—	45,886,894,184
Segment cost of merchandise sold	21,815,662,602	2,177,549,525	1,816,453,078	6,961,294,669	2,204,861,598	—	—	34,975,821,472
Intersegment cost of merchandise sold	—	—	—	—	—	—	—	—
Total cost of merchandise sold	21,815,662,602	2,177,549,525	1,816,453,078	6,961,294,669	2,204,861,598	—	—	34,975,821,472
Gross profit	6,264,453,788	997,069,958	903,780,124	1,841,283,024	904,485,818	—	—	10,911,072,712
Segment other income	229,667,555	9,330,630	—	64,155,230	60,683,509	350,000	—	364,186,924
Intersegment other income	78,624,508	—	—	—	8,212,698	—	(86,837,206)	—
Total other income	308,292,063	9,330,630	—	64,155,230	68,896,207	350,000	(86,837,206)	364,186,924
Gross profit including other income	6,572,745,851	1,006,400,588	903,780,124	1,905,438,254	973,382,025	350,000	(86,837,206)	11,275,259,636
Segment operating expenses	4,234,951,065	837,421,878	583,191,802	1,130,257,387	812,628,533	3,994,978	—	7,602,445,643
Intersegment operating expenses	8,212,698	27,827,557	16,088,362	23,077,012	11,631,577	—	(86,837,206)	—
Total operating expenses	4,243,163,763	865,249,435	599,280,164	1,153,334,399	824,260,110	3,994,978	(86,837,206)	7,602,445,643
Earnings before interest, taxes and depreciation and amortization	2,329,582,088	141,151,153	304,499,960	752,103,855	149,121,915	(3,644,978)	—	3,672,813,993
Depreciation and amortization	1,072,184,409	153,615,446	205,697,956	197,303,705	158,928,381	—	—	1,787,729,897
Earnings (loss) before interest and taxes	₱1,257,397,679	₱(12,464,293)	₱98,802,004	₱554,800,150	(₱9,806,466)	(₱3,644,978)	—	₱1,885,084,096
Capital expenditures	₱314,014,010	₱111,903,789	₱64,132,888	₱184,554,636	₱170,990,044	₱—	—	₱845,595,367

The revenue of the Group consists mainly of sales to external customers through its retail and e-commerce channels. There were no intersegment revenue arising from purchase arrangements as of March 31, 2025 and 2024. No operating segments have been aggregated to form the above reportable segments.

Capital expenditures consist of additions to property and equipment arising from current acquisitions and those acquired through business combinations plus any adjustments made in the fair values of the acquired property and equipment.

The Group has no significant customer which contributed to 10.00% or more to the revenue of the Group.

7. Cash and Cash Equivalents

This account consists of cash on hand and in banks and cash equivalents amounting to ₱9.07 billion and ₱13.14 billion as of March 31, 2025 and December 31, 2024, respectively.

Cash in banks earns interest at the respective bank deposit rates. Cash equivalents are made for varying periods of one (1) to three (3) months, depending on the immediate cash requirements of the Group, and earn annual interest at the respective short-term investment rates that ranges from 3.00% to 5.90% as of March 31, 2025 and 1.75% to 6.19% as of December 31, 2024.

Interest income arising from cash in banks and cash equivalents amounted to ₱29.10 million, and ₱38.55 million for the three months ended March 31, 2025 and 2024, respectively.

8. Trade and Other Receivables

This account consists of:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Trade (Notes 23)	₱1,323,772,482	₱3,778,698,195
Nontrade (Notes 23)	547,653,764	632,708,458
Due from franchisees (Notes 28)	26,220,417	28,271,530
	1,897,646,663	4,439,678,183
Less allowance for impairment losses	39,493,357	33,068,218
	₱1,858,153,306	₱4,406,609,965

Trade receivables are noninterest-bearing and are generally on a one (1) to thirty (30) days' term.

Nontrade receivables include receivable from insurance companies, receivable from lessees, dividends receivable on equity securities, and interest receivable arising from debt securities and cash equivalents. These are noninterest-bearing and are generally collectible within one (1) year.

Movement in the allowance for impairment losses is as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱33,068,218	₱40,782,218
Provision for impairment losses (Note 20)	6,425,139	22,043,027
Reversals and write-off	—	(29,757,027)
Balance at end of year	₱39,493,357	₱33,068,218

9. Merchandise Inventories

The rollforward analysis of this account follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱31,672,373,580	₱29,668,487,299
Add purchases - net of purchase discounts and allowances	37,750,896,140	153,842,694,214
Cost of goods available for sale	69,423,269,720	183,511,181,513
Less: Cost of merchandise sold	36,228,144,047	151,705,277,732
Allowance for inventory obsolescence	141,134,175	133,530,201
Balance at end of year	₱33,053,991,498	₱31,672,373,580

The cost of merchandise inventories charged to the consolidated statements of comprehensive income amounted to ₱36.23 billion and ₱34.98 billion for the three months ended March 31, 2025 and 2024, respectively.

Movement in the allowance for shrinkage, obsolescence and other losses is as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱133,530,201	₱87,041,514
Provisions	8,918,675	80,389,150
Reversals	(1,314,701)	(33,900,463)
Balance at end of year	₱141,134,175	₱133,530,201

There are no merchandise inventories pledged as security for liabilities as of March 31, 2025 and December 31, 2024.

10. Other Current Assets

This account consists of:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Input VAT – net	₱734,624,737	₱754,715,762
Prepayments	951,210,934	564,986,732
Creditable withholding taxes	316,994,264	252,681,127
	₱2,002,829,935	₱1,572,383,621

Input VAT is available for offset against output VAT in current and future periods. Prepayments consist of advance payments for rentals, insurance and other prepayments. Creditable withholding taxes are taxes withheld by the withholding agents from payment to the Group and are creditable against the income tax payable.

11. Debt and Equity Instrument Financial Assets

The Group's debt and equity instrument financial assets classified as FVOCI and FVTPL which are carried at fair value are as follows:

		March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Debt securities			
FVOCI with recycling	(a)	₱2,144,908,024	₱2,017,375,952
FVTPL	(b)	515,013,117	520,729,483
		2,659,921,141	2,538,105,435
Equity securities at FVOCI without recycling		47,356,928,293	43,627,059,143
		₱50,016,849,434	₱46,165,164,578

Debt Securities

- a. The Group's debt securities consist of Peso and Dollar-denominated bond securities with fixed coupon rate per annum ranging from 4.10% to 4.85% and term of five (5) to ten (10) years.

Rollforward analysis of debt securities at FVOCI with recycling as of March 31, 2025 and December 31, 2024 follows:

		March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Amortized cost:			
At beginning of year		₱2,207,524,734	₱2,909,483,252
Reclassification		(2,093)	–
Disposals		(6,100,000)	(741,790,095)
Foreign exchange gain		–	39,831,577
At end of period		2,201,422,641	2,207,524,734
Change in fair value of financial assets:			
At beginning of year		(189,737,526)	(692,823,259)
Changes in fair value recognized in OCI		133,634,165	294,728,614
Transfer to profit or loss		–	208,357,119
At end of period		(56,103,361)	(189,737,526)
Allowance for expected credit losses		(411,256)	(411,256)
		₱2,144,908,024	₱2,017,375,952

Accretion of interest pertains to the amortization of interest income resulting from the difference of the carrying value and face value of debt instrument financial assets.

Interest income arising from debt instrument financial assets amounted to ₱2.88 million and ₱10.11 million for the three months ended March 31, 2025 and 2024, respectively.

- b. The Group's debt securities at FVTPL as of March 31, 2025 and December 31, 2024 amounting to ₱515.01 million and ₱520.73 million respectively pertain to investments in Edamama Pte. Ltd. and Konvy Pte. Ltd. through Simple Agreement for Future Equity (SAFE).

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
At beginning of year	₱520,729,483	₱598,121,797
Disposals	—	(104,131,542)
Translation adjustment	(5,716,366)	26,739,228
	₱515,013,117	₱520,729,483

In 2024, the Group derecognized its investments in Wholselect Technology Pte. Ltd. and Quick Commerce Technologies Inc. Pte. Ltd. in the amount of ₱57.85 million and ₱46.28 million respectively.

Equity Securities

The Group's equity securities consist of quoted investment in shares of stocks listed on the PSE. The Group has irrevocably elected to classify these equity investments as FVOCI, as it intends to hold them for the foreseeable future.

Rollforward analysis of equity securities at FVOCI without recycling for the period ended March 31, 2025 and and December 31, 2024 follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Cost:		
At beginning and end of year	₱34,388,230,450	₱20,676,041,036
Reclassification (Note 13)	—	14,409,389,444
Additions	313,500,000	500,239,970
Disposals	—	(1,197,440,000)
	34,701,730,450	34,388,230,450
Change in fair value of equity instrument		
financial assets:		
At beginning of year	9,238,828,693	2,924,075,800
Changes in fair value	3,416,369,150	6,314,752,893
At end of period	12,655,197,843	9,238,828,693
	₱47,356,928,293	₱43,627,059,143

Dividend income earned by the Group amounted to ₱29.55 million and ₱43.11 million for the three months ended March 31, 2025 and 2024, respectively.

Fair value changes on debt and equity instrument financial assets attributable to the equity holders of the Parent Company follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balances at the beginning of year	₱9,049,796,373	₱2,231,957,667
Change in fair value during the year - OCI	3,550,003,315	6,609,481,507
Transfers to profit or loss	—	208,357,199
Balances at the end of period	₱12,599,799,688	₱9,049,796,373

Investment in Bank of the Philippine Islands (BPI)

The Parent Company's Board of Directors (BOD), at its special meeting held on January 5, 2023, approved and confirmed the purchase of an aggregate of 4.4% effective equity interest in BPI through a combination of investments in common shares of BPI and redeemable preferred shares of a holding company with an equity interest in BPI. The transactions were entered into on January 5, 2023, following the agreements signed by the Parent Company, the seller of the shares acquired, and the investee holding company, all on the same date. On January 13, 2023, the Parent Company entered into a new shareholders agreement with the other shareholder of the investee holding company.

Through redeemable preferred shares, the Parent Company has the option to have its investment in the holding company redeemed after two (2) years, in exchange for either cash or BPI shares representing a 1.1% direct ownership in BPI.

The Parent Company paid a total of ₱19.48 billion for the investment on January 13, 2023. Following the said agreements, the Parent Company acquired a 3.3% direct interest in BPI and a 1.1% effective interest in BPI through its investment in the holding company at the time of purchase.

Property dividends declared by BPI

On March 15, 2023, BPI declared property dividends from its treasury shares with an entitlement ratio of 0.0896395563 share for every one (1) common share held by a stockholder, with any fractional share paid in cash. On June 13, 2023, the Philippine SEC approved the property dividend declared by BPI. On June 21, 2023, the Parent Company received the 13,329,307 property dividend shares from BPI.

Merger between BPI and RBC

On December 15, 2023, the Bangko Sentral ng Pilipinas ("BSP") notified BPI and RBC of the approval by the Monetary Board under Resolution No. 1633 dated December 14, 2023, regarding the merger between RBC and BPI, with BPI as the surviving entity, subject to compliance with the conditions stated therein.

On December 29, 2023, the Philippine SEC approved the merger between BPI and RBC, with BPI as the surviving bank.

As a result of the receipt of all corporate and regulatory approvals, RBC and BPI have merged, effective January 1, 2024, with BPI as the surviving entity. Post-merger, the Parent Company directly and indirectly owns approximately 6.5% of BPI, with 2.4% coming from the Merger Shares. The investment purchased last January 13, 2023, which represented 4.4% ownership, was diluted to 4.1% due to additional shares issued by BPI as a result of the merger.

