

# COVER SHEET

## for FINANCIAL STATEMENTS

SEC Registration Number

C S 2 0 0 3 1 9 1 3 8

**COMPANY NAME**ALLIANCE SELECT FOODS INTERNATIONAL,  
INC. AND SUBSIDIARIES (A Subsidiary  
of Strongoak Inc.)**PRINCIPAL OFFICE** (No./Street/Barangay/City/Town/Province)Suite 3104A, West Tower, Philippine  
Stock Exchange Centre, Exchange Road  
, Ortigas Avenue, Pasig City

Form Type

I 7 - Q

Department requiring the report

Secondary License Type, If Applicable

N / A

**COMPANY INFORMATION**

Company's Email Address

info@allianceselectfoods.com

Company's Telephone Number/s

632 7747-3798

Mobile Number

-

No. of Stockholders

238

Annual Meeting (Month / Day)

June 15

Fiscal Year (Month / Day)

December 31

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

Name of Contact Person

Mr. Raymond K.H. See

Email Address

info@allianceselectfoods.com

Telephone Number/s

632 7747-3798

Mobile Number

-

**CONTACT PERSON'S ADDRESS**

Suite 3104A, West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Avenue, Pasig 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 shall not excuse the corporation from liability for its deficiencies.

**ALLIANCE SELECT FOODS INTERNATIONAL, INC.  
AND ITS SUBSIDIARIES**

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(Company's Full Name)

**Suite 3104A West Tower PSEC Exchange Rd.  
Ortigas Center Pasig City**

---

(Company's Address)

**632 7747-3798**

---

(Telephone Number)

**December 31**

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(Calendar Year Ending)  
(month & day)

**SEC FORM 17-Q**

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(Form Type)

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(Amendment Designation if applicable)

**For the Quarter Ended June 30, 2020**

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(Period Ended Date)

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(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

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

1. For the quarterly period ended June 30, 2020
2. Commission identification number CS200319138
3. BIR Tax Identification No. 227-409-243-000
4. Exact name of issuer as specified in its charter Alliance Select Foods International, Inc.
5. Pasig City, Philippines  
Province, country or other jurisdiction of incorporation or organization
6. Industry Classification Code:  (SEC Use Only)
7. Suite 3104A West Tower PSEC Exchange Rd. Ortigas Center Pasig City 1605  
Address of issuer's principal office Postal Code
8. 632 7747 - 3798  
Issuer's telephone number, including area code
9. Not Applicable  
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

<u>Title of each Class</u>	<u>Number of shares of common stock outstanding and amount of debt outstanding</u>
<b>Common shares, P0.50 par value</b>	<b>2,499,712,463 shares</b>

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

Yes [ / ] No [ ]

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

**The Phil. Stock Exchange - Common shares**

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 II - FINANCIAL INFORMATION

### Item 1. Financial Statements

The unaudited financial statements of Alliance Select Foods International, Inc. (the “Company” or “Parent Company”) and its Subsidiaries (collectively referred to as the “Group”) as at and for the six months ended June 30, 2020 (with comparative figures as at December 31, 2019 and for the period ended June 30, 2019) and Selected Notes to the Consolidated Financial Statements are hereto attached as Annex “A”.

The unaudited financial statements of the Group are presented in US\$, the currency of the primary economic environment in which the Group operates.

### Item 2. Management’s discussion and analysis of financial condition and results

The following discussion should be read in conjunction with the attached unaudited financial statements of the Group as at and for the six months ended June 30, 2020, with comparative figures as at December 31, 2019 and for the period ended June 30, 2019, as appropriate.

The table below shows the comparisons of key operating results for the six-month period ended June 30, 2020 versus the same period in 2019.

