UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

FORM 10-Q

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2024

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from ____________ to _________________

Commission file number 001-37762

Yum China Holdings, Inc.
(Exact Name of Registrant as Specified in Its Charter)

Delaware	**81-2421743**
(State or Other Jurisdiction of Incorporation or Organization)	(I.R.S. Employer Identification No.)
101 East Park Boulevard, Suite 805 **Plano, Texas 75074** **United States of America**	**Yum China Building** **20 Tian Yao Qiao Road** **Shanghai 200030** **People's Republic of China**

(Address, Including Zip Code, of Principal Executive Offices)

(469) 980-2898
(Registrant's Telephone Number, Including Area Code)

Not Applicable
(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.01 per share	YUMC	New York Stock Exchange
	9987	The Stock Exchange of Hong Kong Limited

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	☒	Accelerated filer	☐
Non-accelerated filer	☐	Smaller reporting company	☐
		Emerging growth company	☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The number of shares outstanding of the registrant's common stock as of May 3, 2024 was 389,901,700 shares.

Yum China Holdings, Inc.

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PART I – FINANCIAL INFORMATION

Item 1. Financial Statements

Condensed Consolidated Statements of Income (Unaudited)
Yum China Holdings, Inc.
(in US$ millions, except per share data)

	Quarter Ended	
Revenues	**3/31/2024**	**3/31/2023**
Company sales	$ 2,794	$ 2,772
Franchise fees and income	25	25
Revenues from transactions with franchisees	107	93
Other revenues	32	27
Total revenues	2,958	2,917
Costs and Expenses, Net		
Company restaurants		
Food and paper	896	835
Payroll and employee benefits	708	683
Occupancy and other operating expenses	697	691
Company restaurant expenses	2,301	2,209
General and administrative expenses	140	163
Franchise expenses	10	10
Expenses for transactions with franchisees	104	91
Other operating costs and expenses	29	24
Closures and impairment expenses, net	1	3
Other (income) expenses, net	(1)	1
Total costs and expenses, net	2,584	2,501
Operating Profit	374	416
Interest income, net	38	38
Investment gain (loss)	8	(17)
Income Before Income Taxes and Equity in Net Earnings (Losses) from Equity Method Investments	420	437
Income tax provision	(113)	(125)
Equity in net earnings (losses) from equity method investments	—	1
Net income – including noncontrolling interests	307	313
Net income – noncontrolling interests	20	24
Net Income – Yum China Holdings, Inc.	$ 287	$ 289
Weighted-average common shares outstanding (in millions):		
Basic	401	418
Diluted	403	423
Basic Earnings Per Common Share	$ 0.72	$ 0.69
Diluted Earnings Per Common Share	$ 0.71	$ 0.68

See accompanying Notes to Condensed Consolidated Financial Statements.

Condensed Consolidated Statements of Comprehensive Income (Unaudited)
Yum China Holdings, Inc.
(in US$ millions)

	Quarter Ended	
	3/31/2024	**3/31/2023**
Net income – including noncontrolling interests	$ 307	$ 313
Other comprehensive (loss) income, net of tax of nil:		
Foreign currency translation adjustments	(81)	14
Comprehensive income – including noncontrolling interests	226	327
Comprehensive income – noncontrolling interests	10	26
Comprehensive Income – Yum China Holdings, Inc.	$ 216	$ 301

See accompanying Notes to Condensed Consolidated Financial Statements.

Condensed Consolidated Statements of Cash Flows (Unaudited)
Yum China Holdings, Inc.
(in US$ millions)

	Quarter Ended	
	3/31/2024	3/31/2023
Cash Flows – Operating Activities		
Net income – including noncontrolling interests	$ 307	$ 313
Depreciation and amortization	117	116
Non-cash operating lease cost	101	102
Closures and impairment expenses	1	3
Investment (gain) loss	(8)	17
Equity in net (earnings) losses from equity method investments	—	(1)
Distributions of income received from equity method investments	2	4
Deferred income taxes	—	7
Share-based compensation expense	10	13
Changes in accounts receivable	(3)	5
Changes in inventories	74	40
Changes in prepaid expenses, other current assets and value-added tax assets	(8)	12
Changes in accounts payable and other current liabilities	(136)	(93)
Changes in income taxes payable	73	75
Changes in non-current operating lease liabilities	(100)	(94)
Other, net	12	(12)
Net Cash Provided by Operating Activities	442	507
Cash Flows – Investing Activities		
Capital spending	(189)	(179)
Purchases of short-term investments, long-term bank deposits and notes	(268)	(1,378)
Maturities of short-term investments, long-term bank deposits and notes	555	1,126
Other, net	1	2
Net Cash Provided by (Used in) Investing Activities	99	(429)
Cash Flows – Financing Activities		
Repurchase of shares of common stock	(679)	(60)
Cash dividends paid on common stock	(64)	(54)
Dividends paid to noncontrolling interests	(16)	(15)
Contributions from noncontrolling interests	—	35
Other, net	(17)	(5)
Net Cash Used in Financing Activities	(776)	(99)
Effect of Exchange Rates on Cash, Cash Equivalents and Restricted Cash	(10)	2
Net Decrease in Cash, Cash Equivalents and Restricted Cash	(245)	(19)
Cash, Cash Equivalents, and Restricted Cash - Beginning of Period	1,128	1,130
Cash, Cash Equivalents, and Restricted Cash - End of Period	$ 883	$ 1,111

Supplemental Cash Flow Data		
Cash paid for income tax	38	39
Non-cash Investing and Financing Activities		
Capital expenditures included in accounts payable and other current liabilities	173	139

See accompanying Notes to Condensed Consolidated Financial Statements.