The Parent Company recognized an unrealized gain of ₱4.86 billion on the recognition of BPI shares arising from the merger of RBC and BPI and this was presented under "Other income (charges)" in the consolidated statements of comprehensive income. This unrealized gain reflects the difference between the book value of investments in RBC, which was previously reported under "Noncurrent assets held for sale" line item in the 2023 consolidated statement of financial position, and the fair value of BPI shares received.

Investments in GoTyme Bank Corporation (GoTyme)

On December 28, 2021, the Parent Company acquired 20.0% ownership interest in GoTyme or 200 million shares for a total consideration of ₱200.00 million or ₱1.00 per share. Accordingly, the Parent Company accounted for its investments in GoTyme as part of investments in associates (Note 13).

In 2024, the Parent Company reclassified its investments in GoTyme to the “Debt and equity instruments financial assets” line item in the consolidated statement of financial position due loss of significant influence related to the decrease in its ownership interest from 20.0% to 19.0% (Note 13). As a result of this reclassification, the Group recognized an unrealized gain of ₱941.01 million on the fair value adjustment arising from excess of fair value measurement of retained interest over carrying value of investments in GoTyme and this was presented under “Other income (charges)” in the consolidated statements of comprehensive income.

The Parent Company made additional capital investment amounting to ₱313.50 million and ₱500.24 million as of March 31, 2025 and December 31, 2024, respectively.

As of March 31, 2025 and December 31, 2024, the Group’s dividend receivable from debt and equity instruments financial assets amounted to nil and ₱53.47 million, respectively (Note 8).

12. Property and Equipment

March 31, 2025 (Unaudited)

	2025							
	Land	Building and Other Equipment	Leasehold Improvements	Store Furniture and Fixtures	Office Furniture and Fixtures	Transportation Equipment	Computer Equipment	Total
Cost								
At beginning of year	₱5,033,850,019	₱3,601,365,356	₱23,338,018,353	₱11,749,565,382	₱7,501,945,137	₱225,309,457	₱5,627,673,971	₱57,077,727,675
Additions	—	30,507,030	308,251,304	265,190,563	147,261,907	3,946,019	207,243,389	962,400,212
Disposals and reclassifications	—	(6,091,428)	(41,535,567)	(20,049,834)	(1,124,192)	(3,437,280)	(2,814,603)	(75,052,904)
At end of year	5,033,850,019	3,625,780,958	23,604,734,090	11,994,706,111	7,648,082,852	225,818,196	5,832,102,757	57,965,074,983
Accumulated depreciation and amortization								
At beginning of year	—	1,761,662,573	14,011,765,185	8,001,367,636	4,382,361,792	211,758,051	3,663,261,037	32,032,176,274
Depreciation and amortization (Note 20)	—	67,740,769	390,384,916	195,487,917	84,020,659	2,395,209	81,474,925	821,504,395
Disposals and reclassifications	—	(5,991,429)	(41,380,515)	(20,041,110)	(1,074,691)	(3,337,652)	(2,794,032)	(74,619,429)
At end of period	—	1,823,411,913	14,360,769,586	8,176,814,443	4,465,307,760	210,815,608	3,741,941,930	32,779,061,240
	₱5,033,850,019	₱1,802,369,045	₱9,243,964,504	₱3,817,891,668	₱3,182,775,092	₱15,002,588	₱2,090,160,827	₱25,186,013,743

December 31, 2024

	2024							
	Land	Building and Other Equipment	Leasehold Improvements	Store Furniture and Fixtures	Office Furniture and Fixtures	Transportation Equipment	Computer Equipment	Total
Cost								
At beginning of year	₱5,031,983,102	₱3,466,189,050	₱20,892,510,319	₱11,518,803,908	₱6,984,288,778	₱253,308,684	₱5,006,527,533	₱53,153,611,374
Additions	1,866,917	151,368,383	3,351,757,298	581,758,628	659,789,370	21,958,234	730,165,730	5,498,664,560
Disposals and reclassifications	–	(16,192,077)	(906,249,264)	(350,997,154)	(142,133,011)	(49,957,461)	(109,019,292)	(1,574,548,259)
At end of year	5,033,850,019	3,601,365,356	23,338,018,353	11,749,565,382	7,501,945,137	225,309,457	5,627,673,971	57,077,727,675
Accumulated depreciation and amortization								
At beginning of year	–	1,578,918,424	13,099,464,031	7,501,146,387	3,987,135,424	236,770,766	3,357,794,782	29,761,229,814
Depreciation and amortization (Note 20)	–	198,874,071	1,818,350,627	850,915,077	537,284,899	24,195,534	412,117,838	3,841,738,046
Disposals and reclassifications	–	(16,129,922)	(906,049,473)	(350,693,828)	(142,058,531)	(49,208,249)	(106,651,583)	(1,570,791,586)
At end of year	–	1,761,662,573	14,011,765,185	8,001,367,636	4,382,361,792	211,758,051	3,663,261,037	32,032,176,274
Net book value	₱5,033,850,019	₱1,839,702,783	₱9,326,253,168	₱3,748,197,746	₱3,119,583,345	₱13,551,406	₱1,964,412,934	₱25,045,551,401

In December 2021, RSC acquired ownership in VHI for a total consideration of ₱40.87 million equivalent to 30% ownership. On June 1, 2022, the Company purchased the remaining 70% of VHI for a total consideration of ₱236.6 million. The transaction is treated as an acquisition of assets.

On November 9, 2020, RSC acquired 100% ownership of JMBHC for a total consideration amounting to ₱411.77 million. JMBHC's only asset is related to land leased out to RSCI. The transaction is treated as an acquisition of assets. On July 9, 2021, JMBHC was merged with RSC, the surviving entity.

Cost of fully depreciated property and equipment still in use amounted to ₱17.22 billion and ₱18.42 billion as of March 31, 2025 and December 31, 2024.

There are no property and equipment pledged as security for liabilities as of March 31, 2025 and December 31, 2024.

13. Investment in Associates

This account consists of investments in shares of stocks as follow (Note 2):

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
G2M	₱946,094,746	₱961,617,442
HD Retail	809,421,537	704,531,419
	₱1,755,516,283	₱1,666,148,861

RBC

Prior to the merger (Note 11), the Parent Company had 40.00% ownership interest in RBC. RBC was incorporated in the Philippines and was engaged in commercial and thrift banking whose principal activities included deposit-taking, lending, foreign exchange dealing and fund transfers or remittance servicing.

On September 30, 2022, the respective BODs of RRHI, BPI, and JG Summit Capital Services Corporation (JG Capital) approved the merger of BPI and RBC, with BPI as the surviving entity, subject to the approval of shareholders and regulatory bodies (i.e., Philippine Competition Commission, Philippine Deposit Insurance Corporation, BSP and SEC). The parties involved in the merger determined the exchange ratio to be used in the share swap. On January 17, 2023, the merger was approved by the stockholders of BPI.

As a result of events and agreements signed in September 2022, the Group reclassified its investments in RBC from investment in associate to the "Noncurrent asset held for sale" line item in the 2022 consolidated statement of financial position, and thereby discontinued the equity method of accounting. Management assessed, in accordance with the exchange ratio, that the carrying amount of asset held for sale is lower than its fair value less cost to sell, thus, the amount recognized in the 2022 consolidated statement of financial position is equal to the carrying amount at the time of reclassification and initial recognition.

The Philippine SEC approved the merger effective on January 1, 2024 (Note 11).

In December 2023 and 2022, the Group received dividends from RBC amounting to ₱404.57 million and ₱122.16 million, respectively, and these were recognized as dividend income following the discontinuance of the equity method of accounting.

GoTyme

In 2023, the Parent Company had 20.00% ownership interest in GoTyme. GoTyme's principal activity is to operate as a digital bank and is incorporated in the Philippines. In 2023 and 2022, the Parent Company made additional capital infusions amounting to ₱566.00 million and ₱356.50 million, respectively, with no changes in ownership interest in GoTyme.

In 2024, the Group's investments in GoTyme were reclassified to "Debt and equity instrument financial assets" as a result of loss of significant influence from 20.00% to 19.00% percentage of ownership (Note 11).

G2M

On September 20, 2018, the Parent Company made investments in G2M amounting to ₱160.65 million through a convertible note which will provide the Parent Company a 14.90% ownership interest upon conversion of the note. The terms of the agreement also provide and entitled the Parent Company to one (1) out of three (3) Board seats. G2M is principally engaged in the business of providing neighborhood sundry stores enablement platform and software in the Philippines. G2M is incorporated in Singapore. On September 16, 2020, the Parent Company assigned its investment in G2M to NDV. In 2022 and 2021, the Group made additional cash infusion to G2M amounting to ₱495.33 million and ₱33.90 million, respectively. In 2024, the Group disposed 3,452 G2M shares in exchange for ₱38.19 million (\$683,054) and this resulted to a gain of ₱28.55 million. As of March 31, 2025, the Group's effective ownership in G2M is at 13.44%.

Carrying value of G2M's investment as of March 31, 2025 and December 31, 2024 amounted to ₱946.09 million and ₱961.62 million, respectively. Details follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Cost:		
Balance at beginning and end of period	₱900,478,129	₱909,710,295
Disposals	–	(9,232,166)
Balance at end of period	900,478,129	900,478,129
Accumulated equity in net earnings:		
Balance at beginning of year	(76,193,020)	(59,509,427)
Equity in net loss	(4,130,016)	(17,465,636)
Disposals	–	782,043
Balance at end of period	(80,323,036)	(76,193,020)
Share in translation adjustments:	125,939,653	137,332,333
	₱946,094,746	₱961,617,442

On February 4, 2022, G2M purchased from the Group the convertible note of Growsari for a total consideration of \$4.00 million.

HD Retail

On June 3, 2021, NDV acquired 24.25% ownership interest in HD Retail or 7,275 shares for a total consideration of ₱179.07 million or ₱24,615.00 per share. HD Retail's principal activity is to operate as a hard discount store. HD Retail is incorporated in Singapore. NDV's share in the net loss of HD Retail for March 31, 2025 and 2024 amounted to ₱108.93 million and ₱97.99 million, respectively.

In 2024 and 2023, NDV infused additional investments amounting to ₱604.01 million and ₱418.09 million. As of March 31, 2025, the effective ownership in HD Retail is at 23.54%.

Carrying value of HD Retail's investment as of March 31, 2025 and December 31, 2024 amounted to ₱809.42 million and ₱704.53 million, respectively. Details follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Cost:		
Balance at beginning of year	₱1,437,505,053	₱649,560,257
Additional investment (Note 2)	233,498,077	787,944,796
Balance at end of year	1,671,003,130	1,437,505,053
Accumulated equity in net earnings:		
Balance at beginning of year	(800,254,108)	(360,227,258)
Equity in net loss	(108,928,458)	(440,026,850)
Balance at end of year	(909,182,566)	(800,254,108)
Share in translation adjustments:	47,600,973	67,280,474
	₱809,421,537	₱704,531,419

Super Pumped

In February 2022, NDV acquired 20% ownership in Super Pumped for a total consideration ₱61.61 million. Super Pumped is incorporated in Singapore. In 2024, NDV has disposed its investments in Super Pumped in exchange for ₱17.07 million (\$332,547) and this resulted to a loss of ₱41.79 million.

Taste Central Curators, Inc. (TCCI)

On December 13, 2017, the Parent Company acquired 20.00% ownership interest in TCCI or 1.00 million shares for a total consideration of ₱125.00 million or ₱25.00 per share. On March 28, 2019, the Parent Company acquired additional 875,011 common shares representing 10% ownership interest for a total consideration of ₱280.00 million. The Parent Company's ownership interest in TCCI is 30% as of December 31, 2022. In 2023, the Parent Company has written off its investments in TCCI amounting to ₱220.18 million due to discontinuation of its business.

DAVI

On November 16, 2018, the Parent Company subscribed to 40% ownership interest in DAVI for a total consideration of ₱0.40 million. DAVI's principal activities include processing, managing and analyzing data. DAVI is incorporated in the Philippines.