In USD'000	For the Six Months Ended June 30	
	2020	2019
<b>Revenue – net</b>	<b>\$34,730</b>	<b>\$43,095</b>
Gross Profit	3,058	5,268
<b>Gross Profit Margin</b>	<b>9%</b>	<b>12%</b>
Selling and Administrative Expenses	2,806	3,890
Other Income (Charges) - Net	172	(146)
Finance Costs	541	1,061
<b>Income (Loss) Before Tax</b>	<b>(117)</b>	<b>171</b>
Income Tax Expense	145	153
<b>Income (Loss) for the Period</b>	<b>(261)</b>	<b>18</b>
Attributable to:		
Equity holders of the parent	(\$213)	\$7
Non-controlling interest	(48)	11
	<b>(\$261)</b>	<b>\$18</b>

\* numbers may not add up due to rounding

### Results of operations

#### Six months ended June 30, 2020 versus June 30, 2019

The Group’s consolidated net revenues of \$34.7 million for the first half of 2020 was 19% lower than the revenues of \$43.0 million in the same reporting period last year. Revenues from 2019 included sales from Spence.

The first half of 2020 registered a gross profit of \$3.1 million, with GP rate of 9% versus 12% in the previous year.

Excluding Spence, selling and administrative expenses is flat versus the same reporting period last year.

Finance cost significantly decreased by 49% due to lower average loan balance for working capital and lower borrowing rates.

### Financial Position

As at June 30, 2020 versus December 31, 2019

The Group's trade and other receivables balance grew by 6% of which majority are current and collectible within 30 days.

The drop in deposits mainly for raw materials by 22% caused the decline in period end balance for other current assets.

### KEY PERFORMANCE INDICATORS

The Group uses the following key performance indicators in order to assess the Group's financial performance from period to period. Analyses are employed by comparisons and measurements based on the financial data on the periods indicated below:

Liquidity and Solvency	June 30, 2020	December 31, 2019
Current ratio	1.26	1.28
Debt to equity ratio	1.19	1.17

For the Six Months Ended June 30

Profitability	2020	2019
Revenue growth rate	-19%	-10%
Net profit margin	-0.61%	0.02%
Return on average stockholders' equity	-0.64%	0.02%

The following defines each ratio:

- Liquidity ratio (expressed in proportion) = current assets / current liabilities
- Debt to equity ratio (expressed in proportion) = total liabilities / total stockholders' equity
- Revenue growth rate (expressed in percentage) = (current year's revenue – previous year's revenue) / previous year's revenue
- Net profit margin (expressed in percentage) = net income attributable to equity holders of parent / net revenues
- Return on average stockholders' equity (expressed in percentage) = net income attributable to equity holders of the parent / average stockholders' equity


**PART II - OTHER INFORMATION**


All current disclosures were already reported under SEC Form 17-C.

**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.

**ALLIANCE SELECT FOODS INTERNATIONAL, INC.**

  
 MA. CRISTINA C. VILLARUZ  
 Group Comptroller

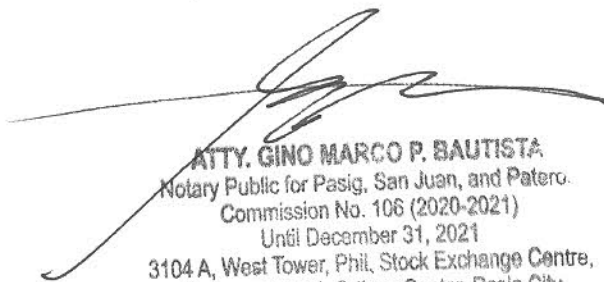
  
 LISA ANGELA Y. DEJADINA  
 Senior Vice President for Group Operations

SUBSCRIBED AND SWORN to before me this 13 AUG 2020 at PASIG CITY affiants exhibiting to me their government issued identification cards, as follows:

NAMES	GOV'T. ISSUED ID NO.	DATE OF ISSUE	PLACE OF ISSUE	EXPIRATION
Ma. Cristina C. Villaruz	Passport-P3443139A	06-21-2017	DFA, General Santos	06-20-2022
Lisa Angela Y. Dejadina	Passport-P1427002A	12-30-2016	DFA, NCR East	12-29-2021

Doc. No. 469  
 Page No. 95  
 Book No. I  
 Series of 2020



  
 ATTY. GINO MARCO P. BAUTISTA  
 Notary Public for Pasig, San Juan, and Pateros.  
 Commission No. 106 (2020-2021)  
 Until December 31, 2021  
 3104 A, West Tower, Phil. Stock Exchange Centre,  
 Exchange Road, Ortigas Center, Pasig City  
 PTR No. 6533463/1-17-2020/Pasig City  
 IBP No. 097330/12-12-2019/Cuezon City  
 Roll of Attorneys No. 58507  
 MCLE Compliance No. VI-0025935; 4-29-2019

**ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES**  
(A Subsidiary of Strongoak Inc.)

**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

	Notes	June 30, 2020	December 31, 2019
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	5	\$2,885,106	\$1,871,461
Trade and other receivables	6	12,866,897	12,113,532
Inventories	7	12,917,488	12,659,074
Other current assets	8	7,809,383	10,141,102
Total Current Assets		<b>\$36,478,874</b>	36,785,169
<b>Noncurrent Assets</b>			
PPE and ROU		20,747,376	20,299,205
Goodwill	4	2,050,639	2,050,639
Deferred tax assets		7,761,615	7,888,015
Other noncurrent assets		871,275	784,984
Total Noncurrent Assets		<b>31,430,905</b>	31,022,843
		<b>\$67,909,779</b>	\$67,808,012
<b>LIABILITIES AND EQUITY</b>			
<b>Current Liabilities</b>			
Trade and other payables	9	\$9,990,437	\$6,182,702
Loans payable	10	18,879,035	22,343,674
Current portion of lease liabilities		154,824	159,766
Income tax payable		3,174	23,170
Total Current Liabilities		<b>29,027,470</b>	28,709,312
<b>Noncurrent Liabilities</b>			
Due to related parties		2,000,000	2,000,000
Loans payable - net of current portion	10	1,594,289	1,594,343
Lease liabilities - net of current portion		3,905,100	3,899,914
Net retirement benefits obligation		322,246	287,475
Deferred tax liabilities		17,276	17,208
Total Noncurrent Liabilities		<b>7,838,911</b>	7,798,940
Total Liabilities		<b>36,866,381</b>	36,508,252
<b>Equity</b>			
Capital stock	11	26,823,389	26,823,389
Additional paid-in capital (APIC)		1,486,546	1,486,546
Retained earnings		3,989,704	4,202,949
Other comprehensive income		1,044,582	1,028,315
		<b>33,344,221</b>	33,541,199
Treasury shares		(5,774)	(5,774)
Equity attributable to equity holders of the Parent Company		<b>33,338,447</b>	33,535,425
Non-controlling interests		(2,295,049)	(2,235,665)
Total Equity		<b>31,043,398</b>	31,299,760
		<b>\$67,909,779</b>	\$67,808,012

See accompanying Notes to Consolidated Financial Statements.

**ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES**  
**(A Subsidiary of Strongoak Inc.)**

**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

	For the Quarter Ended		For the Six Months Ended	
	2020	2019	2020	2019
NET SALES	\$18,788,732	\$23,498,152	\$34,729,576	\$43,094,694
COST OF GOODS SOLD	(17,514,700)	(20,948,485)	(31,671,212)	(37,826,194)
GROSS PROFIT	1,274,032	2,549,667	3,058,364	5,268,500
SELLING AND ADMINISTRATIVE EXPENSES	(1,436,116)	(1,929,010)	(2,806,410)	(3,889,675)
INTEREST EXPENSE	(270,672)	(509,663)	(540,743)	(1,061,402)
OTHER INCOME (CHARGES) - Net	195,179	(46,616)	172,233	(146,501)
INCOME BEFORE INCOME TAX	(237,577)	64,378	(116,556)	170,922
INCOME TAX EXPENSE	36,408	56,605	144,798	153,119
NET INCOME	(273,985)	5,773	(261,354)	17,803
<b>OTHER COMPREHENSIVE INCOME</b>				
<i>Items that will be reclassified subsequently to profit or loss</i>				
Exchange differences on translation of foreign operations	129,983	49,835	16,267	88,224
<b>TOTAL COMPREHENSIVE INCOME (LOSS)</b>	<b>(\$144,002)</b>	<b>\$55,608</b>	<b>(\$245,087)</b>	<b>\$106,027</b>
<b>NET INCOME (LOSS) ATTRIBUTABLE TO:</b>				
Equity holders of the Parent Company	(\$240,235)	\$14,427	(\$213,245)	\$7,269
Noncontrolling interests	(33,750)	(8,654)	(48,109)	10,534
	(\$273,985)	\$5,773	(\$261,354)	\$17,803
<b>TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:</b>				
Equity holders of the Parent Company	(\$133,168)	\$67,518	(\$185,703)	\$94,657
Noncontrolling interests	(10,834)	(11,910)	(59,384)	11,370
	(\$144,002)	\$55,608	(\$245,087)	\$106,027
<b>EARNINGS (LOSS) PER SHARE</b>				
Basic and diluted earnings per share	12	(\$0.00010)	\$0.00001	(\$0.00009)
			(\$0.00009)	\$0.00000

