# 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
   Jun 30, 2018
2. SEC Identification Number
   A200117595
3. BIR Tax Identification No.
   214-815-715-000
4. Exact name of issuer as specified in its charter
   EMPERADOR INC.
5. Province, country or other jurisdiction of incorporation or organization
   METRO MANILA, PHILIPPINES
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
   7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez Jr. Avenue, Bagumbayan, Quezon City
   Postal Code
   1110
8. Issuer's telephone number, including area code
   (632)-709-2038 to 41
9. Former name or former address, and former fiscal year, if changed since last report
   N/A
10. Securities registered pursuant to Sections 8 and 12 of the SRC 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 | 16,100,096,576 |
| Treasury | 142,294,600 |

11. Are any or all of registrant's 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, INC.; Common Shares
12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the SRC 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 that 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



EMPERADOR INC.

# Emperador Inc.
# EMP

**PSE Disclosure Form 17-2 - Quarterly Report**
***References: SRC Rule 17 and***
***Sections 17.2 and 17.8 of the Revised Disclosure Rules***

| | |
|---|---|
| **For the period ended** | Jun 30, 2018 |
| **Currency (indicate units, if applicable)** | Philippine Peso |

**Balance Sheet**

| | Period Ended | Fiscal Year Ended (Audited) |
|---|---|---|
| | Jun 30, 2018 | Dec 31, 2017 |
| **Current Assets** | 52,299,839,463 | 51,248,101,988 |
| **Total Assets** | 115,363,575,348 | 111,535,781,989 |
| **Current Liabilities** | 17,363,979,133 | 16,837,376,359 |
| **Total Liabilities** | 54,383,327,388 | 53,182,228,344 |
| **Retained Earnings/(Deficit)** | 22,040,282,704 | 21,249,112,979 |
| **Stockholders' Equity** | 60,980,247,960 | 58,353,553,645 |
| **Stockholders' Equity - Parent** | 60,002,001,159 | 57,718,896,695 |
| **Book Value per Share** | 3.79 | 3.6 |

**Income Statement**

| | Current Year (3 Months) | Previous Year (3 Months) | Current Year-To-Date | Previous Year-To-Date |
|---|---|---|---|---|
| **Gross Revenue** | 9,832,777,211 | 8,827,256,614 | 19,150,716,126 | 17,795,879,245 |
| **Gross Expense** | 7,828,532,077 | 7,317,585,651 | 15,342,704,816 | 14,340,381,941 |
| **Non-Operating Income** | -72,945,632 | 286,951,301 | 353,085,012 | 297,102,155 |
| **Non-Operating Expense** | 47,487,943 | 322,633,595 | 385,565,091 | 490,743,846 |
| **Income/(Loss) Before Tax** | 1,883,811,559 | 1,473,988,669 | 3,775,531,231 | 3,261,855,613 |

| | | | | |
|---|---|---|---|---|
| **Income Tax Expense** | 282,264,144 | 274,150,426 | 512,521,916 | 564,268,140 |
| **Net Income/(Loss) After Tax** | 1,601,547,415 | 1,199,838,243 | 3,263,009,315 | 2,697,587,473 |
| **Net Income Attributable to Parent Equity Holder** | 1,601,345,456 | 1,199,838,243 | 3,190,217,895 | 2,697,587,473 |
| **Earnings/(Loss) Per Share (Basic)** | 0.1 | 0.07 | 0.2 | 0.17 |
| **Earnings/(Loss) Per Share (Diluted)** | 0.1 | 0.07 | 0.2 | 0.17 |

| | Current Year (Trailing 12 months) | Previous Year (Trailing 12 months) |
|---|---|---|
| **Earnings/(Loss) Per Share (Basic)** | 0.43 | 0.43 |
| **Earnings/(Loss) Per Share (Diluted)** | 0.43 | 0.43 |

| Other Relevant Information |
|---|
| Please see attached SEC Form 17-Q for the period ended 30 June 2018 of Emperador Inc. |

**Filed on behalf by:**

| | |
|---|---|
| **Name** | Erika Marie Tugano |
| **Designation** | Authorized Representative |

| A | 2 | 0 | 0 | 1 | 1 | 7 | 5 | 9 | 5 |
|---|---|---|---|---|---|---|---|---|---|

S.E.C. Registration Number

| E | M | P | E | R | A | D | O | R | | I | N | C | . | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | | | | | | | | | |

(Company's Full Name)

| 7 | / | F | | 1 | 8 | 8 | 0 | | E | A | S | T | W | O | O | D | | A | V | E | N | U | E | , |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| E | A | S | T | W | O | O | D | | C | I | T | Y | | C | Y | B | E | R | P | A | R | K | , | |
| B | A | G | U | M | B | A | Y | A | N | , | Q | U | E | Z | O | N | | C | I | T | Y | | | |

(Business Address: No. StreetCity/ Town/ Province)

**DINA D.R. INTING**
Contact Person

**709-2038 to 41**
Company Telephone Number

**1 2** / **3 1**
Month Day
Fiscal Year

| | | 1 | 7 | - | Q | | | |
|---|---|---|---|---|---|---|---|---|

FORM TYPE
**(QUARTERLY REPORT FOR JUNE 30, 2018)**

**0 5** / **3rd Monday**
Month Day
Annual Meeting

**Registration of Securities**
Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

---

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes

**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, 2018**

2. Commission identification number…..…**A200117595**

3. BIR Tax Identification No.....................**214-815-715-000**

4. Exact name of issuer as specified in its charter.....**EMPERADOR INC.**

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

6. Industry Classification Code: [ ] (SEC Use Only)

7. **7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez Jr. Ave., Bagumbayan, Quezon City** **1110**
   Address of issuer's principal office Postal Code

8. Issuer's telephone number, including area code……**632-70920-38 to -41**

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 |
|---|---|
| **COMMON** | **16,100,096,576 (net of 142,294,600 treasury shares)** |

11. Are any or all of the securities listed on a Stock Exchange? If yes, state the name of such Stock Exchange and the class/es of securities listed therein.

    Yes [✔] No [ ] **PHILIPPINE STOCK EXCHANGE, INC.** **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 I - FINANCIAL INFORMATION

### 1. Financial Statements

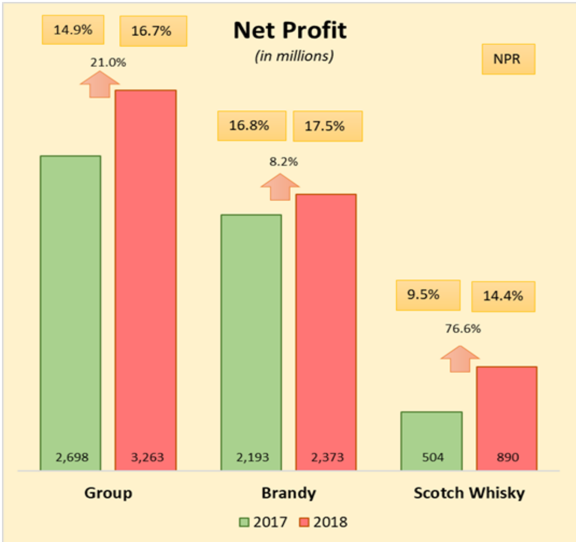
The following interim financial statements, notes and schedules are submitted as part of this report:

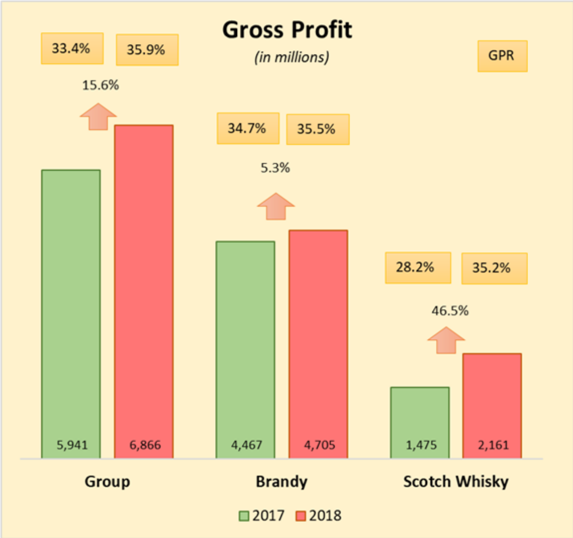
- Consolidated Statements of Financial Position
- Consolidated Statements of Comprehensive Income
- Consolidated Statements of Changes in Equity
- Consolidated Statements of Cash Flows
- Notes to Interim Consolidated Financial Statements
- Schedule of Financial Soundness Indicators
- Aging of Trade and Other Receivables

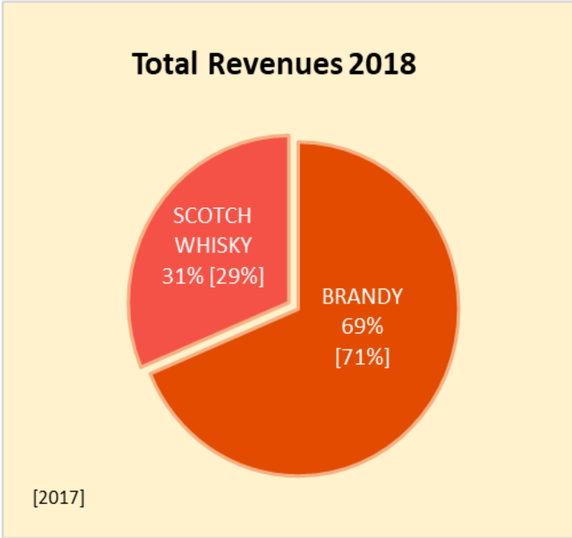
The interim consolidated financial statements ("ICFS") have been prepared in accordance with PFRSs and Philippine Accounting Standard 34, *Interim Financial Reporting*. As such, they do not include all of the information and disclosures required for full annual consolidated financial statements, and thus should be read in conjunction with the audited consolidated financial statements of the Group as at and for the year ended December 31, 2017 ("ACFS"). The accounting policies and methods of computations used are consistent with those applied in the audited consolidated financial statements of the Group as at and for the year ended December 31, 2017. The ICFS have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expenses.