Condensed Consolidated Balance Sheets
Yum China Holdings, Inc.
(in US$ millions)

	3/31/2024 (Unaudited)	12/31/2023
ASSETS		
Current Assets		
Cash and cash equivalents	$ 883	$ 1,128
Short-term investments	1,512	1,472
Accounts receivable, net	74	68
Inventories, net	345	424
Prepaid expenses and other current assets	341	339
Total Current Assets	3,155	3,431
Property, plant and equipment, net	2,292	2,310
Operating lease right-of-use assets	2,167	2,217
Goodwill	1,900	1,932
Intangible assets, net	147	150
Long-term bank deposits and notes	907	1,265
Equity investments	335	332
Deferred income tax assets	129	129
Other assets	263	265
Total Assets	11,295	12,031
LIABILITIES, REDEEMABLE NONCONTROLLING INTEREST AND EQUITY		
Current Liabilities		
Accounts payable and other current liabilities	1,936	2,164
Short-term borrowings	165	168
Income taxes payable	162	90
Total Current Liabilities	2,263	2,422
Non-current operating lease liabilities	1,847	1,899
Non-current finance lease liabilities	44	44
Deferred income tax liabilities	387	390
Other liabilities	166	157
Total Liabilities	4,707	4,912
Redeemable Noncontrolling Interest	13	13
Equity		
Common stock, $0.01 par value; 1,000 million shares authorized; 394 million shares and 407 million shares issued at March 31, 2024 and December 31, 2023, respectively; 392 million shares and 407 million shares outstanding at March 31, 2024 and December 31, 2023, respectively.	4	4
Treasury stock	(76)	—
Additional paid-in capital	4,159	4,320
Retained earnings	2,078	2,310
Accumulated other comprehensive loss	(300)	(229)
Total Yum China Holdings, Inc. Stockholders' Equity	5,865	6,405
Noncontrolling interests	710	701
Total Equity	6,575	7,106
Total Liabilities, Redeemable Noncontrolling Interest and Equity	$ 11,295	$ 12,031

See accompanying Notes to Condensed Consolidated Financial Statements.

Condensed Consolidated Statements of Equity (Unaudited)
Yum China Holdings, Inc.
(in US$ millions)

	Yum China Holdings, Inc.									
	Common Stock		Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Treasury Stock		Noncontrolling Interests	Total Equity	Redeemable Noncontrolling Interest
	Shares*	Amount				Shares	Amount			
Balance at December 31, 2023	**407**	**$ 4**	**$ 4,320**	**$ 2,310**	**$ (229)**	**—**	**$ —**	**$ 701**	**$ 7,106**	**$ 13**
Net Income				287				20	307	—
Foreign currency translation adjustments					(71)			(10)	(81)	—
Comprehensive income									226	—
Cash dividends declared ($0.16 per common share)				(64)					(64)	
Distributions to/contributions from noncontrolling interests								(1)	(1)	
Repurchase and retirement of shares	(15)	—	(156)	(455)		(2)	(76)		(687)	
Exercise and vesting of share-based awards	1	—	(15)						(15)	
Share-based compensation			10					—	10	
Balance at March 31, 2024	**394**	**$ 4**	**$ 4,159**	**$ 2,078**	**$ (300)**	**(2)**	**$ (76)**	**$ 710**	**$ 6,575**	**$ 13**
Balance at December 31, 2022	**419**	**$ 4**	**$ 4,390**	**$ 2,191**	**$ (103)**	**—**	**$ —**	**$ 666**	**$ 7,148**	**$ 12**
Net Income				289				24	313	—
Foreign currency translation adjustments					12			2	14	—
Comprehensive income									327	—
Cash dividends declared ($0.13 per common share)				(54)					(54)	
Contributions from / distributions to noncontrolling interests								34	34	
Repurchase and retirement of shares	(1)	—	(10)	(52)					(62)	
Exercise and vesting of share-based awards	1	—	(2)						(2)	
Share-based compensation			13					—	13	
Balance at March 31, 2023	**418**	**$ 4**	**$ 4,391**	**$ 2,374**	**$ (91)**	**—**	**$ —**	**$ 726**	**$ 7,404**	**$ 12**

*: Shares may not add due to rounding.

See accompanying Notes to Condensed Consolidated Financial Statements.

Notes to Condensed Consolidated Financial Statements (Unaudited)

(Tabular amounts in US$ millions, except as otherwise noted)

Note 1 – Description of Business

Yum China Holdings, Inc. ("Yum China" and, together with its subsidiaries, the "Company," "we," "us," and "our") was incorporated in Delaware on April 1, 2016.