*See accompanying Notes to Consolidated Financial Statements.*



**ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES**  
(A Subsidiary of Strongoak Inc.)

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**

	Note	June 30, 2020	December 31, 2019	June 30, 2019	December 31, 2018
<b>EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY</b>					
<b>Capital Stock</b>					
	11				
Balance at beginning of year		\$26,823,389	\$26,823,389	\$26,823,389	\$53,646,778
Effect of equity restructuring		—	—	—	(26,823,389)
Balance at end of period		<u>26,823,389</u>	<u>26,823,389</u>	<u>26,823,389</u>	<u>26,823,389</u>
<b>Additional Paid-in Capital (APIC)</b>					
Balance at beginning of year		1,486,546	1,486,546	1,486,546	6,662,001
Effect of equity restructuring		—	—	—	26,823,389
Application of APIC to Deficit		—	—	—	(31,998,844)
Balance at end of period		<u>1,486,546</u>	<u>1,486,546</u>	<u>1,486,546</u>	<u>1,486,546</u>
<b>Other Comprehensive Income</b>					
<i>Cumulative Remeasurement on Retirement Obligation</i>					
Balance at beginning of year		87,276	87,276	87,276	55,190
Remeasurement gain on retirement		—	—	—	32,086
Balance at end of period		<u>87,276</u>	<u>87,276</u>	<u>87,276</u>	<u>87,276</u>
<i>Revaluation Reserves</i>					
Balance at beginning and end of period		275	275	275	275
<i>Cumulative Translation Adjustment</i>					
Balance at beginning of year		940,764	872,656	872,656	877,684
Exchange differences on foreign currency translation		16,267	68,108	88,224	(5,028)
Balance at end of period		<u>957,031</u>	<u>940,764</u>	<u>960,880</u>	<u>872,656</u>
Total balance at end of year of other comprehensive income		<u>1,044,582</u>	<u>1,028,315</u>	<u>1,048,431</u>	<u>960,207</u>
<b>Retained Earnings (Deficit)</b>					
Balance at beginning of year		4,202,949	9,291,312	9,291,312	(25,231,797)
Effect of adoption of PFRS 16, net of tax effect		—	(3,843)	—	—
Application of APIC to Deficit		—	—	—	31,998,844
Net income (loss)		(213,245)	(5,084,520)	7,269	2,524,265
Balance at end of period		<u>3,989,704</u>	<u>4,202,949</u>	<u>9,298,581</u>	<u>9,291,312</u>
<b>Treasury Shares</b>		<u>(5,774)</u>	<u>(5,774)</u>	<u>(5,774)</u>	<u>(5,774)</u>
<b>NON-CONTROLLING INTERESTS</b>					
Balance at beginning of year		(2,235,665)	(2,264,941)	(2,264,941)	(2,315,859)
Total comprehensive income attributable to non-controlling interests		(59,384)	29,276	11,370	50,918
Balance at end of period		<u>(2,295,049)</u>	<u>(2,235,665)</u>	<u>(2,253,571)</u>	<u>(2,264,941)</u>
		<u>\$31,043,398</u>	<u>\$31,299,760</u>	<u>\$36,397,602</u>	<u>\$36,290,739</u>

See accompanying Notes to Consolidated Financial Statements.

**ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES**  
**(A Subsidiary of Strongoak Inc.)**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Six Months Ended June 30	
	2020	2019
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Income before income tax	(\$116,556)	\$170,922
Adjustments for:		
Interest expense	540,743	1,061,402
Depreciation and amortization	486,655	520,269
Gain on asset disposal	(236,843)	-
Foreign exchange loss (gain)	14,267	(297,929)
Retirement benefit	44,053	43,381
Interest income	(3,206)	(53,239)
Operating income before working capital changes	729,113	1,444,806
Decrease (increase) in:		
Trade and other receivables	(764,195)	(2,714,735)
Inventories	(261,403)	(3,789,952)
Other current assets	2,318,507	(370,923)
Other noncurrent assets	(84,622)	(81,906)
Increase (decrease) in trade and other payables	3,764,804	(521,586)
Net cash from operations	5,702,204	(6,034,296)
Income tax paid	(25,572)	(256,029)
Interest received	3,206	53,239
Net cash flow in operating activities	5,679,838	(6,237,086)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Additions to property, plant and equipment	(958,620)	(437,032)
Proceeds from asset disposal	236,843	-
Net cash flow in investing activities	(721,777)	(437,032)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Net loan availments (payments)	(3,432,465)	4,795,045
Payments of interest	(540,743)	(1,009,503)
Increase in due to a related party	-	367
Net cash flow in financing activities	(3,973,208)	3,785,909
<b>EFFECTS OF FOREIGN EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS</b>		
	28,792	79,131
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>1,013,645</b>	<b>(2,809,078)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE QUARTER</b>	<b>1,871,461</b>	<b>7,012,332</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE QUARTER</b>	<b>\$2,885,106</b>	<b>\$4,203,254</b>

*See accompanying Notes to Consolidated Financial Statements*

**ALLIANCE SELECT FOODS INTERNATIONAL, INC. AND SUBSIDIARIES**  
**(A Subsidiary of Strongoak Inc.)**

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**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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**1. Corporate Information**

**General Information**

Alliance Select Foods International, Inc. (ASFII or the “Parent Company”), a public corporation under Section 17.2 of the Securities Regulation Code (SRC), was incorporated in the Philippines and registered with the Securities and Exchange Commission (SEC) on September 1, 2003. The Parent Company is primarily engaged in the business of manufacturing, canning, importing and exporting of food products such as marine, aquaculture and other processed seafoods. Its shares are listed in the Philippine Stock Exchange (PSE) since November 8, 2006.

Strongoak Inc. (Strongoak), the immediate parent of ASFII, owns 55.32% of ASFII. Strongoak is a domestic company engaged in investment activities.

In August 2018, the Parent Company notified the SEC for the change in its registered office address and principal place of business to Suite 3104A, West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Avenue, Pasig City. The Parent Company has a plant located in General Santos City, Philippines.

**Subsidiaries**

The consolidated financial statements include the accounts of ASFII and the following subsidiaries (collectively referred herein as the “Group”) as at June 30, 2020 and December 31, 2019:

Name of Subsidiary	% of Ownership		Nature of Business	Principal Place of Business
	2020	2019		
Big Glory Bay Salmon and Seafood Company, Inc. (BGB)	100	100	Salmon and other seafoods processing	Philippines
PT International Alliance Food Indonesia (PT IAFI)*	99.98	99.98	Export trading	Indonesia
Alliance MHI Properties, Inc. (AMHI)	98.89	98.89	Leasing	Philippines
Akaroa Salmon (NZ) Ltd. (Akaroa)	80	80	Salmon farming and processing	New Zealand
PT Van De Zee (PT VDZ)	49	49	Fishing	Indonesia

*BGB.* BGB has plant facilities that are located in Barrio Tambler, General Santos City.

*PT IAFI and PT VDZ.* PT IAFI was established under the Indonesian Foreign Capital Investment Law. In October 2019, the plant and machinery of PT IAFI was sold to an Indonesian entity.

PT IAFI owns 49% of PT VDZ, a fishing company. PT VDZ ceased operations in 2016.

*Akaroa.* Akaroa holds 25% stake in Salmon Smolt NZ Ltd. (SSNZ), an entity operating a modern hatchery, which quarantines and consistently supplies high quality smolts (juvenile salmon) for Akaroa’s farm.