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

*Results of Operations – First Half*




The Group's net profit for the first six months of the year jumped 21% year-on-year ending at P3.3 billion this year as compared to P2.7 billion a year ago, with revenues rising 8% to P19.5 billion from P18.1 billion a year ago. Excluding non-controlling interest, net profit closed at P3.2 billion, up 18% year-on-year. In the second quarter, the group's net profit grew 33% year-on-year to P1.6 billion from P1.2 billion while revenues rose 7% to P9.8 billion from P9.1 billion. These strong results were lifted up by the international business.

Revenues from the Scotch Whisky business for the first half of the year expanded 16% to P6.2 billion from P5.3 billion a year ago, with net profit skyrocketing 77% to P890 million from gross profit margin of 35% as compared to 28% a year ago, propelled by the single malts. The Dalmore remains as the best seller, followed by single malt Jura and blended Whyte&Mackay. UK, Asia and Travel Retail were the top markets for the brands.

Revenues from the brandy business, which combined Philippines' Emperador and Spain's Grupo Emperador brands, grew 4% year-on-year to P13.6 billion from P13.1 billion during the first half of the year. The Spanish brandies (particularly Fundador, Terry Centenario and Tres Cepas) and sherry wines (Harveys) sold predominantly in the Philippines, Spain, and UK. Net profit rose 8% to P2.4 billion from P2.2 billion a year ago, because cost of sales did not expand as fast as sales. The local market posed to be a challenge as net profit remained at the same level as a year ago.

Other operating expenses went up 23% to P3.1 billion from P2.5 billion a year ago. Both segments had increased expenses in advertising and promotions, salaries and employee benefits, and freight and handling.

Other income increased 19% or P56 million, from higher share in net profit of Spanish joint venture and foreign exchange gains, while other charges shrank 21% or P105 million from fixed interest expense on ELS and foreign exchange losses in previous year.

Tax expense was down by P52 million due to lower tax expense and higher tax benefit in the current interim period.

EBITDA, which is computed as profit before interest expense, tax, depreciation and amortization, amounted to P4.6 billion and P4.0 billion in 2018 and 2017, respectively, representing 24% and 22% margins in the respective periods.

*Financial Condition*

Total assets amounted to P115.4 billion at June 30, 2018 which increased P3.8 billion from P111.5 billion at December 31, 2017. The Group is strongly liquid with current assets exceeding current liabilities 3.0 times by the end of the interim period.

Cash and cash equivalents dipped 32% or P3.3 billion over the six-month period, mainly from the parent's dividend payment (P2.4 billion) and treasury shares acquisition (P708 million).

Trade and other receivables decreased by 8% or P1.2 billion, primarily due to collections from customers who at yearend had larger balances due to purchases in the lead up to the Christmas period.

Financial assets at fair value through profit or loss surged by P1.8 billion from end-2017 mainly due to additional instruments acquired during the period.

Inventories piled up 16% or P4.1 billion, from higher fillings of Scotch whisky and Spanish brandy. There are stocks related to the new Jura expressions and the Mexican inventories.

Prepayments and other current assets went up 30% or P290 million mainly due to timing of prepayments and subsequent charging to profit or loss, in general.

Intangible assets rose 5% or P1.4 billion from the currency translation of the offshore intangible assets at end-period rate.

Current and Non-current Interest-bearing loans stepped up 7% or P308 million and 5% or P1.4 billion, respectively, for a combined increase of 5.2% or P1.7 billion, from translation of foreign-currency denominated loans to current end-period rate as reduced by net repayment of maturing loan.

Derivative liability of P16 million was due to marked-to-market valuation.

Income tax payable increased 24% or P144 million due to timing of payments.

Provisions decreased by 5% or P21 million primarily due to the partial release of onerous provision in UK.

Deferred tax liabilities are attributed to the UK group. These are net of deferred tax assets of EDI and AWGI.

Retirement benefit obligations dropped almost 8times or P878 million, from actuarial gains booked in the interim period.

Treasury shares refer to the Company's shares that have been bought back from the market under the Company's buyback program. These were recorded at acquisition cost. There were 97,123,100 shares purchased during the interim period, for a total of 142,294,600 shares at end of interim period.

Accumulated translation adjustments refer to the difference resulting in the translation of the foreign subsidiaries' financial statements to Philippine pesos. Peso exchange rate vis-à-vis the foreign currencies resulted in gains of P1.7 billion over the last year-end.

Revaluation reserves were up by P542 million primarily due to the actuarial gain on retirement benefit obligation.

Legal reserves represent the statutory requirements in Luxembourg which comprise of net wealth tax reserve and capital reserve at end-2017. In 2018, grant in Spain were added.

Consolidation reserves resulted in consolidation by Mexican subsidiaries.

Non-controlling interest pertains to the minority interest in DBLC, a subsidiary consolidated by end-2017. The increase of P343 million pertains to share in net profit of non-controlling shareholders and translation adjustment.

*Five Key Performance Indicators*

- Revenue growth – measures the percentage change in revenues over a designated period of time.
- Net profit growth – measures the percentage change in net profit over a designated period of time.
- Net profit rate– computed as percentage of net profit to revenues - measures the operating efficiency and success of maintaining satisfactory control of costs
- Return on assets – the ratio of net profit to total assets - measures the degree of efficiency in the use of resources to generate net income
- Current ratio – computed as current assets divided by current liabilities – measures the ability of the business to meet its current obligations. To measure immediate liquidity, quick assets [cash, marketable securities, accounts receivables] is divided by current liabilities.

| | H1 2018 | H1 2017 | Q2 2018 | Q2 2017 | Q1 2018 | Q1 2017 |
|---|---|---|---|---|---|---|
| Revenues | 19,504 | 18,093 | 9,760 | 9,114 | 8,979 | 8,979 |
| Net profit | 3,263 | 2,698 | 1,602 | 1,200 | 1,498 | 1,498 |
| Revenue growth | 7.8% | -1.4% | 7.1% | -2.9% | 0.13% | 0.13% |
| Net profit growth | 21.0% | -21.6% | 33.5% | -41.0% | 6.6% | 6.6% |
| Net profit rate | 16.7% | 14.9% | 16.4% | 13.2% | 16.7% | 16.7% |
| Return on assets | 2.8% | 2.8% | 1.4% | 1.2% | 1.5% | 1.5% |
| | Jun30, 2018 | Jun30,2017 | | | Mar31, 2018 | Dec31, 2017 |
| Total assets | 115,364 | 95,887 | | | 117,382 | 111,536 |
| Total current assets | 52,300 | 41,645 | | | 53,917 | 51,248 |
| Total current liabilities | 17,364 | 11,388 | | | 17,903 | 16,837 |
| Current ratio | 3.01x | 3.66x | | | 3.01x | 3.04x |
| Quick ratio | 1.26x | 1.64x | | | 1.41x | 1.49x |

*Financial Soundness Indicators*

Please see submitted schedule.

*Other Required Disclosures*

As at June 30, 2018, except for what has been noted, there were no other known items –such as trends, demands, commitments, events or uncertainties- affecting assets, liabilities, equity, sales, revenues, net profit or cash flows that were unusual because of their nature, size, or incidents, and that will result in or that are reasonably likely to result in the liquidity increasing or decreasing in any material way, or that would have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.

There were no other known material events subsequent to the end of the interim period that would have a material impact in the interim period.

There are no other known trends or demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Group's liquidity increasing or decreasing in any material way. The Group does not have nor anticipate having any cash flow or liquidity problems within the year. The Group is not in default or breach of any note, lease or other indebtedness or financing arrangement requiring it to make payments.

There are no other known events that will trigger direct or contingent financial obligation that is currently considered material to the Group, including any default or acceleration of an obligation. There are no other material off-balance sheet transactions, arrangements, obligations, and other relationships with unconsolidated entities or other persons created during the reporting period.

There are no other known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations. There are also no known events that will cause material change in the relationship between costs and revenues.

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

There were no other material issuances, repurchases or repayments of debt and equity securities.

The business has no seasonal aspects that had a material effect on the financial condition and results of operations of the Group.

**EMPERADOR INC. AND SUBSIDIARIES**
**SCHEDULE OF FINANCIAL SOUNDNESS INDICATORS**
**JUNE 30,2018 AND 2017**

| | 06/30/2018 | 12/31/2017 |
|---|---|---|
| Current ratio | 3.01 : 1 | 3.04 : 1 |
| Quick ratio | 1.26 : 1 | 1.49 : 1 |
| Liabilities-to-equity ratio | 0.89 : 1 | 0.91 : 1 |
| Asset -to-equity ratio | 1.89 : 1 | 1.91 : 1 |
| | | 06/30/2017 |
| Net profit margin | 16.73% | 14.91% |
| Return on assets | 2.83% | 2.81% |
| Return on equity/investment | 5.35% | 5.19% |
| Interest rate coverage ratio | 10.74 | 8.91 |

LIQUIDITY RATIOS measure the business' ability to pay short-term debt.
Current ratio - computed as current assets divided by current liabilities
Quick ratio - computed a cash, marketable securities, accounts receivable divided by current liabilities.

SOLVENCY RATIOS measure the business' ability to pay all debts, particularly long-term debt.
Liabilities-to-equity ratio - computed as total liabilities divided by stockholders'equity.

ASSET-TO-EQUITY RATIOS measure financial leverage and long-term solvency. It shows how much of the assets are owned by the company. It is computed as total assets divided by stockholders'equity.

INTEREST RATE COVERAGE RATIOS measure the business' ability to meet its interest payments.
It is computed as profit before income tax and interest expense ("EBIT") divided by interest.