In 2024 and 2023, the Parent Company made additional capital infusions amounting to ₱40.00 million and ₱20.00 million, respectively, with no changes in ownership interest in DAVI.

Carrying value of DAVI's investment as of March 31, 2025 and December 31, 2024 amounted to nil.

Details follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Cost:		
Balance at beginning of year	₱492,000,000	₱452,000,000
Additional investment	-	40,000,000
Balance at end of year	492,000,000	492,000,000
Accumulated equity in net earnings:		
Balance at beginning of year	(492,000,000)	(452,000,000)
Equity in net loss	-	(40,000,000)
Balance at end of year	(492,000,000)	(492,000,000)
	₱-	₱-

14. Intangible Assets

This account consists of:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Goodwill	₱14,725,338,315	₱14,725,338,315
Trademarks	7,950,917,598	7,950,917,598
Franchise	2,654,200	2,843,786
	₱22,678,910,113	₱22,679,099,699

Goodwill

The Group's goodwill as of March 31, 2025 and December 31, 2024 pertains to the excess of the acquisition cost over the fair value of the net assets of acquired subsidiaries which also represents separate CGUs. Details follow (Note 19):

RSCI	₱9,109,386,061
RPI	2,343,614,826
TGPPI	1,281,428,830
SSDI	745,887,131
SEWI	715,103,869
EC	199,870,222
RHIB	145,655,320
RTSHPI	85,161,468
JRMC	71,732,435
GPC	23,250,000
HPTDI	4,248,153
	₱14,725,338,315

Trademarks

The trademarks were acquired through business combinations and were recognized at fair value at the date of acquisition. Details follow:

RSCI	₱3,205,411,607
RPI	1,514,575,531
SSDI	1,566,917,532
TGPPI	1,264,098,435
SEWI	364,914,493
SFI	35,000,000
	<u>₱7,950,917,598</u>

Franchise

On January 10, 2018, Pet Lovers Centre International Pte. Ltd, granted the Group the right to develop its business including its trademarks, system, manuals and image in the Philippines for a total consideration of ₱7.58 million. The Group started Pet Lovers Centre operations in October 2018. The franchise is amortized using straight-line method over a period of 10 years.

The rollforward analysis of the franchise follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Beginning balance	₱2,843,786	₱3,602,129
Amortization (Note 20)	(189,586)	(758,343)
	<u>₱2,654,200</u>	<u>₱2,843,786</u>

15. Other Noncurrent Assets

This account consists of:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Security and other deposits	₱2,482,736,380	₱2,449,560,330
Construction bonds	49,031,710	49,072,280
	<u>₱2,531,768,090</u>	<u>₱2,498,632,610</u>

Security and other deposits include refundable deposits at the end of the lease term (Note 27). The present values of these deposits were computed using incremental borrowing rates ranging from 6.77% to 7.37%.

Interest income recognized from these security deposits amounted to ₱2.38 million and ₱7.85 million for the period ended March 31, 2025 and December 31, 2024.

16. Trade and Other Payables

This account consists of:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Trade	₱13,693,243,548	₱16,336,590,306
Nontrade (Note 23)	7,877,619,305	10,928,960,014
Others	1,542,782,364	635,237,376
	₱23,113,645,217	₱27,900,787,696

Trade payables are noninterest-bearing and are normally settled on 45 to 60 in days' term arising mainly from purchases of merchandise inventories for resale.

Nontrade payables mainly consist of liabilities relating to short-term rentals, and providers of services such as security and safety, utilities and repairs and maintenance, contract liabilities, interest payable and due to related parties. The terms and conditions of related party transactions are separately disclosed in Note 23.

Contract Liabilities

The Group identified its gift check outstanding and deferred revenue, recorded under nontrade payables, as contract liabilities as of March 31, 2025 and December 31, 2024. These represent the Group's obligation to provide goods or services to the customers for which the Group has received consideration from the customers. Substantially, all of the contract liabilities at year-end will be recognized as revenue in the following year.

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Gift check outstanding	₱259,291,289	₱281,063,020
Deferred revenue	–	7,442
	₱259,291,289	₱281,070,462

Below is the rollforward of contract liabilities as of March 31, 2025 and December 31, 2024:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
At the beginning of the year	₱281,070,462	₱235,429,733
Deferred during the period	140,861,000	518,906,200
Recognized as revenue during the period	(162,640,173)	(473,265,471)
At the end of the period	₱259,291,289	₱281,070,462

17. Loans Payable

Short-term Loans

The roll-forward analysis of the Group's short-term loans payable follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱14,714,000,000	₱8,129,000,000
Availments	1,730,000,000	14,025,000,000
Payments	(750,000,000)	(7,440,000,000)
Balance at end of period	₱15,694,000,000	₱14,714,000,000

The balances of the short-term loans of the subsidiaries are as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
RSC	₱9,145,000,000	₱9,695,000,000
SSDI	4,269,000,000	3,669,000,000
RPI	750,000,000	850,000,000
RDSI	500,000,000	390,000,000
RAC	—	100,000,000
S50	30,000,000	10,000,000
RHMI	1,000,000,000	—
	₱15,694,000,000	₱14,714,000,000

- a.) RSC's short-term loans payable consist of loan availments from local commercial banks with interest rates ranging from and 5.70% to 6.00% per annum in 2025 and 5.75% to 6.50% per annum in 2024. In 2024, RSC availed of short-term loans amounting to ₱12.26 billion. In 2025 and 2024, RSC paid ₱0.55 billion and ₱6.83 billion, respectively.
- b.) SSDI's short-term loans payable consist of loan availment from local commercial banks with interest rates ranging from 5.75% to 6.15% per annum in 2024 and 5.95% to 6.60% per annum in 2024. In 2025 and 2024, SSDI availed of short-term loans both amounting to ₱600.00 million. In 2024, SSDI paid ₱20.00 million.
- c.) RPI's short-term loans payable consists of loan availment from a local commercial bank with interest rate ranging from 5.75% to 5.85% per annum in 2025 and 5.80% to 6.50% per annum in 2024. In 2024, RPI availed of short-term loans amounting to ₱550.00 million, respectively. In 2025, RPI paid ₱100.00 million.
- d.) RDSI's short-term loans payable consist of loan availment from a local commercial bank with interest rates ranging from 5.80% to 6.05% per annum in 2025 and 6.05% to 6.60% per annum in 2024. In 2025 and 2024, RDSI availed of short-term loans amounting to ₱110.00 million and ₱35.00 million, respectively. In 2024, RDSI paid ₱50.00 million.
- e.) RAC's short-term loans payable consist of loan availment from a local commercial bank with interest rates ranging from 5.90% to 6.20% per annum in 2025 and 6.20% to 6.40% per annum in 2024. In 2024, RAC availed of short-term loans amounting ₱150.00 million, respectively. In 2025 and 2024, RAC paid ₱100.00 million and ₱50.00 million, respectively.

- f.) S50's short-term loans payable consists of loan availment from a local commercial bank with interest rates ranging from 5.80% to 6.00% per annum in 2025 and 6.35% to 6.60% per annum in 2024. In 2025, S50 availed short-term loans amounting to ₱20.00 million. In 2024, S50 paid ₱20.00 million.
- g.) RHMI's short-term loans payable consists of loan availment from local commercial banks with interest rates ranging from 5.65% to 5.80% per annum in 2025. In 2025, RHMI availed short-term loans amounting to ₱1.00 billion.

Long-term Loans

On April 11, 2023, the Parent Company and RSC availed of a long-term loan amounting to ₱10.65 billion and ₱4.84 billion, respectively, with interest rate of 6.75% per annum and payable after five (5) years. The loans were used to acquire 4.4% ownership in BPI (Note 11). The transaction costs of ₱116.18 million, related to documentary stamp tax, were capitalized and amortized over the term of loan. Partial payments for the long-term loans payable amounted to ₱1.20 billion and ₱5.00 billion in 2025 and 2024, respectively.

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Principal		
Balances at beginning of the year	₱8,340,000,000	₱13,340,000,000
Payments	(1,200,000,000)	(5,000,000,000)
Balance at end of period	7,140,000,000	8,340,000,000
Deferred financing costs		
Balances at beginning of the year	(78,203,694)	(99,838,337)
Amortization	20,645,141	21,634,643
Balance at end of period	(57,558,553)	(78,203,694)
	₱7,082,441,447	₱8,261,796,306

The balances of the long-term loans as of March 31, 2025 and December 31, 2024 follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
RRHI	₱2,265,903,168	₱3,446,959,507
RSC	4,816,538,279	4,814,836,799
	₱7,082,441,447	₱8,261,796,306

The long-term loans payable are subject to certain covenants including maintaining a maximum consolidated net debt-to-equity ratio of 2:1 for RRHI and consolidated net debt-to-equity ratio of 2:1 for RSC. As of December 31, 2024 and 2023, RRHI and RSC are in compliance with the required ratio.

Total interest expense incurred on short-term and long-term loans payable amounted to ₱351.61 million, ₱364.09 million as of March 31, 2025 and 2024, respectively.

18. Equity

Capital Stock

The details of this account follow:

	Number of Shares					
	Authorized			Issued and Outstanding		
	March 31, 2025	December 31, 2024	December 31, 2023	March 31, 2025	December 31, 2024	December 31, 2023
Issued	2,000,000,000	2,000,000,000	2,000,000,000	1,576,489,360	1,576,489,360	1,576,489,360
Less: Treasury stock	—	—	—	(157,704,215)	(152,177,000)	(118,891,960)
Issued and Outstanding	2,000,000,000	2,000,000,000	2,000,000,000	1,418,785,145	1,424,312,360	1,457,597,400

	Amount		
	March 31, 2025	December 31, 2024	December 31, 2023
Common stock - ₱1 par value			
Authorized shares	₱2,000,000,000	₱2,000,000,000	₱2,000,000,000
Outstanding shares	1,418,785,145	1,424,312,360	1,457,597,400
Treasury shares	7,806,787,481	7,600,020,804	6,410,402,228

Registration Track Record

On November 11, 2013, the Parent Company listed with the Philippine Stock Exchange (PSE) its common stock wherein it offered 484,750,000 shares to the public at ₱58.00 per share. All shares offered were sold. The Parent Company incurred transaction costs incidental to the initial public offering amounting to ₱745.65 million, which were charged against “Additional paid-in capital” in the 2013 consolidated statement of financial position.

Of the total shares sold to the public, the Parent Company reacquired 18,971,950 common shares in 2013 at ₱58.00 per share or an aggregate cost of ₱1.10 billion. In 2014, the Parent Company’s BOD approved the sale of 18,971,950 common shares, previously held as treasury shares, at a selling price of ₱69.00 per share, with a total gross selling proceeds of ₱1.31 billion. In December 2014, the Parent Company received the net cash proceeds of ₱1.30 billion, net of the transaction costs amounting ₱8.22 million. The excess of net proceeds over the aggregate cost was recorded under “Additional paid-in capital” amounting to ₱200.47 million.

Following these transactions, all common shares held in treasury by the Parent Company have already been reissued as of December 31, 2013.

Below is the summary of the Parent Company’s track record of registration of securities:

Year	Number of Shares Registered*	Number of Holders of Securities
December 31, 2023	1,576,489,360	45
Add/(deduct) movement	—	2
December 31, 2024	1,576,489,360	47
Add/(deduct) movement	—	—
March 31, 2025	1,576,489,360	47

*Inclusive of 157,704,215, 152,177,000 and 118,891,960 treasury shares as of March 31, 2025 and December 31, 2024 and 2023, respectively.

Treasury stock

On March 9, 2020, the Parent Company's BOD authorized the buy-back of the Parent Company's common shares of up to ₱2.00 billion. The repurchased shares are presented under "Treasury stock" line item in the consolidated statement of financial position.