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## 2. Basis of Preparation and Statement of Compliance

### Basis of Preparation

The consolidated financial statements have been prepared on a going concern basis and in accordance with Philippine Financial Reporting Standards (PFRS). This financial reporting framework includes all applicable PFRS, Philippine Accounting Standards (PAS), and Philippine Interpretations from the International Financial Reporting Interpretations Committee (IFRIC) and adopted by the SEC.

The consolidated financial statements comprise the consolidated statements of financial position, consolidated statements of comprehensive income, consolidated statements of changes in equity, consolidated statements of cash flows, and notes thereto. Income and expenses, excluding the components of other comprehensive income, are recognized in the statements of comprehensive income. Reclassification adjustments are amounts reclassified to profit or loss in the current period that were recognized in other comprehensive income in the current or previous periods. Transactions with the owners of the Group in their capacity as owners are recognized in the consolidated statements of changes in equity.

### Basis of Consolidation

The interim consolidated financial statements comprise the financial statements of the Parent Company and all of its subsidiaries. As of June 30, 2020, there were no changes in the Parent Company's ownership interests in its subsidiaries.

*Subsidiaries.* Subsidiaries are entities in which the Group has control. The Group controls a subsidiary if it is exposed or has rights to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. Control is generally accompanied by a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are substantive are considered when assessing whether the Group controls an entity. The Group reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date when the Group obtains control and continue to be consolidated until the date when such control ceases. The results of operations of the subsidiaries acquired or disposed are included in the consolidated statement of comprehensive income from the date of acquisition or up to the date of disposal, as appropriate.

The financial statements of the subsidiaries are prepared using the same reporting period of the Parent Company. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Intercompany balances and transactions, including intercompany profits and unrealized profits and losses, are eliminated in full.

A change in ownership interest of a subsidiary, without a change in control, is accounted for as an equity transaction. Upon the loss of control, the Group derecognizes the assets (including goodwill) and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Gain or loss arising from the loss of control is recognized in profit or loss. If the Group retains interest in the previous subsidiary, then such interest is measured at fair value at the date control is lost. Subsequently, it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of interest retained.

*Non-controlling Interests.* Non-controlling interests represent the portion of profit or loss and net assets not held by the Group, presented within equity in the consolidated statement of financial position, separately from equity attributable to equity holders of the Parent Company.

Non-controlling interests represent the interests of minority shareholders of PT IAFI, PT VDZ, Akaroa and AMHI.

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### 3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in an outcome that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

While the Group believes that the assumptions are reasonable and appropriate, significant differences in the actual experience or significant changes in the assumptions may materially affect the estimated amounts. Actual results could differ from such estimates. In particular, the COVID-19 pandemic and the resulting adverse effects to the global economic conditions, as well as to the Group's operations, may impact future estimates including, but not limited to, the allowance for ECL, valuation of inventories, fair value measurements, impairment of nonfinancial assets, recognition of deferred tax assets, actuarial gains or losses on retirement benefits obligation and discount rate assumptions.

The judgments, estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period when the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

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### 4. Goodwill

Goodwill resulted when the Parent Company acquired 80% ownership of Akaroa in 2012. The acquisition enables the Group to stabilize its supply of salmon.

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### 5. Cash and Cash Equivalents

This account consists of cash on hand, cash in banks, and cash equivalents.

Cash in banks earn interest at prevailing bank deposit rates.

Cash equivalents pertain to cash placement with a bank for varying periods of up to three months depending on the immediate cash requirements of the Group.

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**6. Trade and Other Receivables**

This account consists of:

	2020	2019
Trade receivables	\$11,355,142	\$10,612,564
Others	3,517,473	3,539,220
	<b>14,872,615</b>	14,151,784
Less allowance for impairment losses	<b>2,005,718</b>	2,038,252
	<b>\$12,866,897</b>	\$12,113,532

Trade receivables are generated from the sale of inventories and are generally collectible within 30 to 60 days.

Other receivables include claims for refunds from government agencies and claims from insurance, suppliers and other parties.