PROFITABILITY RATIOS measure the business' ability to generate earnings.
Net margin - computed as net profit divided by revenues
Return on assets - net profit divided by total assets
Return on equity investment - net profit divided by total stockholders' equity

**EMPERADOR INC. AND SUBSIDIARIES**
**AGING SCHEDULE OF TRADE AND OTHER RECEIVABLES**
**JUNE 30, 2018**
***(Amounts in Thousand Philippine Pesos)***

| | |
|---|---|
| Trade Receivables | |
| Current | 9,986,976 |
| 1 to 30 days | 917,315 |
| 31 to 60 days | 282,088 |
| Over 60 days | 475,333 |
| Total | 11,661,712 |
| Other receivables | 2,059,931 |
| Balance at June 30, 2018 | **13,721,643** |

**EMPERADOR INC. AND SUBSIDIARIES**
***(A Subsidiary of Alliance Global Group, Inc.)***
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**
**AS OF JUNE 30, 2018 AND DECEMBER 31, 2017**
***(Amounts in Philippine Pesos)***

| | Notes | | JUNE 30, 2018 (UNAUDITED) | | December 31, 2017 (AUDITED) |
|---|---|---|---|---|---|
| **A S S E T S** | | | | | |
| **CURRENT ASSETS** | | | | | |
| Cash and cash equivalents | 5 | P | 6,893,408,684 | P | 10,162,413,848 |
| Trade and other receivables - net | 6 | | 13,721,642,958 | | 14,925,799,512 |
| Financial assets at fair value through profit or loss | | | 1,197,196,000 | | 19,572,259 |
| Inventories - net | 7 | | 29,243,961,976 | | 25,186,966,124 |
| Prepayments and other current assets | | | 1,243,629,845 | | 953,350,245 |
| Total Current Assets | | | 52,299,839,463 | | 51,248,101,988 |
| **NON-CURRENT ASSETS** | | | | | |
| Investment in a joint venture | 11 | | 3,324,447,360 | | 3,233,944,765 |
| Property, plant and equipment - net | 8 | | 27,546,745,220 | | 26,340,856,254 |
| Intangible assets - net | 9 | | 31,336,127,219 | | 29,893,991,852 |
| Other non-current assets - net | 10 | | 856,416,086 | | 818,887,130 |
| Total Non-current Assets | | | 63,063,735,885 | | 60,287,680,001 |
| **TOTAL ASSETS** | | P | 115,363,575,348 | P | 111,535,781,989 |
| **LIABILITIES AND EQUITY** | | | | | |
| **CURRENT LIABILITIES** | | | | | |
| Interest-bearing loans | 12 | P | 4,469,401,655 | P | 4,161,326,840 |
| Trade and other payables | 14 | | 12,134,685,995 | | 12,076,373,731 |
| Derivative Liability | | | 16,502,956 | | |
| Income tax payable | | | 743,388,527 | | 599,675,788 |
| Total Current Liabilities | | | 17,363,979,133 | | 16,837,376,359 |
| **NON-CURRENT LIABILITIES** | | | | | |
| Interest-bearing loans | 12 | | 30,158,299,686 | | 28,761,094,050 |
| Equity-linked debt securities | 13 | | 5,181,345,298 | | 5,227,114,518 |
| Provisions | | | 422,115,519 | | 443,245,445 |
| Deferred tax liabilities - net | | | 2,018,985,589 | | 1,797,284,641 |
| Retirement benefit obligation | | ( | 761,397,837 ) | | 116,113,331 |
| Total Non-current Liabilities | | | 37,019,348,255 | | 36,344,851,985 |
| Total Liabilities | | | 54,383,327,388 | | 53,182,228,344 |
| **EQUITY** | | | | | |
| Equity attributable to owners of the parent company | | | | | |
| Capital stock | | | 16,242,391,176 | | 16,242,391,176 |
| Additional paid-in capital | | | 23,058,724,847 | | 23,058,724,847 |
| Treasury Shares | 20.1 | ( | 1,028,836,329 ) | ( | 321,134,930 ) |
| Conversion options | | | 136,151,386 | | 136,151,386 |
| Share options | | | 57,967,086 | | 57,967,086 |
| Accumulated translation adjustments | | ( | 1,047,137,077 ) | ( | 2,707,835,823 ) |
| Revaluation reserves | | | 536,576,099 | ( | 6,169,201 ) |
| Legal reserves | | | 43,658,071 | | 9,689,175 |
| Consolidation reserve | | ( | 37,776,804 ) | | - |
| Retained earnings | 20.3 | | 22,040,282,704 | | 21,249,112,979 |
| Total equity attributable to owners of the parent company | | | 60,002,001,159 | | 57,718,896,695 |
| Non-controlling interest | 20.2 | | 978,246,801 | | 634,656,950 |
| Total Equity | | | 60,980,247,960 | | 58,353,553,645 |
| **TOTAL LIABILITIES AND EQUITY** | | P | 115,363,575,348 | P | 111,535,781,989 |

***See Notes to Consolidated Financial Statements.***

**EMPERADOR INC. AND SUBSIDIARIES**
***(A Subsidiary of Alliance Global Group, Inc.)***
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**
**FOR THE PERIODS ENDED JUNE 30, 2018 AND 2017**
***(Amounts in Philippine Pesos)***

| | | Six Months | | Quarter | |
|---|---|---|---|---|---|
| | Notes | **2018** | 2017 | **2018** | 2017 |
| **REVENUES** | 15 | **P 19,503,801,138** | P 18,092,981,400 | **P 9,759,831,579** | P 9,114,207,915 |
| **COSTS AND EXPENSES** | | | | | |
| Costs of goods sold | 16 | **12,284,547,772** | 11,854,478,241 | **6,217,805,407** | 5,933,333,072 |
| Selling and distribution expenses | 17 | **1,884,681,427** | 1,528,820,134 | **987,275,617** | 878,250,927 |
| General and administrative expenses | 17 | **1,173,475,617** | 957,083,566 | **623,451,053** | 506,001,652 |
| Other charges | 12,13,14 | | | | |
| | | **385,565,091** | 490,743,846 | **47,487,943** | 322,633,595 |
| | | **15,728,269,907** | 14,831,125,787 | **7,876,020,020** | 7,640,219,246 |
| **PROFIT BEFORE TAX** | | **3,775,531,231** | 3,261,855,613 | **1,883,811,559** | 1,473,988,669 |
| **TAX EXPENSE** | 18 | **512,521,916** | 564,268,140 | **282,264,144** | 274,150,426 |
| **NET PROFIT** | | **3,263,009,315** | 2,697,587,473 | **1,601,547,415** | 1,199,838,243 |
| | | **-** | - | **-** | - |
| **OTHER COMPREHENSIVE INCOME (LOSS)** | | | | | |
| **Item that will be reclassified subsequently to profit or loss** | | | | | |
| Translation gain (loss) | | **1,934,372,177** | ( 240,271,392 ) | **( 212,027,469 )** | ( 202,763,471 ) |
| **Items that will not be reclassified subsequently to profit or loss** | | | | | |
| Net actuarial gain (loss) on retirement benefit obligation | | **653,910,000** | 344,777,477 | **580,398,000** | 262,956,077 |
| Tax income (expense) on remeasurement of retirement benefit obligation | | **( 111,164,700 )** | - | **( 98,667,660 )** | - |
| | | **542,745,300** | 344,777,477 | **481,730,340** | 262,956,077 |
| | | **2,477,117,477** | 104,506,085 | **269,702,871** | 60,192,606 |
| **TOTAL COMPREHENSIVE INCOME** | | **P 5,740,126,792** | P 2,802,093,558 | **P 1,871,250,286** | P 1,260,030,849 |
| Net profit attributable to: | | | | | |
| Owners of the parent company | | **P 3,190,217,895** | P 2,697,587,473 | **1,605,345,456** | 1,199,838,243 |
| Non-controlling interest | | **72,791,420** | - | **( 3,798,041 )** | - |
| | | **P 3,263,009,315** | P 2,697,587,473 | **P 1,601,547,415** | P 1,199,838,243 |
| Total comprehensive income (loss) attributable to: | | | | | |
| Owners of the parent company | | **P 5,393,661,941** | P 2,802,093,558 | **1,724,237,639** | 1,260,030,849 |
| Non-controlling interest | | **346,464,851** | - | **147,012,647** | - |
| | | **P 5,740,126,792** | P 2,802,093,558 | **P 1,871,250,286** | P 1,260,030,849 |
| **Earnings Per Share for the Net Profit Attributable to Owners of the Parent Company - Basic and Diluted** | 21 | **P 0.20** | P 0.17 | | |

***See Notes to Consolidated Financial Statements.***

**EMPERADOR INC. AND SUBSIDIARIES**
***(A Subsidiary of Alliance Global Group, Inc.)***
**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**
**FOR THE PERIODS ENDED JUNE 30, 2018 AND 2017**
***(Amounts in Philippine Pesos)***

| | | Attributable to Owners of the Parent Company | | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | | | | Retained Earnings | | | | | |
| | Notes | Capital Stock | Additional Paid-in Capital | Treasury Shares | Conversion Options Outstanding | Share Options Outstanding | Accumulated Translation Adjustments | Revaluation Reserves | Consolidation Reserves | Legal Reserves | Appropriated | Unappropriated | Total | Total | Non-controlling Interest | Total Equity |
| Balance at January 1, 2018 | | P 16,242,391,176 | P 23,058,724,847 | (P 321,134,930) | P 136,151,386 | P 57,967,086 | (P 2,707,835,823) | (P 6,169,201) | - | P 9,689,175 | P 600,000,000 | P 20,649,112,979 | P 21,249,112,979 | P 57,718,896,695 | P 634,656,950 | P 58,353,553,645 |
| Additions (Deductions) during the year | | - | - | - | - | - | - | - | (37,776,804) | 33,968,896 | - | - | - | (3,807,908) | | (3,807,908) |
| Acquisition of treasury shares during the year | 20.1 | - | - | (707,701,399) | - | - | - | - | | - | - | - | - | (707,701,399) | | (707,701,399) |
| Total comprehensive income for the period | | - | - | - | - | - | 1,660,698,746 | 542,745,300 | - | - | - | 3,190,217,895 | 3,190,217,895 | 5,393,661,941 | 346,464,851 | 5,740,126,792 |
| Redemption of preferred shares | 20.2 | - | - | - | - | - | - | - | - | - | - | - | - | - | (2,875,000) | (2,875,000) |
| Cash dividends declared during the year | 20.3 | - | - | - | - | - | - | - | - | - | - | (2,399,048,170) | (2,399,048,170) | (2,399,048,170) | - | (2,399,048,170) |
| Balance at June 30, 2018 | | **P 16,242,391,176** | **P 23,058,724,847** | **(P 1,028,836,329)** | **P 136,151,386** | **P 57,967,086** | **(P 1,047,137,077)** | **P 536,576,099** | **(P 37,776,804)** | **P 43,658,071** | **P 600,000,000** | **P 21,440,282,704** | **P 22,040,282,704** | **P 60,002,001,159** | **P 978,246,801** | **P 60,980,247,960** |
| Balance at January 1, 2017 | | P 16,120,000,000 | P 22,348,856,023 | P - | P - | P 31,008,917 | (P 3,593,766,760) | (P 630,758,672) | P - | P - | P 550,000,000 | P 17,393,398,209 | P 17,943,398,209 | P 52,218,737,717 | P 5,750,000 | P 52,224,487,717 |
| Issuances during the year | | - | - | | - | - | - | - | - | - | - | - | - | - | - | - |
| Acquisition of treasury shares during the year | 20.1 | - | - | (4,041,468) | - | - | - | - | - | - | - | - | - | (4,041,468) | - | (4,041,468) |
| Total comprehensive income for the period | | - | - | - | - | - | (240,271,392) | 344,777,477 | - | - | - | 2,697,587,473 | 2,697,587,473 | 2,802,093,558 | - | 2,802,093,558 |
| Redemption of preferred shares | | - | - | | - | - | - | - | - | - | - | - | - | - | (2,875,000) | (2,875,000) |
| Addition from acquired subsidiary | | - | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Cash dividends declared during the year | | - | - | - | - | - | - | - | - | - | - | (3,006,380,000) | (3,006,380,000) | (3,006,380,000) | - | (3,006,380,000) |
| Balance at June 30, 2017 | | P 16,120,000,000 | P 22,348,856,023 | (P 4,041,468) | P - | P 31,008,917 | (P 3,834,038,152) | (P 285,981,195) | P - | P - | P 550,000,000 | P 17,084,605,682 | P 17,634,605,682 | P 52,010,409,807 | P 2,875,000 | P 52,013,284,807 |