The Company owns, franchises or has ownership in entities that own and operate restaurants (also referred to as "stores" or "units") under the KFC, Pizza Hut, Lavazza, Huang Ji Huang, Little Sheep and Taco Bell concepts (collectively, the "concepts"). In connection with the separation of the Company in 2016 from its former parent company, Yum! Brands, Inc. ("YUM"), a master license agreement was entered into between Yum Restaurants Consulting (Shanghai) Company Limited ("YCCL"), a wholly-owned indirect subsidiary of the Company and YUM, through YRI China Franchising LLC, a subsidiary of YUM, effective from January 1, 2020 and previously through Yum! Restaurants Asia Pte. Ltd., another subsidiary of YUM, from October 31, 2016 to December 31, 2019, for the exclusive right to use and sublicense the use of intellectual property owned by YUM and its subsidiaries for the development and operation of the KFC, Pizza Hut and, subject to achieving certain agreed-upon milestones, Taco Bell brands and their related marks and other intellectual property rights for restaurant services in the People's Republic of China (the "PRC" or "China"), excluding Hong Kong, Macau and Taiwan. The term of the license is 50 years from October 31, 2016 for the KFC and Pizza Hut brands and, subject to achieving certain agreed-upon milestones, 50 years from April 15, 2022 for the Taco Bell brand, with automatic renewals for additional consecutive renewal terms of 50 years each, subject only to us being in "good standing" and unless we give notice of our intent not to renew. In exchange, we pay a license fee to YUM equal to 3% of net system sales from both our Company and franchise restaurants. We own the intellectual property of Huang Ji Huang and Little Sheep and pay no license fee related to these concepts.

In 1987, KFC was the first major global restaurant brand to enter China. As of March 31, 2024, there were 10,603 KFC stores in China. We maintain a controlling interest of 58%, 70%, 83%, 92% and approximately 60% in the entities that own and operate the KFCs in and around Shanghai, Beijing, Wuxi, Suzhou and Hangzhou, respectively.

The first Pizza Hut in China opened in 1990. As of March 31, 2024, there were 3,425 Pizza Hut restaurants in China.

In the second quarter of 2020, the Company partnered with Luigi Lavazza S.p.A. ("Lavazza Group"), the world-renowned family-owned Italian coffee company, and established a joint venture ("Lavazza joint venture"), to explore and develop the Lavazza coffee concept in China. Lavazza joint venture operates both the coffee shop business and the retail business. We maintain a controlling interest of 65% equity interest in the Lavazza joint venture.

In 2017, the Company acquired a controlling interest in the holding company of DAOJIA.com.cn ("Daojia"), an online food delivery service provider in China. This business was extended to also include a team managing the delivery services for restaurants, including restaurants in our system, with their results reported under our delivery operating segment.

As part of our strategy to drive growth from off-premise occasions, we also developed our own retail brand operations, Shaofaner, which sells packaged foods through online and offline channels. The operating results of Shaofaner are included in our e-commerce business operating segment.

The Company has two reportable segments: KFC and Pizza Hut. Our non-reportable operating segments, including the operations of Lavazza, Huang Ji Huang, Little Sheep and Taco Bell, our delivery operating segment and our e-commerce business, are combined and referred to as All Other Segments, as these operating segments are insignificant both individually and in the aggregate. Additional details on our segment reporting are included in Note 13.

The Company's common stock is listed on the New York Stock Exchange ("NYSE") under the symbol "YUMC." On September 10, 2020, the Company completed a secondary listing of its common stock on the Main Board of the Hong Kong Stock Exchange ("HKEX") under the stock code "9987," in connection with a global offering of 41,910,700 shares of its common stock. Net proceeds raised by the Company from the global offering after deducting underwriting fees and the offering expenses amounted to $2.2 billion. On October 24, 2022, the Company's voluntary conversion of its secondary listing status to a primary listing status on the HKEX became effective ("Primary Conversion") and the Company became a dual primary listed company on the NYSE and HKEX. On the same day, the Company's shares of common stock traded on the HKEX were included in the Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect. The Company's common stock listed on the NYSE and HKEX continue to be fully fungible.

Note 2 – Basis of Presentation

Our preparation of the accompanying Condensed Consolidated Financial Statements in conformity with Generally Accepted Accounting Principles in the United States of America ("GAAP") requires us to make estimates and assumptions that affect reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

We have prepared the Condensed Consolidated Financial Statements in accordance with the rules and regulations of the Securities and Exchange Commission (the "SEC") for interim financial information. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. The Condensed Consolidated Financial Statements include all normal and recurring adjustments considered necessary to present fairly our financial position as of March 31, 2024, and our results of operations, comprehensive income, statements of equity and cash flows for the quarters ended March 31, 2024 and 2023. Our results of operations, comprehensive income and cash flows for these interim periods are not necessarily indicative of the results to be expected for the full year. These statements should be read in conjunction with the consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K as filed with the SEC on February 29, 2024.

Through the acquisition of Daojia, the Company also acquired a variable interest entity ("VIE") and subsidiaries of the VIE effectively controlled by Daojia. There exists a parent-subsidiary relationship between Daojia and its VIE as a result of certain exclusive agreements that require Daojia to consolidate its VIE and subsidiaries of the VIE because Daojia is the primary beneficiary that possesses the power to direct the activities of the VIE that most significantly impact its economic performance, and is entitled to substantially all of the profits and has the obligation to absorb all of the expected losses of the VIE. The acquired VIE and its subsidiaries were considered immaterial, both individually and in the aggregate. The results of Daojia's operations have been included in the Company's Condensed Consolidated Financial Statements since the acquisition date.