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**7. Inventories**

This account consists of:

	2020	2019
Finished goods	\$8,162,913	\$9,696,307
Raw materials	5,387,447	3,680,096
Parts and supplies	271,652	311,001
Allowance for impairment loss	<b>(904,524)</b>	(1,028,330)
	<b>\$12,917,488</b>	\$12,659,074

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**8. Other Current Assets**

This account consists of:

	2020	2019
Advances to suppliers	\$6,732,984	\$9,094,833
Input VAT	794,522	667,357
Other prepayments	281,877	378,912
	<b>\$7,809,383</b>	\$10,141,102

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**9. Trade and Other Payables**

This account consists of trade payables, accrued expenses, customers' deposit and statutory payables.

Trade payables are noninterest-bearing and are generally settled within 30 days.

Accrued expenses include accruals for salaries and wages, professional fees, interest, freight, business development expenses, security services, commission and customers' claims. Accrued expenses are usually settled in the following month.

Statutory payable includes amounts payable to government agencies such as SSS, Philhealth and Pag-IBIG and are normally settled in the following month.

## 10. Loans Payable

Loans payable include borrowings from local banks and investment banks.

Loans from local banks represent availments of revolving facilities, export packing credit, export bills purchase, import letters of credit and trust receipts, with term ranging from 3 to 9 months.

Long-term loans are from local banks, which are denominated in dollar and peso, bearing annual interest rate ranging from 6.50% to 9.59%.

## 11. Equity

### Capital Stock

Details of the Company's capital stock as at June 30, 2020 and December 31, 2019 are as follows:

	2020		2019	
	Shares	Amount	Shares	Amount
<b>Authorized</b>				
Ordinary shares at ₱0.5 and ₱1 par value				
Balance at beginning and end of period	<b>3,000,000,000</b>	<b>₱1,500,000,000</b>	3,000,000,000	₱1,500,000,000
<b>Issued and Outstanding</b>				
Total issued and fully paid	<b>2,500,000,000</b>	<b>26,823,389</b>	2,500,000,000	26,823,389
<b>Treasury Stock</b>	<b>(287,537)</b>	<b>(5,774)</b>	<b>(287,537)</b>	<b>(5,774)</b>
Balance at beginning and end of period	<b>2,499,712,463</b>	<b>\$26,817,615</b>	2,499,712,463	\$26,817,615

## 12. Income (Loss) Per Share

The calculation of the basic and diluted income (loss) per share is based on the following data:

	2020	2019
Net income (loss) attributable to Parent Company	<b>(\$213,245)</b>	\$7,269
Weighted average number of ordinary shares outstanding	<b>2,499,712,463</b>	2,499,712,463
	<b>(\$0.00009)</b>	\$0.00000

The weighted average number of shares refers to shares in circulation during the period that is after the effect of treasury shares.

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### 13. Significant Agreements

#### Supply Agreement

The Parent Company entered into an exclusive supply agreement with a customer to provide specified products for duration of five years starting 2018, renewable upon mutual agreement by both parties.

#### Operating Lease Agreements

A number of operating lease agreements were entered into by the Group. Operating lease payments are recognized as an expense in profit or loss on a straight-line basis over the lease term. Operating lease receipts are recognized as an income in profit or loss on a straight-line basis over the lease term.

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### 14. Financial Risk Management Objectives and Policies

The Group's principal financial instruments comprise mainly of cash and cash equivalents, trade and other receivables, trade and other payables (excluding statutory payable and customers' deposit), loans payable, due to related parties and refundable lease deposits. The main purpose of these financial instruments is to finance the Group's operations.

The Group's is exposed to credit risk, market risk and liquidity risk. The Group's BOD and management review and approve the policies for managing each of the risks summarized below.

#### Credit Risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

The gross maximum exposure of the Group to credit risk before taking into consideration collateral and other credit enhancements amounted to \$17.8 million and \$16.0 million as of June 30, 2020 and December 31, 2019, respectively.

*Risk Management.* Credit risk is managed on a group basis. The Group deals only with reputable banks and customers to limit this risk. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, the Group assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the management. The compliance with credit limits by customers is regularly monitored by management.