**EMPERADOR INC. AND SUBSIDIARIES**
***(A Subsidiary of Alliance Global Group, Inc.)***
**CONSOLIDATED STATEMENTS OF CASH FLOWS**
**FOR THE PERIODS ENDED JUNE 30, 2018 AND 2017**
***(Amounts in Philippine Pesos)***

| | Notes | 2018 | 2017 |
|---|---|---|---|
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | |
| Profit before tax | | **P 3,775,531,231** | P 3,261,855,613 |
| Adjustments for: | | | |
| Interest expense | 13, 14 | **387,456,475** | 412,249,006 |
| Depreciation and amortization | 8,16,17 | **462,113,609** | 366,768,619 |
| Interest income | | **( 94,867,186 )** | ( 116,585,935 ) |
| Share in net income of joint venture | 11 | **( 101,484,708 )** | ( 80,999,991 ) |
| Impairment losses | 6 | **6,110,156** | - |
| Amortization of trademarks | 9 | **1,432,695** | 9,767,241 |
| Operating profit before working capital changes | | **4,436,292,272** | 3,853,054,553 |
| Decrease in trade and other receivables | | **1,543,527,980** | 1,190,306,538 |
| Decrease in financial instruments at fair value through profit or loss | | **( 1,161,120,785 )** | ( 30,281,210 ) |
| Increase in inventories | | **( 3,044,718,685 )** | ( 1,328,329,181 ) |
| Increase in prepayments and other current assets | | **( 285,774,298 )** | ( 247,187,764 ) |
| Decrease (increase) in other non-current assets | | **( 37,528,956 )** | 471,037,176 |
| Increase (decrease) in trade and other payables | | **354,132,853** | ( 490,903,990 ) |
| Decrease in retirement benefit obligation | | **( 223,601,168 )** | ( 132,171,373 ) |
| Cash generated from operations | | **1,581,209,213** | 3,285,524,749 |
| Cash paid for income taxes | | **( 431,318,606 )** | ( 907,403,831 ) |
| Net Cash From Operating Activities | | **1,149,890,607** | 2,378,120,918 |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | |
| Acquisitions of property, plant and equipment | 8 | **( 923,884,030 )** | ( 3,241,366,386 ) |
| Interest received | | **71,830,599** | 116,585,935 |
| Proceeds from sale of property, plant and equipment | 15 | **20,064,017** | 44,329,682 |
| Dividends received from a joint venture | 11 | **97,492,512** | ( 83,019,180 ) |
| Net Cash Used in Investing Activities | | **( 734,496,902 )** | ( 3,163,469,949 ) |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | |
| Proceeds from interest-bearing loans | 12 | **770,234,321** | 2,942,235,138 |
| Dividends paid | 20.3 | **( 2,399,048,170 )** | ( 3,006,380,000 ) |
| Repayments of interest-bearing loans | 12 | **( 876,653,958 )** | |
| Interest paid | | **( 468,354,663 )** | ( 252,483,206 ) |
| Acquisition of treasury shares | 20.1 | **( 707,701,399 )** | ( 4,041,468 ) |
| Redemption of preferred shares | 20.2 | **( 2,875,000 )** | ( 2,875,000 ) |
| Net Cash From Financing Activities | | **( 3,684,398,869 )** | ( 323,544,536 ) |
| **NET INCREASE IN CASH AND CASH EQUIVALENTS** | | **( 3,269,005,164 )** | ( 1,108,893,567 ) |
| **CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR** | | **10,162,413,848** | 10,173,907,748 |
| **CASH AND CASH EQUIVALENTS AT END OF YEAR** | 5 | **P 6,893,408,684** | P 9,065,014,181 |

***See Notes to Consolidated Financial Statements.***

**EMPERADOR INC. AND SUBSIDIARIES**
***(A Subsidiary of Alliance Global Group, Inc.)***
**NOTES TO INTERIM CONSOLIDATED FINANCIAL STATEMENTS**
**June 30, 2018**
***(With Comparative Figures for December 31, 2017 and June 30, 2017)***
***(Amounts in Philippine Pesos)***

## 1. CORPORATE INFORMATION

**Emperador Inc.** ("EMP" or "the Parent Company" or "the Company") is a holding company which operates an integrated business of manufacturing, bottling and distributing distilled spirits and other alcoholic beverages from the Philippines, United Kingdom, Spain and Mexico, through its wholly-owned subsidiaries. At present, the Group has a wide range of products in its portfolio - from value to super premium – and an international reach to at least 102 countries.

EMP has established its identity in the Philippine alcoholic beverages business as a producer of high quality liquor and innovative products - predominated by own brand 'Emperador Brandy' which makes **Emperador Distillers, Inc.** ("EDI"), the Philippines' largest liquor company and the world's largest brandy producer. This strong presence is further fortified by offshore acquisitions.

EMP has further enriched its heritage by acquiring century-old businesses in Jerez, Spain, known as the world capital of sherry wine and home of the Brandy de Jerez, and in Scotland, United Kingdom, home of the Scotch whisky.

**Grupo Emperador Spain** ("GES") has taken over age-old traditions to contemporary markets worldwide with its century-old businesses. Founded in 1730, Bodegas Fundador is the oldest brandy and sherry company in Spain whose 'Fundador Brandy' is the first ever Brandy de Jerez and 'Harveys' is the no. 1 selling sherry in the world and leader in UK where it holds the distinction of being the only sherry wine that can be served to the Queen in Buckingham Palace. It also produces 'Terry Centenario', Spain's top-selling brandy, and 'Tres Cepas', Equatorial Guinea's best-selling brandy. Founded in 1780, Bodegas Garvey is one of the ancient brandy and sherry companies in Spain which offers highly reputed wines, brandies and spirits such as 'Fino San Patricio', 'Esplendido', 'Calisay' or 'Ponche Garvey'. In a business collaboration in 2017, GES acquired the rights to the Domecq brand names and installations including Casa Pedro Domecq wine bodega in Baja California, Mexico. Its three Mexican brandies, 'Presidente', the first Mexican brandy; 'Don Pedro', which has been more than 50 years in the market; and 'Azteca de Oro' account for about half of the Mexican brandy market.

**Whyte and Mackay Group Limited** ("WMG" or "Whyte and Mackay") of United Kingdom, the smallest consolidating group under Emperador Holdings (GB) Limited, offers a rich heritage of a Scottish spirits company that traces its history way back in 1844. Whyte and Mackay is the fifth largest Scotch whisky manufacturer in the world, with products, which include the British luxury brand 'The Dalmore Single Highland Malt', 'Jura Premium Single Malt', and 'Whyte & Mackay Blended Scotch Whisky', being distributed in over 102 countries. It also distributes 'Harveys Sherry' and 'Fundador Brandy de Jerez' in UK.

EMP and its subsidiaries (collectively referred to as "the Group") belong under the umbrella of **Alliance Global Group, Inc.** ("AGI"), the ultimate parent company, which is a domestic holding company with diversified investments in real estate, food and beverage manufacturing, quick service restaurants and tourism-oriented businesses.

The common shares of the Parent Company and AGI were first listed in the Philippine Stock Exchange (PSE) on December 19, 2011 and April 19, 1999, respectively. Both companies hold office at the 7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez, Jr. Avenue, Bagumbayan, Quezon City in the Philippines.

The consolidated financial statements of the Group as of and for the period ended June 30, 2018 (including the comparative consolidated financial statements as of December 31, 2017 and for the interim period ended June 30, 2017) were authorized for issue by the Parent Company's Board of Directors through the Audit Committee on August 1, 2018.

## 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### *2.1 Basis of Preparation of Consolidated Financial Statements*

*(a) Statement of Compliance with Philippine Financial Reporting Standards*

These interim consolidated financial statements have been prepared in accordance with Philippine Accounting Standard (PAS) 34, *Interim Financial Reporting*. They do not include all of the information required in annual financial statements in accordance with PFRS, and should be read in conjunction with the Group's audited consolidated financial statements as of and for the year ended December 31, 2017.

The significant accounting policies and methods of computations used in the preparation of these interim consolidated financial statements are consistent with those applied in the most recent annual consolidated financial statements as of and for the year ended December 31, 2017, except for the application of adopted standards that became effective on January 1, 2018, as discussed in Note 2.2.