On July 25, 2024, November 16, 2023, April 27, 2022, February 11, 2022, and February 26, 2021, the Parent Company's BOD approved to extend the share buyback program for an additional amount of ₱1.00 billion, ₱1.00 billion, ₱1.00 billion, ₱1.00 billion, and ₱2.00 billion, respectively, to improve share value. As of December 31, 2024 and 2023, the total amount allotted for the share buyback program amounted to ₱8.00 billion and ₱7.00 billion, respectively.

As of March 31, 2025 and December 31, 2024, the Parent Company has repurchased 157.70 million and 152.18 million for ₱7,806.79 million and ₱7,600.02 million, respectively, under the buyback program. Under the Revised Corporation Code, a stock corporation can purchase or acquire its own shares provided that it has unrestricted retained earnings to cover the shares to be purchased or acquired.

The program will be implemented in the open market through the trading facilities of the PSE and will be supervised by the President and Chief Executive Officer and Chief Financial Officer, as authorized by the BOD.

As of March 25, 2025, the Parent Company has re-purchased a total of 157,704,215 common shares and the remaining balance of the amount for the buyback amounted to ₱193.21 million.

The movements in the Parent Company's treasury shares follow:

	2025		2024	
	Shares	Amount	Shares	Amount
Balance at beginning of year	152,177,000	₱7,600,020,804	118,891,960	₱6,410,402,228
Additions	5,527,215	206,766,677	33,285,040	1,189,618,576
Balance at end of year	157,704,215	₱7,806,787,481	152,177,000	₱7,600,020,804

Equity Reserve

Details of equity reserve follow:

	March 31, 2025	December 31, 2024	December 31, 2023
Acquisition of additional shares from non-controlling interest			
Beginning	(₱772,041,467)	(₱742,678,028)	(₱742,678,028)
Additions/Deductions	—	(29,363,439)	—
	(₱772,041,467)	(₱772,041,467)	(₱742,678,028)

Acquisition of additional shares from a noncontrolling shareholder

On February 29, 2024, RHMI purchased the remaining 25% minority interest in HPTDI for a total consideration of ₱21.12 million, increasing its share from 75% to 100%. The Group recognized equity reserve from the acquisition amounting to ₱29.36 million representing the difference between the consideration and the net book value of NCI.

On February 22, 2022, RSC acquired Ministop Japan's (MSJ) 40% stake in RCSI for a consideration of ₱209.39 million, increasing its share from 60% to 100%. The Group recognized

equity reserve from the acquisition amounting to ₱225.47 million representing the difference between the consideration and the net book value of NCI.

On July 1, 2022, the Group bought the remaining 33% ownership in RHIB from an NCI for a total consideration of ₱117.56 million. The Group recognized equity reserve in the amount of ₱27.13 million representing the difference between the consideration and the net book value of NCI.

On December 5, 2014, RSC acquired additional 2,500,000 common shares, representing 25% of RHMI from a noncontrolling shareholder for ₱1.45 billion. The Group recognized equity reserve from the acquisition amounting to ₱1.02 billion. In 2015, the total consideration was adjusted from ₱1.45 billion to ₱1.48 billion and the difference was recognized as an adjustment to equity reserve. The adjusted equity reserves amounted to ₱995.28 million representing the difference between the consideration and the net book value of NCI.

The equity reserve from the acquisition will only be recycled to the consolidated statements of comprehensive income in the event that RSC will lose its control over RHMI.

Retained Earnings

The income of the subsidiaries and accumulated share in net income of the associates that are recognized in the consolidated statements of comprehensive income are not available for dividend declaration unless these are declared by the subsidiaries and associates. The accumulated earnings of subsidiaries included in retained earnings amounted to ₱19.50 billion and ₱24.52 billion as of December 31, 2024 and 2023, respectively.

Dividend Declaration

Details of the Parent Company's dividend declarations follow:

	2024	2023	2022
Date of declaration	May 10, 2024	May 12, 2023	April 27, 2022
Dividend per share	₱2.00	₱2.00	₱2.00
Total dividends	₱2,907,005,400	₱2,944,699,580	₱2,984,905,600
Date of record	May 27, 2024	May 26, 2023	May 20, 2022
Date of payment	June 10, 2024	June 9, 2023	June 10, 2022

Appropriation of Retained Earnings

Rollforward analysis of appropriated retained earnings follows:

	2024	2023	2022
Balance at beginning of year	₱16,405,752,847	₱17,277,752,847	₱23,965,752,847
Appropriation	3,705,000,000	332,000,000	1,528,000,000
Reversal of appropriation	(5,806,500,000)	(1,204,000,000)	(8,216,000,000)
Balance at end of year	₱14,304,252,847	₱16,405,752,847	₱17,277,752,847

On December 1, 2022, the Parent Company's BOD authorized and approved the appropriation of retained earnings amounting to ₱530.00 million to cover the Parent Company's investment program within three (3) years.

The respective BODs of the subsidiaries approved the appropriation of retained earnings which shall be used to augment new stores with the Group's nationwide expansion and these are expected to be completed in the next two (2) to five (5) years from the year of appropriation.

Details are as follows:

Entity	2024	2023	2022
SSDI	₱3,130,500,000	₱—	₱—
RHMI	255,500,000	202,000,000	407,000,000
RAC	180,000,000	90,000,000	345,000,000
RTSHPI	90,000,000	—	30,000,000
WHMI	47,000,000	40,000,000	54,000,000
HEMI	2,000,000	—	—
RRHI	—	—	530,000,000
RDSI	—	—	162,000,000
	₱3,705,000,000	₱332,000,000	₱1,528,000,000

Reversal of appropriation

The respective BOD of the subsidiaries approved the reversal of appropriated retained earnings due to completion of certain store expansions and renovations.

Entity	2024	2023	2022
SSDI	₱2,556,500,000	₱—	₱—
RSC	2,000,000,000	—	₱7,000,000,000
RHMI	1,100,000,000	1,000,000,000	278,000,000
WHMI	150,000,000	200,000,000	11,000,000
HEMI	—	4,000,000	—
RRHI	—	—	530,000,000
RDSI	—	—	162,000,000
RAC	—	—	235,000,000
	₱5,806,500,000	₱1,204,000,000	₱8,216,000,000

Noncontrolling Interests

Total dividends declared and paid to noncontrolling interests follow:

	Total Dividends Declared			Share of Noncontrolling Interests		
	2025	2024	2023	2025	2024	2023
TGPPI	₱192,500,000	₱700,000,000	₱400,000,000	₱94,325,099	₱343,000,000	₱318,500,000
RHMI	—	1,190,000,000	1,000,000,000	—	238,000,000	200,000,000
WHI	—	150,000,000	100,000,000	—	52,500,000	35,000,000
SSDI	—	283,456,380	288,218,888	—	28,345,999	28,822,056
RAC	—	76,999,985	—	—	25,409,995	—
RTSHPI	—	5,000,000	5,000,000	—	1,666,666	1,666,666
SEWI	—	—	—	—	—	—
				₱94,325,099	₱688,922,660	₱583,988,722

In 2024, the Group acquired NCI in HPTDI increasing the Group's ownership stake from 75% to 100%.

In August 2022, an NCI made an investment in S50 amounting to ₱12.25 million.

Material partly owned subsidiary

As of March 31, 2025 and December 31, 2024, the Group has 45.90% proportion of equity interest held by noncontrolling interests attributable to TGPPI. Accumulated balances of material

noncontrolling interests amounted to ₱660.12 million, ₱646.91 million, and ₱596.56 million as of March 31, 2025, December 31, 2024 and 2023, respectively.

Net income allocated to material noncontrolling interests amounted to ₱101.57 million, ₱374.75 million, and ₱388.52 million in March 31, 2025, December 31, 2024 and 2023, respectively.

TGPPI's total assets amounted to ₱2,928.93 million and ₱2,721.02 million as of March 31, 2025 and December 31, 2024, respectively, while total liabilities amounted to ₱1,490.77 and ₱1,313.64 million as of March 31, 2025 and December 31, 2024, respectively.

TGPPI's total sales amounted to ₱1,450.79 million and ₱5,432.14 million as of March 31, 2025 and December 31, 2024, respectively. TGPPI's net income amounted to ₱221.27 million and ₱816.46 million as of March 31, 2025 and December 31, 2024, respectively.

Capital Management

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

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes for the years ended December 31, 2024 and 2023.

The Group considers as capital the equity attributable to equity holders of the Parent Company. The following table shows the component of the Group's equity which it manages as capital as of March 31:

	March 31, 2025	December 31, 2024
Capital stock	₱1,576,489,360	₱1,576,489,360
Additional paid-in capital	40,768,202,897	40,768,202,897
Treasury stock	(7,806,787,481)	(7,600,020,804)
Other comprehensive income	12,916,474,349	9,388,662,498
Equity reserve	(772,041,467)	(772,041,467)
Retained earnings:		
Appropriated	14,304,252,847	14,304,252,847
Unappropriated	31,636,647,073	30,876,862,490
	₱92,623,237,578	₱88,542,407,821

19. Revenue from Contracts with Customers

Sales are recognized from customers at the point of sale in the stores and upon delivery.

Sales returns and sales discounts deducted from the sales to arrive at the net sales amounted to ₱1.68 billion and ₱1.54 billion for the three months ended March 31, 2025 and 2024, respectively.

Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

For the Three Months Ended March 31, 2025						
Segments	Food	Department Store	DIY	Drug Store	Specialty Store	Total
Type of goods or service						
Sale of goods – retail	₱28,851,777,416	₱3,352,808,866	₱2,689,252,332	₱8,008,960,546	₱3,264,404,287	₱46,167,203,447
Sale of merchandise to franchisees	194,193,772	—	—	1,455,495,820	—	1,649,689,592
Franchise revenue	7,442	—	—	10,047,596	—	10,055,038
Royalty fee and others	23,669,772	—	—	26,365,535	—	50,035,307
	₱29,069,648,402	₱3,352,808,866	₱2,689,252,332	₱9,500,869,497	₱3,264,404,287	₱47,876,983,384
Timing of revenue recognition						
Goods transferred at point in time	₱29,045,971,188	₱3,352,808,866	₱2,689,252,332	₱9,464,456,366	₱3,264,404,287	₱47,816,893,039
Services transferred over time	23,677,214	—	—	36,413,131	—	60,090,345
	₱29,069,648,402	₱3,352,808,866	₱2,689,252,332	₱9,500,869,497	₱3,264,404,287	₱47,876,983,384

For the three months ended March 31, 2024						
Segments	Food	Department Store	DIY	Drug Store	Specialty Store	Total
Type of goods or service						
Sale of goods – retail	₱27,874,145,021	₱3,174,619,483	₱2,720,233,202	₱7,378,958,067	₱3,109,347,416	₱44,257,303,189
Sale of merchandise to franchisees	205,971,369	–	–	1,423,619,626	–	1,629,590,995
Franchise revenue	82,143	–	–	10,619,045	–	10,701,188
Royalty fee and others	28,517,046	–	–	32,741,031	–	61,258,077
	₱28,108,715,579	₱3,174,619,483	₱2,720,233,202	₱8,845,937,769	₱3,109,347,416	₱45,958,853,449
Timing of revenue recognition						
Goods transferred at point in time	₱28,080,116,390	₱3,174,619,483	₱2,720,233,202	₱8,802,577,693	₱3,109,347,416	₱45,886,894,184
Services transferred over time	28,599,189	–	–	43,360,076	–	71,959,265
	₱28,108,715,579	₱3,174,619,483	₱2,720,233,202	₱8,845,937,769	₱3,109,347,416	₱45,958,853,449

20. Operating Expenses

This account consists of:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Rental and utilities (Notes 23 and 27)	₱2,764,013,748	₱2,581,933,761
Personnel costs and contracted services (Notes 21 and 22)	3,204,783,842	2,988,447,992
Depreciation and amortization (Notes 12, 14 and 27)	1,791,130,617	1,787,729,897
Transportation and travel	547,396,926	438,824,757
Supplies	265,375,468	261,839,816
Repairs and maintenance	231,800,800	200,470,211
Advertising	387,848,186	394,691,874
Bank and credit charges	271,135,268	225,857,674
Royalty expense (Note 28)	19,533,218	30,090,333
Commission expense	65,513,915	134,775,288
Others	467,001,817	345,513,937
	₱10,015,533,805	₱9,390,175,540

Others consist mainly of taxes and licenses, insurance, professional fees and provision for impairment losses.