Recently Adopted Accounting Pronouncements

In March 2023, the FASB issued ASU 2023-01, *Leases (Topic 842) — Common Control Arrangements* ("ASU 2023-01"). It requires all lessees, including public business entities, to amortize leasehold improvements associated with common control leases over their useful life to the common control group and account for them as a transfer of assets between entities under common control through an adjustment to equity when the lessee no longer controls the use of the underlying asset. ASU 2023-01 is effective for the Company from January 1, 2024, with early adoption permitted. We adopted this standard on January 1, 2024, and such adoption did not have a material impact on our financial statements.

Note 3 – Business Acquisitions and Equity Investments

Consolidation of Hangzhou KFC and Equity Investment in Hangzhou Catering

In the fourth quarter of 2021, the Company completed its investment in a 28% equity interest in Hangzhou Catering for cash consideration of $255 million. Hangzhou Catering holds a 45% equity interest in Hangzhou KFC, of which the Company previously held a 47% equity interest. Along with the investment, the Company also obtained two additional seats on the board of directors of Hangzhou KFC. Upon completion of the transaction, the Company directly and indirectly holds an approximately 60% equity interest in Hangzhou KFC and has majority representation on the board, and thus obtained control over Hangzhou KFC and started to consolidate its results from the acquisition date.

In addition to its equity interest in Hangzhou KFC, Hangzhou Catering operates approximately 70 Chinese dining restaurants under four time-honored brands and a food processing business. The Company applies the equity method of accounting to the 28% equity interest in Hangzhou Catering excluding the Hangzhou KFC business and recorded this investment in Equity investments based on its then fair value. The Company elected to report its share of Hangzhou Catering's financial results with a one-quarter lag because its results are not available in time for the Company to record them in the concurrent period. The Company's equity earnings (losses) from Hangzhou Catering, net of taxes, were immaterial for both the quarters ended March 31, 2024 and 2023, and included in Equity in net earnings (losses) from equity method investments in our Condensed Consolidated Statement of Income. As of March 31, 2024 and December 31, 2023, the carrying amount of the Company's equity method investment in Hangzhou Catering was $41 million and $41 million, respectively, exceeding the Company's interest in Hangzhou Catering's underlying net assets by $23 million and $24 million, respectively. Substantially all of this difference was attributable to its self-owned properties and impact of related deferred tax liabilities determined upon acquisition, which is being depreciated over a weighted-average remaining useful life of 20 years.

The purchase amount from Hangzhou Catering was immaterial for both quarters ended March 31, 2024 and 2023. The Company's accounts payable and other current liabilities due to Hangzhou Catering were immaterial as of both March 31, 2024 and December 31, 2023.

Fujian Sunner Development Co., Ltd. (“Sunner”) Investment

In the first quarter of 2021, the Company acquired a 5% equity interest in Sunner, a Shenzhen Stock Exchange-listed company. Sunner is China’s largest white-feathered chicken producer and the Company’s largest poultry supplier. In May 2021, a senior executive of the Company was nominated and appointed to Sunner’s board of directors upon Sunner’s shareholder approval. Through this representation, the Company participates in Sunner’s policy making process. The representation on the board, along with the Company being one of Sunner’s significant shareholders, provides the Company with the ability to exercise significant influence over the operating and financial policies of Sunner. As a result, the Company started to apply the equity method of accounting to the investment in May 2021 based on its then fair value. The Company elected to report its share of Sunner’s financial results with a one-quarter lag because Sunner’s results are not available in time for the Company to record them in the concurrent period. In the quarters ended March 31, 2024 and 2023, the Company's equity income (losses) from Sunner, net of taxes, was immaterial and was included in Equity in net earnings (losses) from equity method investments in our Condensed Consolidated Statement of Income.

The Company purchased inventories of $116 million and $119 million from Sunner for the quarters ended March 31, 2024 and 2023, respectively. The Company’s accounts payable and other current liabilities due to Sunner were $40 million and $51 million as of March 31, 2024 and December 31, 2023, respectively.

As of March 31, 2024 and December 31, 2023, the carrying amount of the Company’s investment in Sunner was $221 million and $225 million, respectively, exceeding the Company’s interest in Sunner’s underlying net assets by $149 million and $152 million, respectively. As of March 31, 2024 and December 31, 2023, $16 million and $16 million of these basis differences were related to finite-lived intangible assets determined upon acquisition, respectively, which are being amortized over the estimated useful life of 20 years. The remaining differences were related to goodwill and indefinite-lived intangible assets, which are not subject to amortization, as well as deferred tax liabilities impact. As of March 31, 2024 and December 31, 2023, the market value of the Company’s investment in Sunner was $141 million and $151 million based on its quoted closing price, respectively.

Meituan Dianping (“Meituan”) Investment

In the third quarter of 2018, the Company subscribed for 8.4 million, or less than 1%, of the ordinary shares of Meituan, a delivery aggregator in China, for a total consideration of approximately $74 million, when it launched its initial public offering on the HKEX in September 2018. In the second quarter of 2020, the Company sold 4.2 million of the ordinary shares of Meituan.

The Company accounts for the equity securities at fair value with subsequent fair value changes recorded in our Condensed Consolidated Statements of Income. The fair value of the investment in Meituan is determined based on the closing market price for the shares at the end of each reporting period. The fair value change, to the extent the closing market price of shares of Meituan as of the end of reporting period is higher than our cost, is subject to U.S. tax.