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

### *2.2 Adoption of Amended PFRS and Interpretation*

*Effective 2018 that are relevant to the Group*

There are new PFRS, amendments and annual improvements to existing standards effective for annual periods subsequent to 2017 which are adopted by the FRSC. Management adopts the relevant pronouncements in accordance with their transitional provisions; and, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PAS 40 (Amendment), *Investment Property – Reclassification to and from Investment Property* (effective from January 1, 2018)
(ii) PFRS 2 (Amendments), *Classification and Measurement of Share-based Payment Transactions* (effective from January 1, 2018)
(iii) PFRS 9 (2014), *Financial Instruments* (effective from January 1, 2018)
(iv) PFRS 15, *Revenue from Contract with Customers* (effective from January 1, 2018)
(v) IFRIC 22, *Foreign Currency Transactions and Advance Consideration – Interpretation on Foreign Currency Transactions and Advance Consideration* (effective from January 1, 2018)
(vi) Annual Improvements to PFRS 2014-2016 Cycle. Among the improvements, PAS 28 (Amendment), *Investment in Associates – Clarification on Fair Value through Profit or Loss Classification* (effective from January 1, 2018) is relevant to the Group.
(vii) Annual Improvements to PFRS 2015-2017 Cycle

### *2.3 Segment Reporting*

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's executive committee; its chief operating decision-maker. Each of these operating segments is managed separately as each of these product lines requires different processes and other resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8 are the same as those used in its financial statements.

There have been no changes from prior period in the measurement methods used to determine reported segment profit or loss.

## 3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

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

### *3.1 Critical Management Judgments in Applying Accounting Policies*

In the process of applying the Group's accounting policies, management has made judgments, apart from those involving estimation, which are consistent with those applied in the last year-end.

### *3.2 Key Sources of Estimation Uncertainty*

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, are consistent with those of the preceding year-end

## 4. SEGMENT INFORMATION

The Group is organized into two business segments, the Brandy and Scotch Whisky, which represent the two major distilled spirits categories where the Group operates. This is also the basis of the Group's executive committee for its strategic decision-making activities.

Segment assets and liabilities represent the assets and liabilities reported in the consolidated statements of financial position of the companies included in each segment.

Intersegment transactions, such as intercompany sales and purchases, and receivables and payables, are eliminated in consolidation.

Segment information for the periods ended June 30, 2018 and 2017 and as of December 31, 2017 (in millions) are as follows:

| | BRANDY June 30, | | SCOTCH WHISKY June 30, | | TOTAL | |
|---|---|---|---|---|---|---|
| | 2018 | 2017 | 2018 | 2017 | 2018 | 2017 |
| **REVENUES** | | | | | | |
| External Customers | 13,393 | 12,890 | 6,111 | 5,203 | 19,504 | 18,093 |
| Intersegment sales* | 187 | 184 | 70 | 115 | - | - |
| | 13,580 | 13,074 | 6,181 | 5,318 | 19,504 | 18,093 |
| **COSTS AND EXPENSES** | | | | | | |
| Cost of goods sold | 8,486 | 8,291 | 3,798 | 3,563 | 12,284 | 11,854 |
| Intersegment COGS* | 70 | 115 | 187 | 184 | - | - |
| | 8,556 | 8,406 | 3,985 | 3,747 | 12,284 | 11,854 |
| Selling and distribution expenses | 1,366 | 1,083 | 519 | 446 | 1,885 | 1,529 |
| General and administrative expenses | 447 | 327 | 727 | 631 | 1,174 | 957 |
| Other charges | 327 | 502 | 59 | (12) | 386 | 490 |
| | 10,696 | 10,318 | 5,290 | 4,812 | 15,729 | 14,830 |
| **SEGMENT PROFIT BEFORE TAX** | 2,884 | 2,756 | 891 | 506 | 3,775 | 3,263 |
| **TAX EXPENSE (INCOME)** | 511 | 563 | 1 | 2 | 512 | 565 |
| **SEGMENT NET PROFIT** | 2,373 | 2,193 | 890 | 504 | 3,263 | 2,698 |
| | Jun 2018 | Dec 2017 | Jun 2018 | Dec 2017 | Jun 2018 | Dec 2017 |
| **TOTAL ASSETS** | 55,096 | 54,017 | 60,268 | 57,519 | 115,364 | 111,536 |
| **TOTAL LIABILITIES** | 17,129 | 36,634 | 37,254 | 16,548 | 54,383 | 53,182 |

**Intersegment sales and cost of goods sold are eliminated in consolidation. Numbers may not add up due to rounding.*

Sales to any of the Group's major customers did not exceed 10% of the Group's revenues in all of the years presented.

## 5. CASH AND CASH EQUIVALENTS

This account includes the following components:

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Cash on hand and in banks | **P** | **3,486,186,801** | P | 3,388,408,933 |
| Short-term placements | | **3,407,221,883** | | 6,774,004,915 |
| | **P** | **6,893,408,684** | P | 10,162,413,848 |

Cash in banks generally earn interest at rates based on daily bank deposit rates. Short-term placements have an average maturity of 30 to 45 days and earn effective annual interest rates ranging from 2.0% to 2.25% in the first half of 2018. Interest earned amounted to P94.8 million and P116.6 million in the first half of 2018 and 2017 respectively, and is presented as part of Other revenues under the Revenues account in the consolidated statements of comprehensive income (see Note 15).

## 6. TRADE AND OTHER RECEIVABLES

Details of this account are as follows:

| | | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Trade receivables | | P | **11,783,416,498** | P | 13,019,338,813 |
| Advances to suppliers | 19.7 | | **1,929,614,084** | | 1,869,080,035 |
| Advances to officers and employees | 19.4 | | **39,859,023** | | 37,636,599 |
| Accrued interest receivable | | | **14,226,769** | | 5,621,251 |
| Other receivables | | | **76,230,913** | | 111,660,091 |
| | | | **13,843,347,287** | | 15,043,336,789 |
| Allowance for impairment | | | **(121,704,329)** | | (117,537,277) |
| | | **P** | **13,721,642,958** | P | 14,925,799,512 |

Trade receivables are usually due within 30 days and do not bear any interest. All trade receivables are subject to credit risk exposure (see Note 23.2).

Advances to suppliers pertain to down payments made primarily for the purchase of goods from suppliers and of parcels of land from related parties.

All of the Group's trade and other receivables have been reviewed for indications of impairment. Adequate amounts of allowance for impairment have been recognized in 2018 and 2017 for those receivables found to be impaired.

A reconciliation of the allowance for impairment is shown below.

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Balance at beginning of year | **P** | **117,537,277** | P | 76,744,683 |
| Impairment losses | | **6,110,156** | | 48,204,136 |
| Recoveries | | **(1,943,104)** | | ( 7,411,542) |
| | **P** | **121,704,329** | P | 117,537,277 |

The Group collected certain receivables previously provided with allowance for impairment amounting to P1.9 as of June 30, 2018 and P7.4 million as of December 31, 2017. Consequently, this reduced the allowance for impairment by the same amount.

The carrying amounts of these financial assets are a reasonable approximation of their fair values due to their short-term duration.

## 7. INVENTORIES

Inventories as of June 30, 2018 and December 31, 2017, except for certain finished goods and raw materials, are all stated at cost, which is lower than their net realizable values. The details of inventories are as shown below.

| | Notes | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Work-in-process | 8 | **P** | **19,897,765,174** | P | 17,786,098,444 |
| Raw materials | 19.1 | | **4,111,114,430** | | 3,245,184,408 |
| Finished goods | 19.1 | | **4,463,910,060** | | 3,537,513,191 |
| Packaging materials | | | **719,728,702** | | 536,891,527 |
| Machinery spare parts, consumables and factory supplies | | | **203,456,030** | | 232,247,878 |
| | | | **29,395,974,396** | | 25,337,935,448 |
| Allowance for inventory write-down | | | **(152,012,420)** | | (150,969,324) |
| | | **P** | **29,243,961,976** | P | 25,186,966,124 |

WML has a substantial inventory of aged stocks which mature over periods of up to 60 years. The maturing whisky stock inventory amounting to P15.2 billion and P13.5 billion as of June 30, 2018 and December 31, 2017, respectively, is presented as part of work-in-process inventories, and is stored in various locations across Scotland.

An analysis of the cost of inventories included in costs of goods sold for the period ended June 30, 2018 and 2017 is presented in Note 16.

## 8. PROPERTY, PLANT AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property, plant and equipment as of June 30, 2018 and December 31, 2017 are shown below.

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Cost | **P** | **37,161,310,840** | P | 34,541,630,713 |
| Accumulated depreciation and amortization | | **(9,614,565,620)** | | (8,200,774,459) |
| Net carrying amount | **P** | **27,546,745,220** | P | 26,340,856,254 |

A reconciliation of the carrying amounts of property, plant and equipment is shown below.

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Balance at beginning of period, net of accumulated depreciation and amortization | **P** | **26,340,856,254** | P | 20,949,282,168 |
| Additions through asset acquisitions | | **-** | | 1,735,071,626 |
| Additions during the period | | **1,836,491,018** | | 4,870,334,396 |
| Disposals during the period | | **(20,064,017)** | | ( 145,154,069) |
| Depreciation/amortization charges for the period | | **(610,538,035)** | | ( 1,068,677,867) |
| Balance at the end of the period, net of accumulated depreciation and amortization | **P** | **27,546,745,220** | P | 26,340,856,254 |

A second distillery plant in Balayan, Batangas began test operations on March 15, 2018. In 2016, the Group obtained a term loan from a local commercial bank to finance the construction of the said distillery plant, including purchase of related equipment. The borrowing costs from the loan were being capitalized up to the plant completion. Construction works are also in progress offshore.

The amount of depreciation and amortization is allocated as follows:

| | | | For the Six Months Ended | | |
|---|---|---|---|---|---|
| | Notes | | June 30, 2018 (Unaudited) | | June 30, 2017 (Unaudited) |
| Cost of goods sold | 16 | **P** | **387,199,993** | P | 326,300,319 |
| Selling and distribution Expenses | 17 | | **19,322,173** | | 20,411,591 |
| Administrative expenses | 17 | | **55,591,443** | | 20,056,709 |
| | | | **462,113,609** | | 366,768,619 |
| Capitalized to inventory | | | **148,424,426** | | 117,709,005 |
| | | **P** | **610,538,035** | P | 484,477,624 |

The capitalized amounts form part of the work-in-process inventory and represent depreciation expense on barrels and warehouse buildings wherein the maturing bulk stocks of whisky are held, which can reach periods of up to 60 years (see Note 7).