Depreciation and amortization pertains to:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Property and equipment (Note 12)	₱821,504,395	₱817,441,288
Trademarks, franchise and license fees (Note 14)	189,586	189,586
Amortization of ROU assets (Note 27)	969,436,636	970,099,023
	₱1,791,130,617	₱1,787,729,897

21. Personnel Costs and Contracted Services

This account consists of:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Salaries, allowances and benefits (Note 20)	₱2,272,565,779	₱2,024,315,043
Contracted services (Note 20)	932,218,063	964,132,949
	₱3,204,783,842	₱2,988,447,992

Details of salaries, allowances and benefits:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Salaries, wages and allowances	₱2,210,718,930	₱1,958,182,736
Retirement expense (Note 22)	61,846,849	66,132,307
	₱2,272,565,779	₱2,024,315,043

22. Retirement Plan

The Group has a funded, non-contributory, defined benefit pension plan covering all regular permanent employees. Benefits are dependent on years of service and the respective employee's final compensation. The benefits are paid in a lump-sum upon retirement or separation in accordance with the terms of the Robinsons Retail Multi-Employer Retirement Plan, South Star Drug Retirement Plan and Rustan Supercenters Retirement Plan (the Plan).

The Group computes the actuarial valuation every year by hiring the services of a professional third-party qualified actuary. The most recent actuarial valuation was carried out for the Group as of December 31, 2024.

The Group is a member of the Plan which is administered separately by the Trustee, Metrobank Corporation and Bank of the Philippine Islands, so named under the Trust Agreement. The Trustee is under the supervision of the Retirement Working Committee (the Committee) of the Plan. The Committee shall have all the powers necessary or useful in the discharge of its duties, including but not limited, to implement and administer the plan, propose changes and determine the rights of the members of the plan. However, changes or revisions in the Plan shall be approved by the Executive Retirement Committee.

The Committee may seek the advice of counsel and appoint an investment manager or managers to manage the Retirement Fund, an independent accountant to audit the Fund and an actuary to value the Plan.

Under the existing regulatory framework, Republic Act (RA) No. 7641, or the "Retirement Pay Law", requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, 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.

The components of retirement expense under "Operating expenses" account in the consolidated statements of comprehensive income are as follows:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Current service cost	₱62,260,108	₱67,337,170
Net interest cost	(413,259)	(1,204,863)
Retirement expense	₱61,846,849	₱66,132,307

Net retirement obligation as of March 31, 2025 and December 31, 2024 recognized in the consolidated statements of financial position follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Present value of defined benefit obligation	₱2,352,451,582	₱2,290,604,733
Fair value of plan assets	(2,215,589,477)	(2,215,589,477)
Net retirement obligation	₱136,862,105	₱75,015,256

As of March 31, 2025, RSC, RHMI, WHMI, HEMI, HPTD, RBCD, RTSHPI, RVC, RAC, SEWI, and RDSI have net retirement plan asset position totaling to ₱363.86 million while SSDI, RPI, TGPPI, and RS50 have net retirement obligation totaling to ₱500.73 million.

The movements in net retirement obligation recognized in the consolidated statements of financial position follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱75,015,256	₱441,964,001
Retirement expense	61,846,849	272,570,607
Benefits paid from direct payments	—	(12,047,568)
Remeasurement gains	—	(249,134,484)
Actual contribution	—	(378,337,300)
Balance at end of year	₱136,862,105	₱75,015,256

Remeasurement effects recognized in OCI:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Remeasurement gains on:		
Retirement obligation	₱—	(₱138,212,922)
Retirement plan assets	—	(110,921,562)
	₱—	(₱249,134,484)

Changes in the present value of defined benefit obligation follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱2,290,604,733	₱2,130,773,516
Current service cost	62,260,108	263,104,174
Interest cost	(413,259)	120,621,667
Past service cost (income)	—	(5,221,034)
Benefits paid	—	(80,460,668)
Remeasurement losses (gains) arising from:		
Changes in financial assumptions	—	45,096,274
Experience adjustments	—	(183,309,196)
Balance at end of year	₱2,352,451,582	₱2,290,604,733

Movements in the fair value of plan assets follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balance at beginning of year	₱2,215,589,477	₱1,688,809,515
Actual contribution	–	378,337,300
Remeasurement gains (losses)	–	110,921,562
Interest income included in net interest cost	–	105,934,200
Benefits paid	–	(68,413,100)
Balance at end of year	₱2,215,589,477	₱2,215,589,477

The fair value of net plan assets of the Group by each class as at the end of the reporting period are as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Cash and cash equivalents		
Savings deposit	₱370,788,970	₱370,788,970
Investments in UITF	1,844,163,098	1,844,163,098
Other receivables	661,607	661,607
	2,215,613,675	2,215,613,675
Accrued trust fee payable	(24,198)	(24,198)
	₱2,215,589,477	₱2,215,589,477

The principal assumptions used in determining pensions for the Group's plan are shown below:

	2024	2023
Discount rates	6.07% - 6.20%	6.1% - 7.3%
Salary increase rates	2.60% - 6.00%	2.0% - 5.9%

The carrying amounts disclosed above reasonably approximate fair values at each reporting period. The actual return on plan assets amounted to ₱216.86 million, ₱61.29 million and ₱28.55 million in 2024, 2023 and 2022, respectively.

The Group expects to contribute ₱142.13 million to the defined benefit plan in 2025.

Remeasurement effects attributable to the equity holders of the Parent Company follow:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Balances at beginning of year	₱478,212,200	₱229,077,716
Remeasurement gains (losses) during the year	–	249,134,484
Balances at end of year	₱478,212,200	₱478,212,200

The sensitivity analyses that follow has been determined based on reasonably possible changes of the assumption occurring as of the end of the reporting period, assuming if all other assumptions were held constant.

		Increase (Decrease)	Effect on Defined Benefit Obligation
2024	Salary increase	+1.00%	₱209,242,146
		-1.00%	(245,593,727)
	Discount rates	+1.00%	(255,451,069)
		-1.00%	221,102,772

Each year, an Asset-Liability Matching Study (ALM) is performed with the result being analyzed in terms of risk-and-return profiles. The principal technique of the Group's ALM is to ensure the expected return on assets to be sufficient to support the desired level of funding arising from the defined benefit plans.

Shown below is the maturity analysis of the undiscounted benefit payments:

	2024
Less than 1 year	₱242,486,472
More than 1 year but less than 5 years	624,098,532
From five years to less than 10 years	1,438,526,341
From 10 years to less than 15 years	2,393,553,030
From 15 years to less than 20 years	3,190,424,846
From 20 years and beyond	8,425,880,293

23. Related Party Disclosures

Parties are related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions and the parties are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

Significant Related Party Transactions

The Group, in the regular conduct of business, has receivables from (payables to) related parties arising from the normal course of operations.

- The following are the Group's transactions with its related parties:

	Amount			Receivables from (Payables to)	
	March 31	December 31	December 31	March 31	December 31
	2025	2024	2023	2025	2024
Affiliates under common control					
a. Trade and other receivables					
Sales	₱26,982,859	₱85,559,796	₱39,063,333	₱12,400,681	₱9,579,793
b. Trade and other payables					
Purchases	(1,041,236,699)	(4,203,887,488)	(3,770,492,535)	(401,964,057)	(398,612,124)
Rent and utilities	(1,114,447,818)	(5,274,226,570)	(5,417,155,033)	(166,255,362)	(434,695,958)

- a. The Group has outstanding receivables from its affiliates arising primarily from sales of merchandise inventories and royalty income for grant of use and right to operate its stores.
- b. The Group has outstanding payables to its affiliates arising from purchases of merchandise inventories for resale to its customers, which are normally paid within one (1) year, and expenses for rent and utilities relative to the Group's operations. Lease agreements normally have terms of five (5) to 20 years, with escalation clauses ranging from 5% to 10% every year. The purchases in 2022 includes land amounting to ₱3.53 billion, of which ₱2.38 billion was outstanding as of December 31, 2022 but was fully paid in 2023.

The details of compensation and benefits of key management personnel for 2024, 2023 and 2022 follow:

	2024	2023	2022
Short-term employment benefits	₱239,559,871	₱220,880,000	₱198,976,002
Post-employment benefits	48,908,108	29,522,860	42,108,436
	₱288,467,979	₱250,402,860	₱241,084,438

Terms and Conditions of Transactions with Related Parties

Outstanding balances at year-end are unsecured, interest-free and settlement occurs in cash. There have been no guarantees provided or received for any related party payables or receivables. As of March 31, 2025 and December 31, 2024, the Group did not recognize any provision for expected credit losses relating to amounts owed by related parties. This assessment is undertaken each financial year through a review of the financial position of the related party and the market in which the related party operates.

Approval requirements and limits on the amount and extent of related party transactions

Material related party transactions (MRPT) refer to any related party transaction/s, either individually, or in aggregate over a 12-month period with the same related party, amounting to 10% or higher of the Group's total consolidated assets based on its latest audited consolidated financial statements.

All individual MRPT's shall be approved by at least two-thirds (2/3) vote of the BOD, with at least a majority of the Independent Directors voting to approve the MRPT. In case that a majority of the Independent Directors' vote is not secured, the MRPT may be ratified by the vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock. Aggregate RPT transactions within a 12-month period that meets or breaches the materiality threshold shall require the same BOD approval mentioned above.

24. Income Tax

- a. Provision for income tax for three months ended March 31 follows:

	2025	2024
Current	₱369,590,807	₱359,937,645
Deferred	(111,437,132)	(103,572,971)
	₱258,153,675	₱256,364,674

- b. The components of the net deferred tax assets of the Group as of March 31, 2025 and December 31, 2024 pertain to the deferred tax effects of the following:

	March 31, 2025	December 31, 2024
Tax effects of:		
<i>Items recognized in profit or loss:</i>		
Lease liabilities	₱5,767,489,127	₱5,837,559,995
NOLCO	156,796,301	144,895,084
Unamortized past service cost	63,161,066	64,511,147
MCIT	153,573,694	92,385,173
Allowance for impairment losses	62,026,353	80,607,003
Retirement obligation-net	58,921,648	43,459,936
Others	48,816,211	75,286,841
	6,310,784,400	6,338,705,179
Right-of-use assets	(4,704,236,684)	(4,796,945,651)
	1,606,547,716	1,541,759,528
<i>Item recognized directly in other comprehensive income:</i>		
Remeasurement loss (gain) on retirement obligation	(24,706,122)	(24,706,122)
	₱1,581,841,594	₱1,517,053,406

- c. The components of the net deferred tax liabilities of the Group as of March 31, 2025 and December 31, 2024 represent deferred tax effects of the following:

	March 31, 2025	December 31, 2024
Tax effect of:		
<i>Items recognized in profit or loss:</i>		
Business combination	₱1,979,723,401	₱1,979,723,401
Asset revaluation	37,906,209	38,331,579
	2,017,629,610	2,018,054,980
<i>Item recognized directly in other comprehensive income:</i>		
Fair value adjustments on investment in an associate	61,855,913	61,855,913
	₱2,079,485,523	₱2,079,910,893

- d. The Group has the following deductible temporary differences, NOLCO and MCIT that are available for offset against future taxable income or tax payable for which deferred tax assets have not been recognized:

	December 31, 2024	December 31, 2023
Tax effects of:		
MCIT	₱4,936,913	₱4,414,124
NOLCO	9,201,171	8,109,856

- e. On September 30, 2020, the BIR issued Revenue Regulations No. 25-2020 implementing Section 4(b) of “Bayanihan to Recover As One Act” which states that the NOLCO incurred for taxable years 2020 and 2021 can be carried over and claimed as a deduction from gross income for the next five (5) consecutive taxable years immediately following the year of such loss.