As at June 30, 2020 and December 31, 2019, the carrying amounts of financial assets that are neither past due nor impaired amounted to \$11.9 million and \$11.5 million, respectively, and are rated as High Grade. The credit quality of the financial assets is managed by the Group using the internal credit quality ratings as follows:

*High Grade.* Pertains to counterparty who is not expected by the Group to default in settling its obligations, thus credit risk exposure is minimal. This normally includes large prime financial institutions and companies. Credit quality was determined based on the credit standing of the counterparty.



*Standard Grade.* Other financial assets not belonging to high grade financial assets are included in this category.

*Substandard Grade.* Substandard grade financial assets are those which are considered worthless. These are accounts which have the probability of impairment based on historical trend.

As at June 30, 2020 and December 31, 2019, the aging analysis of the Group's financial assets is as follows:

	2020					
	Neither Past Due nor Impaired	Past Due Accounts but not Impaired			Impaired Financial Assets	Total
		1 - 30 Days Past Due	31 - 60 Days Past Due	Over 60 Days		
Cash in banks	\$2,876,038	\$-	\$-	\$-	\$-	\$2,876,038
Trade and other receivables	8,904,894	2,701,257	509,007	751,739	2,005,718	14,872,615
	<b>\$11,780,932</b>	<b>\$2,701,257</b>	<b>\$509,007</b>	<b>\$751,739</b>	<b>\$2,005,718</b>	<b>\$17,748,653</b>

	2019					
	Neither Past Due nor Impaired	Past Due Accounts but not Impaired			Impaired Financial Assets	Total
		1 - 30 Days Past Due	31 - 60 Days Past Due	Over 60 Days		
Cash in banks	\$1,856,977	\$-	\$-	\$-	\$-	\$1,856,977
Trade and other receivables	7,831,644	476,272	32,938	3,772,678	2,038,252	14,151,784
	<b>\$9,688,621</b>	<b>\$476,272</b>	<b>\$32,938</b>	<b>\$3,772,678</b>	<b>\$2,038,252</b>	<b>\$16,008,761</b>

### **Market Risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and debt and equity investments.

*Foreign Currency Risk.* Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency) and the Group's net investments in foreign subsidiaries.

The Group has transactional currency exposures arising from purchase and sale transactions denominated in currencies other than the reporting currency. The Group does not enter into forward contracts to hedge currency exposures.

As part of the Group's risk management policy, the Group maintains monitoring of the fluctuations in the foreign exchange rates, thus managing its foreign currency risk.

### **Liquidity Risk.**

Liquidity risk arises from the possibility that the Group may encounter difficulties in raising funds to meet commitments from financial instruments. It may result from either the inability to sell assets quickly at fair values or failure to collect from counterparty.

The Group's objective is to maintain a balance between continuity of funding and flexibility through related party advances and aims to manage liquidity as follows:

- a. To ensure that adequate funding is available at all times;
- b. To meet commitments as they arise without recurring unnecessary costs; and
- c. To be able to assess funding when needed at the least possible cost.

### **Capital Management**

The primary objective of the Group's capital management is to ensure that it maintains a strong credit standing and stable capital ratios in order to support its business and maximize shareholder value. The Group maintains its current capital structure and will make adjustments, if necessary, in order to generate a reasonable level of returns to stockholders over the long term. No changes were made in the objectives, policies or processes during the year.

The Group considers the equity presented in the consolidated statements of financial position as its core capital.

The Group monitors capital using debt to equity ratio, which is total debt divided by total equity. The debt-to-equity ratio as at June 30, 2020 and December 31, 2019, follows:

	2020	2019
Debt	<b>\$36,866,381</b>	\$36,508,252
Equity	<b>31,043,398</b>	31,299,760
Debt-to-Equity Ratio	<b>\$1.19:1</b>	\$1.17:1

The Group is not subject to any externally imposed capital requirements.

Debt is composed of trade and other payables, loans payable, due to related parties and income tax payable, while equity includes share capital, reserves of the Group and non-controlling interests, less treasury shares. The computed ratios above are acceptable.

The Group reviews its capital structure on an annual basis. As part of this review, the Group considers the cost of capital and the risks associated with it.

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