## 9. INTANGIBLE ASSETS

This account is composed of the following:

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Infinite useful lives- | | | | |
| Trademarks | | **21,441,782,882** | | 20,507,380,260 |
| Goodwill | | **9,886,536,612** | | 9,377,371,172 |
| | | **31,328,319,494** | | 29,884,751,432 |
| Finite useful lives- | | | | |
| Trademarks- net | | **7,807,725** | | 9,240,420 |
| | **P** | **31,336,127,219** | P | 29,893,991,852 |

Certain trademarks were determined to have a finite useful life. The net carrying amounts of these trademarks are as follows:

| | Note | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Balance at beginning | | **P** | **9,240,420** | P | 20,440,358 |
| Amortization | 17 | | **(1,432,695)** | | (11,199,938) |
| Balance at end of year | | **P** | **7,807,725** | P | 9,240,420 |

Management believes that the trademarks are not impaired as of June 30, 2018 and December 31, 2017 as the Group's products that carry such brands and trademarks are still performing very well in the market; hence, no impairment is necessary to be recognized in the periods presented.

## 10. OTHER NON-CURRENT ASSETS

This account is composed of the following:

| | Notes | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Property mortgage receivable | | **P** | **690,754,882** | P | 654,595,116 |
| Deferred input VAT | | | **79,443,717** | | 104,516,552 |
| Refundable security deposits | 19.2 | | **53,250,754** | | 46,467,016 |
| Others | | | **32,966,733** | | 13,308,446 |
| | | **P** | **856,416,086** | P | 818,887,130 |

In 2016, the Group purchased from one of its property lessors an outstanding mortgage debt on one of the Group's leased properties. The purchased mortgage asset entitles the Group to full security over the leased property and to monthly interest payments from the property lessor. However, the Group remains as lessee over the property; hence, it is still required to make monthly lease payments to the property lessor.

## 11. INVESTMENT IN A JOINT VENTURE

The carrying amount of the investment in Bodega Las Copas, a joint venture with Gonzales Byass SA, accounted for under the equity method in these consolidated financial statements, are as follows:

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Acquisition cost | **P** | **3,703,721,965** | P | 3,703,721,965 |
| Withdrawal | | **(858,354,900)** | | (858,354,900) |
| Accumulated equity in net earnings | | **388,577,700** | | 295,428,091 |
| Equity share in net profit for the period | | **101,484,708** | | 154,101,850 |
| Reduction | | **(10,982,113)** | | (60,952,241) |
| | **P** | **3,324,447,360** | P | 3,233,944,765 |

The equity share in net income for the period is recorded as part of Other revenues under the Revenues account in the interim consolidated statement of comprehensive income (see Note 15).

## 12. INTEREST-BEARING LOANS

The composition of the Group's outstanding bank loans is shown below.

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Current: | | | | |
| Foreign | **p** | **4,136,068,322** | P | 3,661,326,840 |
| Local | | **33,333,333** | | 500,000,000 |
| | | **4,469,401,655** | | 4,161,326,840 |
| Non-current: | | | | |
| Foreign | | **28,658,311,286** | | 27,261,094,050 |
| Local | | **1,500,000,000** | | 1,500,000,000 |
| | | **30,158,299,686** | | 28,761,094,050 |
| | **P** | **,627,701,341** | P | 32,922,420,890 |

## 13. EQUITY-LINKED DEBT SECURITIES

The equity-linked debt securities instrument (ELS) amounting to P5.3 billion were issued to Arran Investment Private Limited (Arran or Investor) in 2014, as part of its investment in EMP. The ELS may be converted into common shares (conversion shares) of EMP. On June 15, 2017, the parties agreed to amend the ELS instrument such that conversion shares be 728,275,862 new shares; fixed interest that has accrued up to 2017 in the amount of P832,260,000 was applied as consideration for the Investor's acquisition of 122,391,176 new common shares (accrued interest shares); and fixed interest rate is now 0%.

Interest expense for the interim period ended June 30, 2018 and 2017 amounted to P62.6 million and P239.1 million, respectively, and are presented as part of Other Charges in the interim consolidated statements of comprehensive income. There is no fixed interest payable recorded as of June 30, 2018 as a result of the amendment to the ELS; the interest expense recorded in 2018 is the amortization of the revalued financial liability component.

The documentary stamp taxes (DST) paid for the issuance of shares in 2014 amounted to P26.1 million were fully amortized as of end-2017. The amortization amounting to P1.4 million in the first half of 2017 was presented as part of Other Charges account in the consolidated statements of comprehensive income.

There were no related collaterals on the ELS.

## 14. TRADE AND OTHER PAYABLES

The breakdown of this account is as follows:

| | Notes | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Trade payables | 19.1, 19.2 | **P** | **7,021,265,864** | P | 6,644,999,637 |
| Accrued expenses | 12 | | **4,277,285,268** | | 4,121,324,604 |
| Advances from related parties | 19.5 | | **478,070,715** | | 328,070,715 |
| Output VAT payable | | | **42,506,336** | | 616,174,653 |
| Others | | | **315,557,812** | | 365,804,122 |
| | | **P** | **12,134,685,995** | P | 12,076,373,731 |

## 15. REVENUES

The details of revenues are shown below.

| | | For the Six Months Ended | | | |
|---|---|---|---|---|---|
| | | | June 30, 2018 (Unaudited) | | June 30, 2017 (Unaudited) |
| Sale of goods | | **P** | **19,150,716,126** | P | 17,795,879,245 |
| Other revenues – net | 5,11, 6 | | **353,085,012** | | 297,102,155 |
| | | **P** | **19,503,801,138** | P | 18,092,981,400 |

## 16. COSTS OF GOODS SOLD

The details of costs of goods sold for the six months ended June 30, 2018 and 2017 are shown below:

| | | For the Six Months Ended | |
|---|---|---|---|
| | | **June 30, 2018 (Unaudited)** | June 30, 2017 (Unaudited) |
| Finished goods, beginning | 7 | **P 3,537,513,191** | P 3,182,542,312 |
| Finished goods purchased | 19.1 | **1,518,709,034** | 988,129,371 |
| Costs of goods manufactured | | | |
| Raw and packaging materials, beginning | 7 | **3,782,075,935** | 3,654,636,927 |
| Net purchases | 19.1 | **12,607,051,443** | 10,852,311,556 |
| Raw and packaging materials, end | 7 | **(4,830,843,132)** | (3,923,407,008) |
| Raw materials used | | **11,558,284,246** | 10,583,541,475 |
| Work-in-process, beginning | 7 | **17,786,098,444** | 13,532,427,366 |
| Direct labor | | **509,822,134** | 391,656,266 |
| Manufacturing overhead: | | | |
| Depreciation and amortization | 8 | **387,199,993** | 326,300,319 |
| Labor | | **227,384,812** | 196,412,857 |
| Fuel and lubricants | | **145,017,710** | 88,183,573 |
| Outside services | 19.6 | **205,246,934** | 139,037,236 |
| Rentals | 19.2 | **119,428,367** | 193,374,933 |
| Communication, light and water | | **155,456,395** | 117,794,577 |
| Repairs and Maintenance | | **130,019,836** | 99,717,303 |
| Consumables and Supplies | | **54,069,084** | 50,888,126 |
| Taxes and licenses | | **72,815,892** | 62,176,416 |
| Insurance | | **19,766,732** | 18,133,443 |
| Waste disposal | | **44,188,287** | |
| Commission | | **68,713,161** | 26,954,421 |
| Transportation | | **11,755,218** | 10,758,171 |
| Gasoline and oil | | **3,760,668** | 3,329,112 |
| Impairment losses | | **1,043,096** | |
| Meals | | **3,716,919** | 1,539,075 |
| Miscellaneous | | **86,212,853** | 72,136,319 |
| Work-in-process, end | 7 | **(19,897,765,174)** | (15,323,860,993) |
| | | **133,951,361** | 6,958,520 |
| Finished goods, end | 7 | **(4,463,910,060)** | (2,906,693,437) |
| | | **P 12,284,547,772** | P 11,854,478,241 |

## 17. OTHER OPERATING EXPENSE

| | Notes | For the Six Months Ended June 30, 2018 (Unaudited) | June 30, 2017 (Unaudited) |
|---|---|---|---|
| Salaries and employee benefits | | **P 804,540,477** | P 572,325,994 |
| Advertising | | **1,078,261,008** | 905,893,833 |
| Freight out | | **233,861,180** | 90,951,890 |
| Professional fees and outside services | | **147,034,309** | 208,409,121 |
| Taxes and licenses | | **83,139,442** | 78,581,899 |
| Travel and transportation | | **136,613,442** | 111,835,022 |
| Depreciation & amortization | 8 | **74,913,616** | 40,468,300 |
| Rentals | 19.2 | **55,358,000** | 42,294,863 |
| Other Services | | **84,001,024** | 50,467,623 |
| Amortization of trademarks | 9 | **1,432,695** | 9,767,242 |
| Fuel and oil | | **41,445,112** | 29,487,563 |
| Meals | | **25,425,583** | 21,587,090 |
| Representation | | **107,276,443** | 149,006,386 |
| Repairs and maintenance | | **31,958,192** | 22,682,286 |
| Insurance | | **10,137,448** | 7,031,718 |
| Consumables and supplies | | **79,028,636** | 95,144,180 |
| Utilities | | **13,460,564** | 12,334,306 |
| Others | | **50,269,873** | 37,634,384 |
| | | **P 3,058,157,044** | P 2,485,903,700 |

Others include royalty fees, subscription and association dues, postal services and other incidental expenses under the ordinary course of business.

These expenses are classified in profit or loss in the interim consolidated statements of comprehensive income as follows:

| | For the Six months Ended June 30, 2018 (Unaudited) | June 30, 2017 (Unaudited) |
|---|---|---|
| Selling and distribution expenses | **P 1,884,681,427** | P 1,528,820,134 |
| General and Administrative expenses | **1,173,475,617** | 957,083,566 |
| | **P 3,058,157,044** | P 2,485,903,700 |

## 18. TAXES

The Group is subject to the higher of regular corporate income tax (RCIT) which is at 30% of net taxable income or minimum corporate income tax (MCIT) which is at 2% of gross income, as defined under the tax regulations. The Group paid RCIT in the first half of 2018 and 2017 as RCIT was higher in those years.

The Group opts to claim itemized deductions in computing its income tax due, except for EDI and AWGI which opt to claim OSD during the same taxable years.