RRHI, HPTD, RHIB, HEMI, RTSHPI, S50, RDSI, RDDC, SFI, RVC, SEWI and TMI have incurred NOLCO before taxable year 2020 and after 2021 which can be claimed as deduction from the regular taxable income for the next three (3) consecutive taxable years, as follows:

Inception Year	Amount	Applied	Expired	Balance	Expiry Year
2024	₱736,042,728	₱–	₱–	₱736,042,728	2027
2023	1,056,980,501	(17,024,967)	–	1,039,955,534	2026
2022	52,758,155	–	–	52,758,155	2025
	₱1,845,781,384	(₱17,024,967)	₱–	₱1,828,756,417	

RRHI, HPTD, RHIB, RDSI, RDDC, RVC, and TMI has incurred NOLCO in taxable years 2021 and 2020 which can be claimed as deduction from the regular taxable income for the next five (5) consecutive taxable years pursuant to the Bayanihan to Recover As One Act, as follows:

Inception Year	Amount	Applied	Expired	Balance	Expiry Year
2021	₱516,450,474	(₱333,900,917)	(₱4,309,975)	₱178,239,582	2026
2020	474,091,916	(392,448,563)	–	81,643,353	2025
	₱990,542,390	(₱726,349,480)	(₱4,309,975)	₱259,882,935	

- f. Details of the Group’s MCIT related to RRHI, RSC, RVC, RHIB, HPTD, RDSI, RDDC, RTSHPI, RHMI, HEMI, SEWI, SSD, S50, WHMI, VKD, and RCSI follow:

Inception Year	Amount	Applied	Expired	Balance	Expiry Year
2024	₱68,283,914	₱–	₱–	₱68,283,914	2027
2023	39,529,233	(19,620,101)	–	19,909,132	2026
2022	17,213,886	(8,084,846)	–	9,129,040	2025
2021	9,829,918	(866,594)	(8,963,324)	–	2024
	₱134,856,951	(₱28,571,541)	(₱8,963,324)	₱97,322,086	

25. Earnings Per Share

The following table presents information necessary to calculate EPS on net income attributable to equity holders of the Parent Company:

	Three Months Ended March 31 (Unaudited)	
	2025	2024
Net income attributable to equity holders of the Parent Company	₱759,784,583	₱5,081,344,185
Weighted average number of common shares	1,422,792,084	1,457,337,618
Basic and Diluted EPS	₱ 0.53	₱3.49

	March 31, 2025 (Unaudited)	March 31, 2024 (Unaudited)
No. of shares at the beginning of year	₱1,424,312,360	₱1,457,597,400
Weighted average number of shares issued during the year	—	—
Weighted average number of treasury shares	(1,520,276)	(259,782)
Weighted average number of common shares	₱1,422,792,084	₱1,457,337,618

The Parent Company has no dilutive potential common shares in 2025 and 2024.

26. Risk Management and Financial Instruments

Governance Framework

The primary objective of the Group's risk and financial management framework is to protect the Group's shareholders from events that hinder the sustainable achievement of financial performance objectives, including failing to exploit opportunities. Key management recognizes the critical importance of having efficient and effective risk management systems in place.

The BOD approves the Group's risk management policies and meets regularly to approve any commercial, regulatory and organizational requirements of such policies. These policies define the Group's identification of risk and its interpretation, limit structure to ensure the appropriate quality and diversification of assets and specify reporting requirements.

Financial Risk

The main purpose of the Group's financial instruments is to fund its operations and capital expenditures. The main risks arising from the Group's financial instruments are market risk, liquidity risk and credit risk. The Group does not actively engage in the trading of financial assets for speculative purposes nor does it write options.

Market risk

Market risk is the risk of loss to future earnings, to fair value of cash flows of a financial instrument as a result of changes in its price, in turn caused by changes in interest rates, foreign currency exchange rates equity prices and other market factors.

Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk for changes in market interest relates primarily to the Group's long-term debt obligation with a floating interest rate. The Group has minimal interest rate risk because the interest-bearing loans are short-term in nature and bear fixed interest rates.

The table below demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on floating rate borrowings):

	Increase (decrease) in basis points	Effect on profit before tax
Peso floating rate borrowing	+0.25%	(P17,850,000)
	-0.25%	17,850,000

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment.

Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's principal transactions are carried out in Philippine Peso (P) but maintain a minimal balance of foreign currency. The Group's currency risk arises mainly from foreign currency-denominated cash and cash equivalents, interest receivable, and financial assets at FVOCI which are denominated in currency other than the Group's functional currency.

The following tables demonstrate the sensitivity to a reasonably possible change in foreign exchange rates, with all variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities).

	Increase/(Decrease) in foreign exchange currency rate		Effect on income before income tax (P)	
	March 31, 2025	December 31, 2024	March 31, 2025	December 31, 2024
USD	+1.45%	+1.36%	P1,723,705	P1,371,041
	-1.45%	-1.36%	(1,723,705)	(1,371,041)

The Group used foreign exchange rate of P57.21:USD1 and P57.85:USD1 as of March 31, 2025, and December 31, 2024, respectively, in converting its dollar-denominated financial assets to peso.

The sensitivity analyses shown above are based on the assumption that the movements in US dollars will more likely be limited to the upward or downward fluctuation of 1.45% and 1.36% as of March 31, 2025 and December 31, 2024.

The forecasted movements in percentages used were sourced by management from available information in the market (i.e., BAP). These are forecasted movements in the next 12 months.

The foreign currency-denominated financial assets in original currencies and equivalents to the Group's presentation currency as of March 31, 2025 and December 31, 2024 are as follows:

	March 31, 2025		December 31, 2024	
	USD	PHP	USD	PHP
Cash and cash equivalents	\$2,083,142	P119,176,554	\$1,748,382	P101,135,157
Total	\$2,083,142	P119,176,554	\$1,748,382	P101,135,157

The effect on the Group's income before tax is computed on the carrying value of the Group's foreign currency denominated financial assets and liabilities as of March 31, 2025 and December 31, 2024. There is no impact on equity other than those already affecting income before income tax.

Foreign currency translation adjustments in NDV accounts resulted to a translation gain of ₱14.60 million and ₱1.95 million as of March 31, 2025 and 2024, respectively.

Equity price risk

The Group's equity price risk exposure at year-end relates to financial assets whose values will fluctuate as a result of changes in market prices, principally, equity securities classified as financial assets at FVOCI as of March 31, 2025 and December 31, 2024.

Quoted equity securities are subject to price risk due to changes in market values of instruments arising either from factors specific to individual instruments or their issuers or factors affecting all instruments traded in the market.

Quoted equity security consists of marketable equity security that is listed and traded on the PSE. The fair market value of the listed shares is based on the quoted market price as of March 31, 2025 and December 31, 2024.

The analyses below are performed for reasonably possible movements in the PSE Index with all other variables held constant, showing the impact on equity:

	Change in variable	Effect on equity-Other comprehensive income
March 31, 2025	+12.07%	₱3,299,365,489
	-12.07%	(3,299,365,489)
 December 31, 2024	 10.82%	 ₱2,733,509,676
	-10.82%	(2,733,509,676)

The sensitivity analyses shown above are based on the assumption that the movement in PSE composite index and other quoted equity securities will most likely be limited to an upward or downward fluctuation of 12.07% and 10.82% in as of March 31, 2025 and December 31, 2024, respectively.

For quoted securities, the Group, used as basis of these assumptions, the annual percentage change in PSE composite index.

The impact of sensitivity of equity prices on the Group's equity already excludes the impact on transactions affecting the consolidated statements of comprehensive income.

Liquidity Risk

Liquidity or funding risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments.

The Group seeks to manage its liquidity profile to be able to finance its capital expenditures and operations. The Group maintains a level of cash and cash equivalents deemed sufficient to finance operations. As part of its liquidity risk management, the Group regularly evaluates its projected and actual cash flows.

The table below shows the maturity profile of the financial instruments of the Group as of March 31, 2025 and December 31, 2024 based on the remaining period at the reporting date to their contractual maturities and are also presented based on contractual undiscounted repayment obligations.

March 31, 2025 (Unaudited)

	On Demand	One (1) year	More than One (1) year	Total
Financial Assets				
Amortized cost				
Cash and cash equivalents	P6,089,379,811	P 2,985,325,411	P—	P 9,074,705,222
Trade receivables	39,493,357	1,284,279,125	—	1,323,772,482
Nontrade receivables	—	547,653,764	—	547,653,764
Due from franchisees	—	26,220,417	—	26,220,417
Other noncurrent assets:				
Security and other deposits	—	—	2,482,736,380	2,482,736,380
Construction bonds	—	—	49,031,710	49,031,710
FVOCI	—	—	49,501,836,317	49,501,836,317
FVTPL	—	—	515,013,117	515,013,117
	P 6,128,873,168	P 4,843,478,717	P 52,548,617,524	P 63,520,969,409
Financial Liabilities				
Other financial liabilities				
Trade and other payables*	P—	P 22,578,962,143	P—	P22,578,962,143
Short-term loans payable	—	15,694,000,000	—	15,694,000,000
Long-term loan payable	—	—	7,140,000,000	7,140,000,000
Lease liabilities	—	3,345,226,423	19,724,730,083	23,069,956,506
Other current liabilities	—	465,868,452	—	465,868,452
	P—	P 42,084,057,018	P26,864,730,083	P68,948,787,101

*Excluding statutory liabilities amounting P275,391,785 and contract liabilities amounting to P259,291,289.

December 31, 2024 (Audited)

	2024			
	On Demand	Within One (1) year	More than One (1) year	Total
Financial Assets				
Amortized Cost				
Cash and cash equivalents	P9,287,486,334	P3,849,910,894	P—	P13,137,397,228
Trade and other receivables				
Trade receivables	33,068,218	3,745,629,977	—	3,778,698,195
Nontrade receivables	—	632,708,458	—	632,708,458
Due from franchisees	—	28,271,530	—	28,271,530
Other noncurrent assets				
Security and other deposits	—	—	2,449,560,330	2,449,560,330
Construction bonds	—	—	49,072,280	49,072,280
FVOCI	—	—	45,644,435,095	45,644,435,095
FVTPL	—	—	520,729,483	520,729,483
	P9,320,554,552	P8,256,520,859	P48,663,797,188	P66,240,872,599
Financial Liabilities				
Other financial liabilities				
Trade and other payables*	P—	P26,702,929,887	P—	P26,702,929,887
Short-term loans payable	—	14,714,000,000	—	14,714,000,000
Long-term loan payable	—	—	8,340,000,000	8,340,000,000
Lease liabilities	—	3,360,490,947	29,046,175,466	32,406,666,413
Other current liabilities	—	468,603,531	—	468,603,531
Future interest payable on short-term and long-term loans payable	—	728,053,171	1,256,764,931	1,984,818,102
	P—	P45,974,077,536	P38,642,940,397	P84,617,017,933

*Excluding statutory liabilities amounting to P916,787,347 and contract liabilities amounting to P281,070,462.

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

The Group's trade and other receivables are actively monitored by the Collection Services Department to avoid significant concentrations of credit risk.

The Group has adopted a no-business policy with customers lacking an appropriate credit history where credit records are available.

The Group manages the level of credit risk it accepts through a comprehensive credit risk policy setting out the assessment and determination of what constitutes credit risk for the Group. The Group's policies include the following: setting up of exposure limits by each counterparty or group of counterparties; right of offset where counterparties are both debtors and creditors; reporting of credit

risk exposures; monitoring of compliance with credit risk policy; and review of credit risk policy for pertinence and the changing environment.