A summary of pre-tax gains or losses on investment in equity securities of Meituan recognized, which were included in Investment gain (loss) in our Condensed Consolidated Statements of Income, is as follows:

	Quarter Ended	
	3/31/2024	3/31/2023
Unrealized gain (loss) recorded on equity securities still held as of the end of the period	$ 8	$ (17)

Note 4 – Revenue Recognition

The Company’s revenues include Company sales, Franchise fees and income, Revenues from transactions with franchisees, and Other revenues.

Company Sales

Revenues from Company-owned restaurants are recognized when a customer takes possession of the food and tenders payment, which is when our obligation to perform is satisfied. The Company presents sales net of sales-related taxes. We also offer our customers delivery through both our own mobile applications and third-party aggregators’ platforms. We primarily use our dedicated riders to deliver orders, and also use platform riders at select locations. When orders are fulfilled by our dedicated riders or platform riders, we control and determine the price for the delivery service and generally recognize revenue, including delivery fees, when a customer takes possession of the food. When orders are fulfilled by the delivery staff of third-party aggregators, who control and determine the price for the delivery service, we recognize revenue, excluding delivery fees, when control of the food is transferred to the third-party aggregators’ delivery staff. The payment terms with respect to these sales are short-term in nature.

We recognize revenues from prepaid stored-value products, including gift cards and product vouchers, when they are redeemed by the customer. Prepaid gift cards sold at any given point generally expire over the next 36 months, and product vouchers generally expire over a period of up to 12 months. We recognize breakage revenue, which is the amount of prepaid stored-value products that is not expected to be redeemed, either (1) proportionally in earnings as redemptions occur, in situations where the Company expects to be entitled to a breakage amount, or (2) when the likelihood of redemption is remote, in situations where the Company does not expect to be entitled to breakage, provided that there is no requirement for remitting balances to government agencies under unclaimed property laws. The Company reviews its breakage estimates at least annually based upon the latest available information regarding redemption and expiration patterns.

Our privilege membership programs offer privilege members rights to multiple benefits, such as free delivery and discounts on certain products. For certain privilege membership programs offering a pre-defined amount of benefits that can be redeemed ratably over the membership period, revenue is ratably recognized over the period based on the elapse of time. With respect to privilege membership programs offering members a mix of distinct benefits, including a welcome gift and assorted discount coupons with pre-defined quantities, consideration collected is allocated to the benefits provided based on their relative standalone selling price and revenue is recognized when food or services are delivered or the benefits expire. In determining the relative standalone selling price of the benefits, the Company considers likelihood of future redemption based on historical redemption pattern and reviews such estimates periodically based upon the latest available information regarding redemption and expiration patterns.

Franchise Fees and Income

Franchise fees and income primarily include upfront franchise fees, such as initial fees and renewal fees, and continuing fees. We have determined that the services we provide in exchange for upfront franchise fees and continuing fees are highly interrelated with the franchise right. We recognize upfront franchise fees received from a franchisee as revenue over the term of the franchise agreement or the renewal agreement because the franchise rights are accounted for as rights to access our symbolic intellectual property. The franchise agreement term is generally 10 years for KFC and Pizza Hut, generally five years for Little Sheep and three to 10 years for Huang Ji Huang. We recognize continuing fees, which are based upon a percentage of franchisee sales, as those sales occur.

Revenues from Transactions with Franchisees

Revenues from transactions with franchisees consist primarily of sales of food and paper products, advertising services, delivery services and other services provided to franchisees.

The Company centrally purchases substantially all food and paper products from suppliers for substantially all of our restaurants, including franchisees, and then sells and delivers them to the restaurants. In addition, the Company owns seasoning facilities for its Chinese dining business unit, which manufacture and sell seasoning products to Huang Ji Huang and Little Sheep franchisees. The Company also provides delivery services to franchisees. The performance obligation arising from such transactions is considered distinct from the franchise agreement as it is not highly dependent on the franchise agreement and the customer can benefit from such services on its own. We consider ourselves the principal in this arrangement as we have the ability to control a promised good or service before transferring that good or service to the franchisees. Revenue is recognized upon transfer of control over ordered items or services, generally upon delivery to the franchisees.

For advertising services, the Company often engages third parties to provide services and acts as a principal in the transaction based on our responsibilities of defining the nature of the services and administering and directing all marketing and advertising programs in accordance with the provisions of our franchise agreements. The Company collects advertising contributions, which are generally based on certain percentage of sales from substantially all of our restaurants, including franchisees. Other services provided to franchisees consist primarily of customer and technology support services. Advertising services and other services provided are highly interrelated to franchise right, and are not considered individually distinct. We recognize revenue when the related sales occur.

Other Revenues

Other revenues primarily include i) sales of products to customers through e-commerce channels, sales of Lavazza coffee retail products beyond Lavazza coffee shops, and sales of our seasoning products to distributors, and ii) revenues from logistics and warehousing services provided to third parties through our supply chain network. Our segment disclosures also include revenues relating to delivery services that were provided to our Company-owned restaurants and, therefore, were eliminated for consolidation purposes.

Other revenues are recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services.