EMP's foreign subsidiaries are subject to income and other taxes based on the enacted tax laws of the countries and/or jurisdictions where they operate.

## 19. RELATED PARTY TRANSACTIONS

The Group's related parties include the ultimate parent company, stockholders, officers and employees, and other related parties under common ownership as described below.

The summary of the Group's transactions with its related parties in June 30, 2018 and 2017 and the related outstanding balances as of June 30, 2018 and December 31, 2017 are shown in the next page.

| | Notes | Amount of Transaction For the Six months Ended | | Outstanding Receivable (Payable) as of | |
|---|---|---|---|---|---|
| | | **June 30, 2018** | June 30, 2017 | **June 30, 2018** | December 31, 2017 |
| **Ultimate Parent Company:** | | | | | |
| Lease of properties | 19.2(a) | **4,400,000** | 4,400,000 | **(1,904,000)** | - |
| Advances obtained | | **-** | - | **(250,000,000)** | (250,000,000) |
| Dividends paid | | **1,964,126,804** | - | | |
| **Related Parties Under Common Ownership:** | | | | | |
| Purchase of raw materials | 19.1 | **1,700,472,092** | 1,423,363,562 | **(794,438,330)** | (388,836,242) |
| Purchase of finished goods | 19.1 | **6,481,170** | 2,530,944 | **(132,098)** | ( 205,786 ) |
| Lease of properties | 19.2(b) | **16,766,276** | 14,297,072 | **(311,754)** | ( 1,976,198) |
| Advances for land purchase | 19.7 | | | | 231,066,071 |
| Advances paid (obtained) | 19.5 | **150,000,000** | - | **(225,000,000)** | (75,000,000) |
| Sale of goods | 19.3 | **51,175,357** | 45,268,301 | **146,388,457** | 123,915,778 |
| Management Services | 19.6 | **30,000,000** | 15,000,000 | **(99,000,000)** | (33,000,000) |
| **Stockholder -** | | | | | |
| Issuance of ELS | 13 | | | **(5,280,000,000)** | (5,280,000,000) |
| Advances paid (obtained) | 19.5 | **-** | (50,000) | **(3,070,715)** | ( 3,070,715) |
| **Officers and Employees -** | | | | | |
| Advances granted (payment) | 19.4 | **2,222,424** | 11,961,056 | **39,859,023** | 37,636,599 |

The Group's outstanding receivables from and payables to related parties arising from the above transactions are unsecured, noninterest-bearing and payable on demand, unless otherwise stated. No impairment loss was recognized for the six months ended June 30, 2018 and 2017 for related party receivables.

### *19.1 Purchase of Goods*

The Group imports finished goods and raw materials such as alcohol, flavorings and other items, through Andresons Global, Inc. (AGL), a related party under common ownership. The Group also imports raw materials from Alcoholera dela Mancha Vinicola, S.L., a wholly owned subsidiary of BLC, which is considered a related party under joint control.

These transactions are payable within 30 days. The outstanding balances as of June 30, 2018 and December 31, 2017 are shown as part of Trade Payables under the Trade and Other Payables account in the interim consolidated statements of financial position (see Note 14).

### *19.2 Lease Agreements*

(a) AGI

The Group leases the glass manufacturing plant located in Laguna from AGI. The amount of rental is mutually agreed annually between AGI and AWGI. Rentals amounting to P4.4 million for the six months ended June 30, 2018 and 2017 , respectively, were charged to operations under Cost of Goods Sold in the interim consolidated statements of comprehensive income (see Note 16).

(b) Others

The Group also entered into lease contracts with Megaworld Corporation for the head office space of the Group's sales and bottling division. Total rental expense from this contract for the six months ended June 30, 2018 and 2017 are presented as part of Rentals under the Selling and Distribution Expenses, General and Administrative Expenses, and Cost of Goods Sold accounts in the interim consolidated statements of comprehensive income (see Note 16 & 17). The outstanding liability from this transaction is shown as Trade payables under the Trade and Other Payables account in the interim consolidated statements of financial position (see Note 14).

In relation to the above lease agreements, the Group paid the lessors refundable security deposits shown as part of Other Non-current Assets in the consolidated statements of financial position with carrying amounts of P9.4 million and P7.5 million as of June 30, 2018 and December 31, 2017, respectively (see Note 10).

### *19.3 Sale of Goods*

The Group sold finished goods to some of its related parties. Goods are sold on the basis of the price lists in force and terms that would be available to non-related parties. The outstanding receivables from these transactions are generally noninterest-bearing, unsecured and settled through cash within three to six months. These receivables are presented as part of Trade receivables under the Trade and Other Receivables account in the interim consolidated statements of financial position (see Note 6).

### *19.4 Advances to Officers and Employees*

In the normal course of business, the Group grants noninterest-bearing, unsecured, and payable on demand cash advances to certain officers and employees. The outstanding balance arising from these transactions is presented as Advances to officers and employees under the Trade and Other Receivables account in the interim consolidated statements of financial position (see Note 6).

The movements in the balance of Advances to Officers and Employees are as follows:

| | | **June 30, 2018 (Unaudited)** | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Balance at the beginning | **P** | **37,636,599** | P | 22,402,245 |
| Additions | | **2,222,424** | | 64,341,649 |
| Payments | | **-** | | ( 49,107,295) |
| Balance at the end | **P** | **39,859,023** | P | 37,636,599 |

### *19.5 Advances to (from) Related Parties*

Certain entities within the AGI Group and other related parties grant cash advances to (from) the Group for its working capital, investment and inventory purchases requirements. These advances are unsecured, noninterest-bearing and repayable upon demand in cash. These are presented as Advances from related parties under the Trade and Other Payables account (see Note 14).

The movements in the balance of Advances from related parties are as follows:

| | | **June 30, 2018 (Unaudited)** | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Balance at the beginning | **P** | **328,070,715** | P | 3,120,715 |
| Additions, net of repayments | | **150,000,000** | | 324,950,000 |
| Balance at the end | **P** | **478,070,715** | P | 328,070,715 |

### *19.6 Management Services*

Condis provides consultancy and advisory services in relation to the operation, management, development and maintenance of machineries in the distillery plants.

### *19.7 Purchase of Land*

In 2016, the Group entered into a contract to purchase certain parcels of land located in Iloilo and Cebu from Megaworld Corporation, a related party under common ownership, for a total consideration of P206.0 million. The Group already made partial cash payments. The legal title and the risks and rewards of ownership over the parcels of land have not yet been transferred to the Group as of June 30, 2018; hence, the land was not yet recorded as an asset by the Group. The total cash payments made by the Group are presented as part of Advances to suppliers under Trade and Other Receivables account in the June 30, 2018 interim consolidated statement of financial position (see Note 6).

## 20. EQUITY

### *20.1 Treasury Shares*

As of June 30, 2018, EMP has repurchased 142,294,600 shares for P 1,028,836,329 pursuant to its ongoing two-year repurchase program, which was announced last May 15, 2017. The Board of Directors ("BOD") approved up to P5 billion for this program.

### *20.2 Subsidiaries with Non-controlling Interest*

The composition of NCI account is as follows:

| | 2018 | 2017 |
|---|---|---|
| DBLC | **P 978,246,801** | P 631,781,950 |
| AWGI | - | 2,875,000 |
| | **P 978,246,801** | P 634,656,950 |

In 2018, AWGI redeemed the remaining balance of its preferred shares.

### *20.3 Dividends Declaration*

On April 11, 2018, the BOD of the Parent Company declared a total cash dividend P2,399,048,170 or P0.14883413 per share out of the available unrestricted earnings of the Company as of March 31,2018, payable on or before May 22, 2018 to stockholders of record as of May 2, 2018.

## 21. EARNINGS PER SHARE

Earnings per share were computed as follows:

| | For the Six Months Ended June 30, 2018 (Unaudited) | For the Six Months Ended June 30, 2017 (Unaudited) |
|---|---|---|
| Consolidated net profit attributable to owners of parent company | **P 3,190,217,895** | P 2,697,587,473 |
| Divided by the weighted average number of outstanding shares | **16,151,900,337** | 16,119,425,000 |
| | **P 0.20** | P 0.17 |

The basic and diluted earnings per share are the same because the dilutive effects of the potential common shares from the employee share options have no significant impact as they were only issued in November 2015. On the other hand, the potential common shares from the convertible ELS are considered to be antidilutive since their conversion to ordinary shares would increase earnings per share. Thus, number of issued and outstanding common shares presented above does not include the effect of the potential common shares from the employee share options and convertible ELS.

The Treasury shares under the ongoing repurchase program (see Note 20.1) do not form part of outstanding shares.

## 22. COMMITMENTS AND CONTINGENCIES

The Group entered into non-cancellable leases covering certain manufacturing plant facilities, storage tanks and office spaces. The leases are for periods ranging from one to 50 years which are renewable thereafter upon mutual agreement of both parties. Several warehouse lease agreements with different lessors were likewise executed with lease period ranging from one to three years, which are renewable thereafter upon mutual agreement between the parties. The future minimum rentals payable under these operating leases as of June 30, 2018 and December 31, 2017 are as follows:

| | **June 30, 2018 (Unaudited)** | December 31, 2017 (Audited) |
|---|---|---|
| Within one year | **P 38,662,621** | P 49,267,606 |
| After one year but not more than five years | **22,022,290** | 49,486,609 |
| | **P 60,684,912** | P 98,754,215 |

There are other commitments and contingent liabilities that arise in the normal course of the Group's operations which are not reflected in the consolidated financial statements. Management is of the opinion that losses, if any, from these commitments and contingencies will not have material effects on the Group's consolidated financial statements.

## 23. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks which result from its operating activities. The Group's risk management is coordinated with AGI, in close cooperation with the BOD appointed by AGI, and focuses on actively securing the Group's short-to-medium term cash flows by minimizing the exposure to financial markets.

There have been no significant changes in the Group's financial risk management objectives and policies during the period.

The Group does not engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Group is exposed to are described in the succeeding paragraphs.

### *23.1 Market Risk*

The Group is exposed to market risk through its use of financial instruments and specifically to foreign currency risk, interest rate risk and certain other price risk which result from both its operating, investing and financing activities.