The Group's maximum exposure in financial assets (excluding cash on hand amounting to ₱637.63 million and ₱955.23 million as of March 31, 2025 and December 31, 2024, respectively) are equal to their carrying amounts. This was determined based on the nature of the counterparty and the Group's experience.

Credit Quality

The Group maintains internal credit rating system. Neither past due nor impaired financial assets are graded as either "A" or "B" based on the following criteria:

- Grade A are accounts considered to be of high value. The counterparties have a very remote likelihood of default and have consistently exhibited good paying habits.
- Grade B are active accounts with minimal to regular instances of payment default, due to collection issues. These accounts are typically not impaired as the counterparties generally respond to the Group's collection efforts and update their payments accordingly.

Cash in banks and cash equivalents are short-term placements and working cash fund placed, invested or deposited in reputable foreign and local banks in the Philippines. These financial assets are classified as Grade A due to the counterparties' low probability of insolvency.

Receivables and due from franchisees are Grade A because they are from related parties, employees and accredited customers who are highly reputable, progressive and consistently pay their accounts.

Security and other deposits and construction bond are Grade A since these were paid to creditworthy third parties.

Financial assets at FVOCI is Grade A because these are securities placed in entities with good favorable credit standing.

The Group's financial assets considered as neither past due nor impaired amounting to ₱14.97 billion and ₱21.10 billion as of March 31, 2025 and December 31, 2024, respectively are all graded "A" based on the Group's assessment.

The tables below show the aging analysis of financial assets classified as amortized cost and FVOCI as of March 31, 2025 and December 31, 2024.

March 31, 2025 (Unaudited)

	Neither Past Due Nor Impaired		Past Due or	
	Grade A	Grade B	Impaired	Total
Financial Assets				
Amortized cost				
Cash and cash equivalents (excluding cash on hand)	₱ 8,437,077,391	₱—	₱—	₱ 8,437,077,391
Trade receivables	1,284,279,125	—	39,493,357	1,323,772,482
Nontrade receivables	547,653,764	—	—	547,653,764
Due from franchisees	26,220,417	—	—	26,220,417
Other noncurrent assets:				
Security and other deposits	2,482,736,380	—	—	2,482,736,380
Construction bond	49,031,710	—	—	49,031,710
Debt securities at FVOCI	2,144,168,689	—	739,335	2,144,908,024
	₱14,971,167,476	₱—	₱ 40,232,692	₱15,011,400,168

December 31, 2024 (Audited)

	2024			
	Neither Past Due Nor Impaired		Past Due or	
	Grade A	Grade B	Impaired	Total
Financial Assets				
Amortized Cost				
Cash and cash equivalents (excluding cash on hand)	₱12,182,166,515	₱—	₱—	₱12,182,166,515
Trade and other receivables				
Trade receivables	3,745,629,977	—	33,068,218	3,778,698,195
Nontrade receivables	632,708,458	—	—	632,708,458
Due from franchisees	28,271,530	—	—	28,271,530
Other noncurrent assets				
Security and other deposits	2,449,560,330	—	—	2,449,560,330
Construction bonds	49,072,280	—	—	49,072,280
Debt securities at FVOCI	2,017,375,952	—	411,256	2,017,787,208
	₱21,104,785,042	₱—	₱33,479,474	₱21,138,264,516

Impairment of Financial Assets. The Company has the following financial assets that are subject to the expected credit loss model under PFRS 9:

- Cash and cash equivalents;
- Trade receivables;
- Debt securities at FVOCI; and
- Other debt instruments carried at amortized cost

Other debt instruments carried at amortized cost include accrued interest receivables, refundable security and other deposits, advances to employees and officers and receivable from insurance. These are also subject to impairment requirements of PFRS 9, the identified impairment losses were immaterial.

Cash and Cash Equivalents and Debt Securities at FVOCI. Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The Group invests only on quoted debt securities with very low credit risk. The Group's debt instruments at FVOCI comprised solely of quoted bonds that have a minimum BBB- credit rating by S&P Global Ratings and, therefore, are considered to be low credit risk investments. The Group had recognized provision for expected credit losses on its debt instruments at FVOCI as of March 31, 2025 and December 31, 2024 (Note 11).

Trade Receivables. The Group applies the PFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The ECL on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position. The historical rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables (Note 8).

A summary of Group exposure to credit risk under general and simplified approach as of March 31, 2025 and December 31, 2024 follows:

March 31, 2025

	General Approach			Simplified Approach
	Stage 1	Stage 2	Stage 3	
Amortized cost				
Cash and cash equivalents (excluding cash on hand)	₱ 8,437,077,391	₱—	₱—	₱—
Trade receivables	—	—	—	1,323,772,482
Due from franchisees	—	—	—	26,220,417
Nontrade receivables	547,653,764	—	—	—
Security and other deposits	2,531,768,090	—	—	—
Debt securities at FVOCI	2,144,908,024	—	—	—
Total gross carrying amounts	13,661,407,269	—	—	1,349,992,899
Less allowance	3,550,055	—	—	39,493,357
	₱13,657,857,214	₱—	₱—	₱ 1,310,499,542

December 31, 2024

	2024			
	General Approach			Simplified Approach
	Stage 1	Stage 2	Stage 3	
Amortized Cost				
Cash and cash equivalents (excluding cash on hand)	₱12,182,166,515	₱—	₱—	₱—
Trade receivables	—	—	—	3,778,698,195
Due from franchisees	—	—	—	28,271,530
Nontrade receivables	632,708,458	—	—	—
Security and other deposits	2,498,632,610	—	—	—
Debt securities at FVOCI	2,017,787,208	—	—	—
Total gross carrying amounts	17,331,294,791	—	—	3,806,969,725
Less allowance	411,256	—	—	33,068,218
	₱17,330,883,535	₱—	₱—	₱3,773,901,507

As of March 31, 2025 and December 31, 2024, there were no movements between stage 1, 2 and 3.

Fair Values of Financial Assets and Liabilities

The methods and assumptions used by the Group in estimating the fair value of financial asset and other financial liabilities are:

- Due to the short-term nature of the transaction, the fair value of cash and cash equivalents and trade and other receivables approximates the carrying values at year-end.
- Security and other deposits and construction bonds were discounted using the effective interest rates at reporting date.
- Debt and equity instruments financial assets are carried at fair values. Investments in bonds and quoted equity securities are derived from quoted market prices in active markets.
- Due to the short-term nature of trade and other payables, short-term loans payable and other current liabilities, their carrying values approximate fair values.
- The fair values of the interest-bearing long-term loans payable were estimated as the present value of all future cash flows discounted using the applicable rates for similar types of loans.

As of March 31, 2025 and December 31, 2024, the Company's financial assets measured at fair value are categorized within the Level 1 fair value hierarchy.

27. Lease Commitments

Group as Lessee

The Group has lease contracts for various land and building wherein the offices, stores and warehouses are located and built. Lease terms are generally between one (1) year up to thirty (30) years. The monthly fees are based on fixed rate subject to 2%-5% escalation rate or percentage of sales, whichever is higher.

Set out below are the carrying amounts of right-of-use assets recognized and the movements for the period ended March 31, 2025 and year ended December 31, 2024 as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Beginning balance	₱19,187,782,606	₱19,913,623,871
Additions	704,781,240	4,832,509,133
Derecognition	(106,180,472)	(1,619,222,365)
Amortization of ROU assets (Note 20)	(969,436,636)	(3,939,128,033)
	₱18,816,946,738	₱19,187,782,606

Set out below are the carrying amounts of lease liabilities and the movements for the period ended March 31, 2025 and year ended December 31, 2024 as follows:

	March 31, 2025 (Unaudited)	December 31, 2024 (Audited)
Beginning balance	₱ 23,350,239,978	₱24,044,592,477
Accretion of interest expense	391,217,448	1,626,025,687
Additions	702,955,838	4,773,273,400
Derecognition	(127,649,820)	(2,004,008,163)
Lease payments	(1,246,806,938)	(5,089,643,423)
	23,069,956,506	23,350,239,978
Less current portion of lease liabilities	3,345,226,423	3,322,123,750
Noncurrent portion of lease liabilities	₱ 19,724,730,083	₱20,028,116,228

The following are the amounts recognized in profit or loss for the three months ended March 31, 2025 and year ended December 31, 2024:

	As of March 31, 2025 (Unaudited)	As of December 31, 2024 (Audited)
Amortization of ROU assets (Note 20)	₱969,436,636	₱3,939,128,033
Interest expense on lease liabilities	391,217,448	1,626,025,687
Expenses relating to short-term leases and variable lease payments, net of negative variable lease (Note 20)	942,286,503	3,609,256,482
Gain on derecognition	(21,469,348)	(384,785,798)
	₱2,281,471,239	₱8,789,624,404

Shown below is the maturity analysis of the undiscounted lease payments as of March 31, 2025 and December 31, 2024:

	As of March 31, 2025 (Unaudited)	As of December 31, 2024 (Audited)
Within one (1) year	₱ 4,299,498,858	₱3,360,490,947
After one (1) year but not more than five (5) years	14,239,667,246	15,493,658,301
More than five (5) years	10,661,638,182	13,552,517,165
	₱29,200,804,286	₱32,406,666,413

The Company's additions to ROU assets and lease liabilities are considered non-cash activities. The Company recorded gain on derecognition of lease liability amounting to ₱21.47 million and ₱129.55 million in March 2025 and 2024, respectively due to the pre-termination of leases on stores presented under "Other income (charges)" in the consolidated statements of comprehensive income.

Group as a Lessor

The Group has entered into operating leases on its building. Income from these leases is included in the “Royalty, Rent and Other Revenue” account in the consolidated statements of comprehensive income. There are no contingent rental income and expense under these operating leases both as lessee and lessor.

28. Agreements

- a) The Group has franchise agreements which mainly include providing store facilities and equipment to franchisees. Other services rendered by Uncle John’s consist of providing personnel and utilities. The lease/royalty fee is based on a certain percentage of sales of the lessee/franchisee. The related royalty income amounted to ₱23.67 million and ₱28.52 million for the three months ended March 31, 2025 and 2024, respectively.

As of March 31, 2025 and December 31, 2024, amounts due from franchisees amounted to ₱26.22 and ₱28.27 million, respectively. No provision for impairment losses on due from franchisee was recognized in 2025 and 2024 (Note 8).

- b) The Group obtained a license to use the Daiso Business Model in the Philippines that was granted to the Group by Daiso Industries Co., Ltd. (DICL) in Japan. In accordance with the license agreement, the Group agrees to pay, among others, royalties to DICL based on a certain percentage of monthly net sales.
- c) The Group is a sub-licensee of Toys R Us in the Philippines. The royalty fee is based on fixed percentage of gross monthly sales of sub-licensee. Royalty expense amounted to ₱17.33 million and ₱15.13 million for the three months ended March 31, 2025 and 2024, respectively.
- d) On April 25, 2019, Emart Inc., granted the Group, an exclusive and non-transferrable right to carry on the “NO BRAND” business in the Philippines. The Group royalty fee amounted to ₱1.41 million and ₱2.27 million for the three months ended March 31, 2025 and 2024.
- e) On January 10, 2018, Pet Lovers Centre Pte. Ltd granted the Group the right to develop its business, including its trademarks, system, manuals and image in the Philippines. Franchise fee amounted to ₱2.05 million and ₱1.96 million in 2024 and 2023, respectively. For the three months ended March 31, 2025 and 2024, franchise fee amounted to ₱0.65 million and ₱0.47 million, respectively.
- f) The management and operation of the Group’s loyalty programme has been transferred to DAVI, a related party. Loyalty programme is where retail customers accumulate points for purchases made at any participating retail outlets and partner establishments that can be redeemed against any future purchases at any participating retail outlets and partner establishments, subject to a minimum number of points obtained. With this arrangement, the Group concluded that it only acts as an agent of DAVI. As such, all revenue and expenses in relation to the loyalty points will be recognized by DAVI.