Loyalty Programs

Each of the Company's KFC and Pizza Hut reportable segments operates a loyalty program that allows registered members to earn points for each qualifying purchase. Points, which generally expire 18 months after being earned, may be redeemed for future purchases of KFC or Pizza Hut branded products or other products for free or at a discounted price. Points cannot be redeemed or exchanged for cash. The estimated value of points earned by the loyalty program members is recorded as a reduction of revenue at the time the points are earned, based on the percentage of points that are projected to be redeemed, with a corresponding deferred revenue liability included in Accounts payable and other current liabilities in the Condensed Consolidated Balance Sheets and subsequently recognized into revenue when the points are redeemed or expire. The Company estimates the value of the future redemption obligations based on the estimated value of the product for which points are expected to be redeemed and historical redemption patterns and reviews such estimates periodically based upon the latest available information regarding redemption and expiration patterns.

Disaggregation of Revenue

The following tables present revenue disaggregated by types of arrangements and segments:

	Quarter Ended 3/31/2024						
Revenues	**KFC**	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**	**Combined**	**Elimination**	**Consolidated**
Company sales	$ 2,193	$ 587	$ 14	$ —	$ 2,794	$ —	$ 2,794
Franchise fees and income	18	2	5	—	25	—	25
Revenues from transactions with franchisees	14	1	20	72	107	—	107
Other revenues	5	5	164	15	189	(157)	32
Total revenues	$ 2,230	$ 595	$ 203	$ 87	$ 3,115	$ (157)	$ 2,958

	Quarter Ended 3/31/2023						
Revenues	**KFC**	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**	**Combined**	**Elimination**	**Consolidated**
Company sales	$ 2,166	$ 591	$ 15	$ —	$ 2,772	$ —	$ 2,772
Franchise fees and income	17	2	6	—	25	—	25
Revenues from transactions with franchisees	10	1	19	63	93	—	93
Other revenues	5	3	162	10	180	(153)	27
Total revenues	$ 2,198	$ 597	$ 202	$ 73	$ 3,070	$ (153)	$ 2,917

Accounts Receivable

Accounts receivable primarily consist of trade receivables and royalties from franchisees, and are generally due within 30 days of the period in which the corresponding sales occur. Our provision of credit losses for accounts receivable is based upon the current expected credit losses ("CECL") model. The CECL model requires an estimate of the credit losses expected over the life of accounts receivable since initial recognition, and accounts receivable with similar risk characteristics are grouped together when estimating CECL. In assessing the CECL, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical credit loss experience, adjusted for relevant factors impacting collectability and forward-looking information indicative of external market conditions. While we use the best information available in making our determination, the ultimate recovery of recorded receivables is also dependent upon future economic events and other conditions that may be beyond our control. Accounts receivable that are ultimately deemed to be uncollectible, and for which collection efforts have been exhausted, are written off against the allowance for doubtful accounts. As of March 31, 2024 and December 31, 2023, the ending balances of provision for accounts receivable were both $1 million, and amounts of accounts receivable past due were immaterial.

Costs to Obtain Contracts

Costs to obtain contracts consist of upfront franchise fees that we paid to YUM prior to the separation in relation to initial fees or renewal fees we received from franchisees, as well as license fees that are payable to YUM in relation to our deferred revenue of prepaid stored-value products, privilege membership programs and customer loyalty programs. They meet the requirements to be capitalized as they are incremental costs of obtaining contracts with customers and the Company expects to generate future economic benefits from such costs incurred. Such costs to obtain contracts are included in Other assets in the Condensed Consolidated Balance Sheets and are amortized on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the assets relate. Subsequent to the separation, we are no longer required to pay YUM initial or renewal fees that we receive from franchisees. The Company did not incur any impairment losses related to costs to obtain contracts during any of the periods presented. Costs to obtain contracts were $6 million at both March 31, 2024 and December 31, 2023.

Contract Liabilities

Contract liabilities at March 31, 2024 and December 31, 2023 were as follows:

Contract liabilities	**3/31/2024**	**12/31/2023**
– Deferred revenue related to prepaid stored-value products	$ 131	$ 142
– Deferred revenue related to upfront franchise fees	37	37
– Deferred revenue related to customer loyalty programs	27	24
– Deferred revenue related to privilege membership programs	25	24
– Others	1	1
Total	$ 221	$ 228

Contract liabilities primarily consist of deferred revenue related to prepaid stored-value products, privilege membership programs, customer loyalty programs and upfront franchise fees. Deferred revenue related to prepaid stored-value products, privilege membership programs and customer loyalty programs is included in Accounts payable and other current liabilities in the Condensed Consolidated Balance Sheets. Deferred revenue related to upfront franchise fees that we expect to recognize as revenue in the next 12 months is included in Accounts payable and other current liabilities, and the remaining balance is included in Other liabilities in the Condensed Consolidated Balance Sheets. Revenue recognized that was included in the contract liability balance at the beginning of each period amounted to $51 million and $58 million for the quarters ended March 31, 2024 and 2023, respectively. Changes in contract liability balances were not materially impacted by business acquisition, change in estimate of transaction price or any other factors during any of the periods presented.