*(a) Foreign Currency Risk*

Most of the Group's transactions are carried out in Philippine pesos, US dollars, Euros, and UK pounds, which are the entities' functional currencies. Exposures to currency exchange rates arise from the Group's foreign currency-denominated transactions at each entity level. The Group has no significant exposure to other foreign currency exchange rates at each entity level, except for US dollars of EDI and foreign subsidiaries, since these other foreign currencies are not significant to the Group's consolidated financial statements. EDI holds US dollar denominated cash and cash equivalents as of June 30, 2018 and December 31, 2017 while the foreign subsidiaries have cash and cash equivalents, receivables and payables in US dollars. To mitigate the Group's exposure to foreign currency risk, non-functional currency cash flows are being monitored.

Foreign currency-denominated financial assets and financial liabilities with exposure to foreign currency risk, translated into Philippine pesos at the closing rate, are as follows:

| | **June 30, 2018 (Unaudited)** | December 31, 2017 (Audited) |
|---|---|---|
| Financial assets | **P 647,146,192** | P 767,293,283 |
| Financial liabilities | **(38,191,556)** | ( 215,872,099) |
| Net assets | **P 608,954,636** | P 551,421,184 |

The following table illustrates the sensitivity of the Group's profit before tax with respect to changes in Philippine pesos against U.S. dollar exchange rates. The percentage changes in rates have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months at a 68% confidence level.

| | Reasonably possible change in rate | Effect in profit before tax | Effect in equity before tax |
|---|---|---|---|
| **June 30, 2018** | **3 94%** | **P 23,992,813** | **P 16,794,969** |
| December 31, 2017 | 4.09% | P 22,553,126 | P 15,787,188 |

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

*(b) Interest Rate Risk*

As at June 30, 2018 and December 31, 2017, the Group is exposed to changes in market rates through its cash in banks and short-term placements which are subject to 30-day re-pricing intervals (see Note 5). Due to the short duration of short-term placements, management believes that interest rate sensitivity and its effect on the net results and equity are not significant. The Group's interest-bearing loans are subject to fixed interest rates and are therefore not subject to interest rate risk, except for a five-year loan that is based on Euro Interbank Offered Rate (EURIBOR). The EURIBOR, however, is currently at a negative rate or zero rate, and the Group does not see a material interest rate risk here in the short-term.

### *23.2 Credit Risk*

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

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Group's policy is to deal only with creditworthy counterparties.

Generally, the maximum credit risk exposure of financial assets is the total carrying amount of the financial assets as shown in the interim consolidated statements of financial position or in the detailed analysis provided in the notes to the consolidated financial statements, as summarized in the following table.

| | Notes | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|---|
| Cash and cash equivalents | 5 | **P** | **6,893,408,684** | P | 10,162,413,848 |
| Trade and other receivables – net | 6 | | **11,792,028,874** | | 13,056,719,477 |
| Financial assets at FVTPL | | | **1,197,196,000** | | 19,572,259 |
| Refundable security deposits | 10 | | **53,250,754** | | 46,467,016 |
| Property mortgage receivable | | | **690,754,882** | | 654,595,116 |
| | | **P** | **20,626,639,194** | P | 23,939,767,716 |

The Group's management considers that all the above financial assets that are not impaired as at the end of reporting period under review are of good credit quality.

*(a) Cash and Cash Equivalents*

The credit risk for cash and cash equivalents is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

*(b) Trade and Other Receivables*

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. In determining credit risk, trade and other receivables exclude advances to suppliers amounting to P1.9 as of June 30, 2018 and December 31, 2017 (see Note 6).

The age of trade and other receivables that are past due but unimpaired is as follows:

| | | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) |
|---|---|---|---|---|
| Not more than 3 months | **P** | **1,318,236,153** | P | 1,017,195,466 |
| More than 3 months but not more than six months | | **356,500,173** | | 614,043,343 |
| | **P** | **1,674,736,326** | P | 1,631,238,809 |

The Group has no trade and other receivables that are past due for more than six months.

None of the financial assets are secured by collateral or other credit enhancements, except for cash, as described above.

### *23.3 Liquidity Risk*

The Group manages its liquidity needs by carefully monitoring cash out flows due in day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 60-day projection. Long-term liquidity needs for a six-month and one-year period are identified monthly.

As at June 30, 2018 and December 31, 2017, the Group's financial liabilities are presented below.

| | June 30, 2018 (Unaudited) | | |
|---|---|---|---|
| | **Within 6 Months** | **6 to 12 Months** | **1 to 5 Years** |
| Interest-bearing loans | **P 475,131,674** | **P 4,247,675,902** | **P 28,212,966,047** |
| Trade and other payables | **11,989,729,926** | **-** | **-** |
| Derivative Liability | **16,502,956** | **-** | **-** |
| ELS | **-** | **-** | **5,402,665,931** |
| | **P 12,481,364,556** | **P 4,247,675,902** | **P 33,615,631,978** |

| | December 31, 2017 (Audited) | | |
|---|---|---|---|
| | Within 6 Months | 6-12 Months | 1-5 Years |
| Interest-bearing loans | P 220,712,542 | P 4,494,091,717 | P 30,400,378,848 |
| Trade and other payables | 11,668,850,156 | - | - |
| ELS | - | - | 5,525,331,862 |
| | P 11,889,562,698 | P 4,494,091,717 | P 35,925,710,710 |

The Group maintains cash to meet its liquidity requirements for up to seven-day periods. Excess cash funds are invested in short-term placements.

## 24. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

### *24.1 Carrying Amounts and Fair Values of Financial Assets and Financial Liabilities*

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the interim consolidated statements of financial position are shown below.

| | Notes | June 30, 2018 (Unaudited) | | December 31, 2017 (Audited) | |
|---|---|---|---|---|---|
| | | **Carrying Values** | **Fair Values** | Carrying Values | Fair Values |
| *Financial Assets* | | | | | |
| Loans and receivables: | | | | | |
| Cash and cash equivalents | 5 | **6,893,408,684** | **6,893,408,684** | 10,162,413,848 | 10,162,413,848 |
| Trade and other receivables | 6 | **11,792,028,874** | **11,792,028,874** | 13,056,719,477 | 13,056,719,477 |
| Refundable security deposits | 10 | **53,250,754** | **53,250,754** | 46,467,016 | 46,467,016 |
| Property mortgage | | **690,754,882** | **690,754,882** | 654,595,116 | 654,595,116 |
| | | **P 19,429,443,194** | **P 19,429,443,194** | P 23,920,195,457 | P 23,920,195,457 |
| Financial assets at FVTPL | | **P 1,197,196,000** | **P 1,197,196,000** | P 19,572,259 | P 19,572,259 |
| *Financial Liabilities* | | | | | |
| Financial liabilities at amortized cost: | | | | | |
| Interest bearing loans | 12 | **34,627,701,341** | **34,627,701,341** | 32,922,420,890 | 32,922,420,890 |
| Trade and other payables | 14 | **11,989,729,926** | **11,989,729,926** | 11,668,850,156 | 11,668,850,156 |
| ELS | 13 | **5,181,345,298** | **5,181,345,298** | 5,227,114,518 | 5,227,114,518 |
| Derivative Liability | | **16,502,956** | **16,502,956** | - | - |
| | | **P 51,815,279,521** | **P 51,815,279,521** | P 49,818,385,564 | P 49,818,385,564 |

A description of the Group's risk management objectives and policies for financial instruments is provided in Note 22.

### *24.2 Offsetting of Financial Assets and Financial Liabilities*

Currently, the Group's other financial assets and financial liabilities are settled on a gross basis because there is no relevant offsetting arrangement on them as of June 30, 2018 and December 31, 2017. In subsequent reporting periods, each party to the financial instruments (particularly those involving related parties) may decide to enter into an offsetting arrangement in the event of default of the other party.

## 25. FAIR VALUE MEASUREMENT AND DISCLOSURES

### *25.1 Fair Value Hierarchy*

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

a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

b) Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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

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

### *25.2 Financial Instruments Measured at Fair Value*

The Group's financial instruments measured at fair value pertain only to the Group's financial assets at FVTPL amounting to P1.2 billion and P19.6 million as of June 30, 2018 and December 31, 2017, respectively. These financial instruments are included in Level 2 as these comprise of foreign exchange spots and forward contracts classified as financial instruments at FVTPL. The fair values of derivative financial instruments that are not quoted in an active market are determined through valuation techniques using the net present value computation.

### *25.3 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed*

The table below summarizes the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the interim consolidated statement of financial position but for which fair value is disclosed.

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| *Financial assets:* | | | | |
| Cash and cash equivalents | P 6,893,408,684 | P - | P - | P 6,893,408,684 |
| Trade and other receivables | - | - | 11,792,028,874 | 11,792,028,874 |
| Property mortgage receivable | | | 690,754,882 | 690,754,882 |
| Refundable security deposits | - | - | 53,250,754 | 53,250,754 |
| | P 6,893,408,684 | P - | P 12,536,034,510 | P 19,429,443,194 |

| | Level 1 | Level 2 | Level 3 | Total |
|---|---|---|---|---|
| *Financial liabilities:* | | | | |
| Interest-bearing loans | P - | P - | 34,627,701,341 | 34,627,701,341 |
| Trade and other payables | - | - | 11,989,729,926 | 11,989,729,926 |
| ELS | - | - | 5,181,345,298 | 5,181,345,298 |
| | P - | P - | P 51,798,776,565 | P 51,798,776,565 |

For financial assets with fair values included in Level 1, management considers that the carrying amounts of those short-term financial instruments approximate their fair values.

## 26. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

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

The Group monitors capital on the basis of the carrying amount of equity as presented in the face of the interim consolidated statements of financial position. Capital at the end of each reporting period is summarized as follows:

| | **June 30, 2018 (Unaudited)** | December 31, 2017 (Audited) |
|---|---|---|
| Total liabilities | **P 54,383,327,388** | P 53,182,228,344 |
| Total equity | **60,980,247,960** | 58,353,553,645 |
| Debt-to-equity ratio | **P 0.89 : 1.00** | P 0.91 : 1.00 |

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

## SIGNATURES

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

Issuer: **EMPERADOR INC.**

By:

**DINA D.R. INTING**
Chief Financial Officer,
Corporate Information Officer
& Duly Authorized Officer
(Principal Financial/Accounting Officer)
August 8, 2018