29. Changes in Liabilities Arising from Financing Activities

March 31, 2025 (Unaudited)

	January 1, 2025	Net Cash Flows	Dividend Declaration	Noncash	Others	March 31, 2025
Lease liabilities	₱23,350,239,978	(₱1,246,806,938)	₱–	₱391,217,448	₱575,306,018	₱ 23,069,956,506
Short-term loans payable	14,714,000,000	980,000,000	–	–	–	15,694,000,000
Long-term loan payable	8,261,796,306	(1,200,000,000)	–	20,645,141	–	7,082,441,447
Interest payable	50,110,890	(232,093,919)	–	(20,645,141)	389,923,615	187,295,445
Dividends payable	–	–	94,325,099	–	–	94,325,099
Total liabilities from financing activities	₱46,376,147,174	(₱1,698,900,857)	₱94,325,099	₱391,217,448	₱965,229,633	₱46,128,018,497

December 31, 2024 (Audited)

	January 1, 2024	Net Cash Flows	Dividend Declaration	Noncash	Others	December 31, 2024
Lease liabilities	₱24,044,592,477	(₱5,089,643,423)	₱–	₱1,626,025,687	₱2,769,265,237	₱23,350,239,978
Short-term loans payable	8,129,000,000	6,585,000,000	–	–	–	14,714,000,000
Long-term loan payable	13,240,161,663	(5,000,000,000)	–	21,634,643	–	8,261,796,306
Interest payable	207,341,758	(1,633,997,709)	–	(21,634,643)	1,498,401,484	50,110,890
Dividends payable	–	(3,595,928,060)	3,595,928,060	–	–	–
Total liabilities from financing activities	₱45,621,095,898	(₱8,734,569,192)	₱3,595,928,060	₱1,626,025,687	₱4,267,666,721	₱46,376,147,174

As of March 31, 2025 and December 31, 2024, noncash include accretion of interest expense on lease liabilities and loans payable amounting to ₱0.74 billion and ₱3.12 billion, respectively.

As of March 31, 2025 and December 31, 2024, “Others” include new leases and derecognition of lease liabilities (Note 27).

30. Contingencies

The Group has various contingent liabilities from legal cases arising from the ordinary course of business which are either pending decision by courts or are currently being contested by the Group, the outcome of which are not presently determinable.

In the opinion of the management and its legal counsel, the eventual liability under these lawsuits or claims, if any, will not have material adverse effect in the Group’s financial position and results of operations.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES
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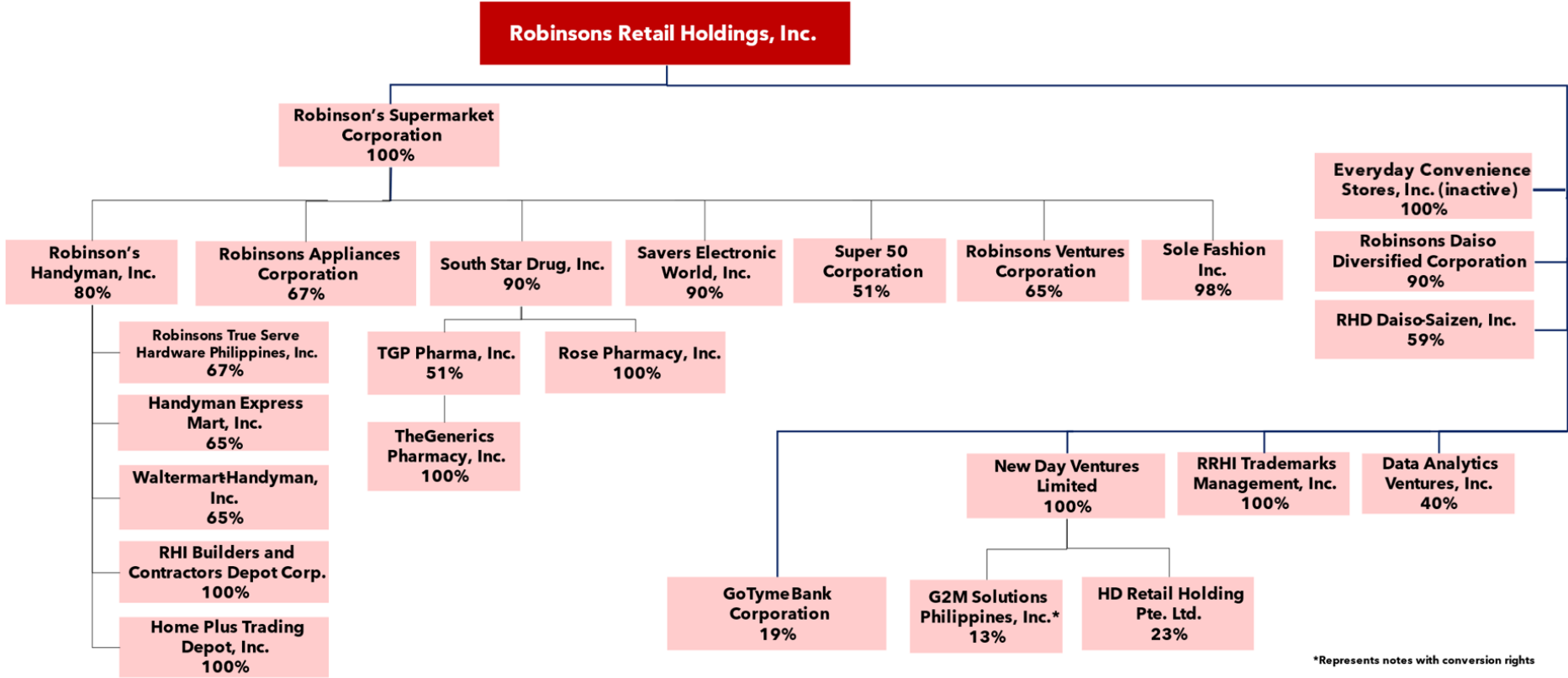
ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES

MAP OF THE RELATIONSHIPS OF THE COMPANIES WITHIN THE GROUP

March 31, 2025

Group Structure

Below is a map showing the relationship between and among the Group and its ultimate parent company, subsidiaries, and associates as of March 31, 2025:



ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE A: FINANCIAL ASSETS**

March 31, 2025

Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the balance sheet	Value based on market quotation at end of reporting period	Income received and accrued
Debt and Equity Securities				
Various bonds	₱2,201,422,641	₱2,659,921,141	₱2,659,921,141	₱22,153,693
Investment in equity shares	34,701,730,450	47,356,928,293	47,356,928,293	29,554,611
	₱36,903,153,091	₱50,016,849,434	₱50,016,849,434	₱51,708,304

See Note 11 of the Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES

**SCHEDULE B: AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES AND
PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)**

March 31, 2025

Name and Designation of debtor	Balance at beginning of period	Additions	Amounts collected	Amounts written off	Current	Not current	Balance at end of period
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NOT APPLICABLE

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE C: AMOUNTS RECEIVABLE/PAYABLE FROM/TO RELATED PARTIES WHICH ARE ELIMINATED
DURING THE CONSOLIDATION OF FINANCIAL STATEMENTS****March 31, 2025**

Entity with Receivable Balance	Balance at Beginning of Period	Net Movement	Write-offs	Current	Noncurrent	Balance at end of period
Robinsons Retail Holdings, Inc.	₱21,578,000	₱—	₱—	₱21,578,000	₱—	₱21,578,000
Robinson's Supermarket Corporation	427,670,862	(143,907,250)	—	283,763,612	—	283,763,612
Robinsons Handyman, Inc.	(60,631,335)	103,777,254	—	43,145,919	—	43,145,919
RHD Daiso - Saizen, Inc.	447,990,565	—	—	447,990,565	—	447,990,565
	₱836,608,092	(₱40,129,996)	₱—	₱796,478,096	₱—	₱796,478,096

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE D: LONG TERM DEBT****March 31, 2025**

Title of issue and type of obligation	Amount authorized by indenture	Interest rates	Current portion	Noncurrent portion
RRHI -Unsecured PHP term loan	₱2,300,000,000	6.75%	₱—	₱2,300,000,000
RSC - Unsecured PHP term loan	4,840,000,000	6.75%	—	4,840,000,000
	₱7,140,000,000		₱—	₱7,140,000,000

See Note 17 of the Consolidated Financial Statements.

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE E: INDEBTEDNESS TO RELATED PARTIES****March 31, 2025**

Name of related party	Balance at beginning of period	Balance at end of period
Universal Robina Corporation	₱396,332,095	₱391,660,790
Robinsons Land Corporation	425,116,165	153,854,681
JG Summit Holdings, Inc.	2,280,029	10,303,268
	₱823,728,289	₱555,818,739

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES

SCHEDULE F: GUARANTEES OF SECURITIES OF OTHER ISSUERS

March 31, 2025

Name of issuing entity of securities guaranteed by the company for which this statement is filed	Title of issue of each class of securities guaranteed	Total amount guaranteed and outstanding	Amount of owned by person for which statement is filed	Nature of guarantee
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NOT APPLICABLE

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE G: CAPITAL STOCK**

March 31, 2025

Title of issue	Number of shares authorized	Number of shares issued and outstanding as shown under related balance sheet caption	Number of shares reserved for options, warrants, conversion and other rights	Number of shares held by		
				Related parties	Directors, officers and employees	Others
Common stock - ₱1 par value	2,000,000,000	1,418,785,145	—	491,299,997	125,952,124	801,533,024
	2,000,000,000	1,418,785,145	—	491,299,997	125,952,124	801,533,024

See Note 18 of the Consolidated Financial Statements

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS****As of March 31, 2025 and December 31, 2024**

Financial Soundness Indicator	As of March 31, 2025	As of December 31, 2024
i. Liquidity ratio:		
Current ratio	1.07	1.09
ii. Profitability ratio:		
Gross profit margin ¹	0.24	0.24
Return on assets ¹	0.04	0.07
Return on equity ¹	0.07	0.13
iii. Stability ratio:		
Solvency ratio	0.19	0.23
Debt to equity ratio	0.75	0.84
Asset to equity ratio	1.75	1.84
Interest rate coverage ratio ¹	3.15	3.12

¹See attached reporting computation, 12 months trailing

ROBINSONS RETAIL HOLDINGS, INC. AND SUBSIDIARIES**SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS****As of March 31, 2025 and December 31, 2024**

	As of March 31, 2025	As of December 31, 2024
Current assets	₱45,989,679,961	₱50,788,764,394
Current liabilities	42,802,587,708	46,496,932,275
Current ratio	1.07	1.09
Gross profit ¹	48,787,500,128	47,652,402,908
Net sales ¹	201,096,902,093	199,166,903,237
Gross profit margin	0.24	0.24
After tax net profit ¹	6,600,083,116	10,917,720,452
Depreciation and amortization ¹	7,249,680,567	7,246,279,847
	13,849,763,683	18,164,000,299
Total liabilities	72,189,971,382	77,344,712,842
Solvency ratio	0.19	0.23
Total liabilities	72,189,971,382	77,344,712,842
Total equity	96,731,419,090	92,606,426,597
Debt to equity ratio	0.75	0.84
Total assets	168,921,390,472	169,951,139,439
Total equity	96,731,419,090	92,606,426,597
Asset to equity ratio	1.75	1.84
Earnings before interest and taxes ¹	9,788,172,380	9,736,864,554
Interest expense ¹	3,111,949,634	3,124,427,171
Interest rate coverage ratio	3.15	3.12
Net income ¹	6,600,083,116	10,917,720,456
Average total assets	165,023,230,209	162,487,027,690
Return on assets	0.04	0.07
Net income ¹	6,600,083,116	10,917,720,456
Average total equity	93,116,066,055	85,992,159,320
Return on equity	0.07	0.13

¹ 12 months trailing