The Company has elected, as a practical expedient, not to disclose the value of remaining performance obligations associated with sales-based royalty promised to franchisees in exchange for franchise right and other related services. The remaining duration of the performance obligation is the remaining contractual term of each franchise agreement. We recognize continuing franchisee fees and revenues from advertising services and other services provided to franchisees based on a certain percentage of sales, as those sales occur.

Note 5 – Earnings Per Common Share ("EPS")

The following table summarizes the components of basic and diluted EPS (in millions, except per share data):

	Quarter Ended	
	3/31/2024	**3/31/2023**
Net Income – Yum China Holdings, Inc.	$ 287	$ 289
Weighted-average common shares outstanding (for basic calculation)[a]	401	418
Effect of dilutive share-based awards[a]	2	5
Weighted-average common and dilutive potential common shares outstanding (for diluted calculation)[a]	403	423
Basic Earnings Per Common Share	$ 0.72	$ 0.69
Diluted Earnings Per Common Share	$ 0.71	$ 0.68
Share-based awards excluded from the diluted EPS computation[b]	6	2

(a) As a result of the separation, shares of Yum China common stock were distributed to YUM's shareholders of record as of October 19, 2016 and were included in the calculated weighted-average common shares outstanding. Holders of outstanding YUM equity awards generally received both adjusted YUM awards and Yum China awards, or adjusted awards of either YUM or Yum China in their entirety. Any subsequent exercise of these awards, whether held by the Company's employees or YUM's employees, would increase the number of common shares outstanding. The incremental shares arising from outstanding equity awards are included in the computation of diluted EPS, if there is dilutive effect.

(b) These outstanding stock appreciation rights ("SARs"), restricted stock units ("RSUs") and performance stock units ("PSUs") were excluded from the computation of diluted EPS because to do so would have been antidilutive for the periods presented, or because certain PSUs are contingently issuable based on the achievement of performance and market conditions, which have not been met as of March 31, 2024 and 2023.

Note 6 – Equity

Share Repurchase and Retirement

Our Board of Directors has authorized an aggregate of $3.4 billion for our share repurchase program. During the quarters ended March 31, 2024 and 2023, the Company repurchased 16.6 million shares of common stock for $681 million, and 1.0 million shares of common stock for $62 million, respectively, under the repurchase program. The total repurchase cost included $6 million and $2 million settled subsequent to March 31, 2024 and 2023, for shares repurchased with trade dates on and prior to March 31, 2024 and 2023, respectively. As of March 31, 2024, approximately $853 million remained available for future share repurchases under the authorization.

Of the shares repurchased for the quarter ended March 31, 2024, 14.8 million shares were retired and resumed the status of authorized and unissued shares of common stock, and 1.8 million shares repurchased on the HKEX were retired subsequent to March 31, 2024 and included in Treasury stock in the Condensed Consolidated Financial Statement.

The Inflation Reduction Act of 2022 ("IRA"), which is discussed further in Note 12, imposes an excise tax of 1% on net share repurchases that occur after December 31, 2022. Estimated excise tax on net share repurchases, which was recognized as part of the cost of the shares repurchased, amounted to $6 million for the quarter ended March 31, 2024, and the financial impact was not material for the quarter ended March 31, 2023.

Note 7 – Supplemental Balance Sheet Information

Accounts Receivable, net	3/31/2024	12/31/2023
Accounts receivable, gross	$ 75	$ 69
Allowance for doubtful accounts	(1)	(1)
Accounts receivable, net	$ 74	$ 68

Prepaid Expenses and Other Current Assets	3/31/2024	12/31/2023
Value-added tax ("VAT") assets	$ 94	$ 91
Interest receivables	64	46
Receivables from payment processors and aggregators	63	78
Deposits, primarily lease deposits	24	25
Other prepaid expenses and current assets	96	99
Prepaid expenses and other current assets	$ 341	$ 339

Property, Plant and Equipment ("PP&E")	3/31/2024	12/31/2023
Buildings and improvements, and construction in progress	$ 3,046	$ 3,073
Finance leases, primarily buildings	70	68
Machinery and equipment	1,764	1,742
PP&E, gross	4,880	4,883
Accumulated depreciation	(2,588)	(2,573)
PP&E, net	$ 2,292	$ 2,310

Equity Investments	3/31/2024	12/31/2023
Investment in equity method investees	$ 282	$ 287
Investment in equity securities	53	45
Equity investments	$ 335	$ 332

Other Assets	3/31/2024	12/31/2023
Land use right	$ 112	$ 115
Long-term deposits, primarily lease deposits	95	94
Prepayment for acquisition of PP&E	30	28
Costs to obtain contracts	6	6
VAT assets	7	6
Others	13	16
Other assets	$ 263	$ 265

Accounts Payable and Other Current Liabilities	3/31/2024	12/31/2023
Accounts payable	$ 727	$ 786
Operating lease liabilities	419	426
Accrued compensation and benefits	192	299
Contract liabilities	189	196
Accrued capital expenditures	173	226
Accrued marketing expenses	64	51
Dividends payable	25	40
Other current liabilities	147	140
Accounts payable and other current liabilities	$ 1,936	$ 2,164

Other Liabilities	3/31/2024	12/31/2023
Accrued income tax payable	$ 41	$ 39
Contract liabilities	32	32
Other non-current liabilities	93	86
Other liabilities	$ 166	$ 157

Note 8 – Goodwill and Intangible Assets

The changes in the carrying amount of goodwill are as follows:

	Total Company	KFC	Pizza Hut	All Other Segments
Balance as of December 31, 2023				
Goodwill, gross	$ 2,323	$ 1,840	$ 18	$ 465
Accumulated impairment losses[(a)]	(391)	—	—	(391)
Goodwill, net	1,932	1,840	18	74
Effect of currency translation adjustments	(32)	(31)	—	(1)
Balance as of March 31, 2024				
Goodwill, gross	2,291	1,809	18	464
Accumulated impairment losses[(a)]	(391)	—	—	(391)
Goodwill, net	$ 1,900	$ 1,809	$ 18	$ 73

(a) Accumulated impairment losses represent goodwill impairment attributable to the reporting units of Little Sheep and Daojia.

Intangible assets, net as of March 31, 2024 and December 31, 2023 are as follows:

	3/31/2024				12/31/2023			
	Gross Carrying Amount[(a)]	Accumulated Amortization[(a)]	Accumulated Impairment Losses[(b)]	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Accumulated Impairment Losses[(b)]	Net Carrying Amount
Finite-lived intangible assets								
Reacquired franchise rights	$ 264	$ (261)	$ —	$ 3	$ 268	$ (265)	$ —	$ 3
Huang Ji Huang franchise related assets	21	(4)	—	17	21	(4)	—	17
Daojia platform	16	(4)	(12)	—	16	(4)	(12)	—
Customer-related assets	12	(10)	(2)	—	12	(10)	(2)	—
Others	8	(5)	—	3	9	(6)	—	3
	$ 321	$ (284)	$ (14)	$ 23	$ 326	$ (289)	$ (14)	$ 23
Indefinite-lived intangible assets								
Little Sheep trademark	$ 50	$ —	$ —	$ 50	$ 51	$ —	$ —	$ 51
Huang Ji Huang trademark	74	—	—	74	76	—	—	76
	$ 124	$ —	$ —	$ 124	$ 127	$ —	$ —	$ 127
Total intangible assets	$ 445	$ (284)	$ (14)	$ 147	$ 453	$ (289)	$ (14)	$ 150

(a) Changes in gross carrying amount and accumulated amortization include the effect of currency translation adjustments.

(b) Accumulated impairment losses represent impairment charges on intangible assets acquired from Daojia primarily attributable to the Daojia platform.

Amortization expense for finite-lived intangible assets was $1 million and $2 million for the quarters ended March 31, 2024 and 2023, respectively. As of March 31, 2024, expected amortization expense for the unamortized finite-lived intangible assets is less than $2 million for the remainder of 2024 and $2 million in each of 2025, 2026, 2027 and 2028.

Note 9 – Short-term Borrowings

As of March 31, 2024 and December 31, 2023, we had outstanding short-term bank borrowings of $165 million and $168 million, respectively, mainly to manage working capital at our operating subsidiaries, which were secured by short-term investments of $78 million and $79 million, respectively. The bank borrowings are RMB denominated, bear a weighted-average interest rate of 1.7%, and are due within one year from their issuance dates.

Note 10 – Leases

As of March 31, 2024, we leased over 12,500 properties in China for our Company-owned restaurants. We generally enter into lease agreements for our restaurants with initial terms of 10 to 20 years. Most of our lease agreements contain termination options that permit us to terminate the lease agreement early if the restaurant profit is negative for a specified period of time. We generally do not have renewal options for our leases. Such options are accounted for only when it is reasonably certain that we will exercise the options. The rent under the majority of our current restaurant lease agreements is generally payable in one of three ways: (i) fixed rent; (ii) the higher of a fixed base rent or a percentage of the restaurant's sales; or (iii) a percentage of the restaurant's sales. Most leases require us to pay common area maintenance fees for the leased property. In addition to restaurants leases, we also lease office spaces, logistics centers and equipment. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants.

In limited cases, we sub-lease certain restaurants to franchisees in connection with refranchising transactions or lease our properties to other third parties. The lease payments under these leases are generally based on the higher of a fixed base rent or a percentage of the restaurant's annual sales. Income from sub-lease agreements with franchisees or lease agreements with other third parties are included in Franchise fees and income and Other revenues, respectively, within our Condensed Consolidated Statements of Income.

Supplemental Balance Sheet

	3/31/2024	12/31/2023	Account Classification
Assets			
Operating lease right-of-use assets	$ 2,167	$ 2,217	Operating lease right-of-use assets
Finance lease right-of-use assets	41	41	PP&E, net
Total leased assets[(a)]	$ 2,208	$ 2,258	
Liabilities			
Current			
Operating lease liabilities	$ 419	$ 426	Accounts payable and other current liabilities
Finance lease liabilities	4	5	Accounts payable and other current liabilities
Non-current			
Operating lease liabilities	1,847	1,899	Non-current operating lease liabilities
Finance lease liabilities	44	44	Non-current finance lease liabilities
Total lease liabilities[(a)]	$ 2,314	$ 2,374	

Summary of Lease Cost	Quarter Ended		
	3/31/2024	3/31/2023	Account Classification
Operating lease cost	$ 130	$ 132	Occupancy and other operating expenses, G&A or Franchise expenses
Finance lease cost			
Amortization of leased assets	1	1	Occupancy and other operating expenses
Interest on lease liabilities	1	1	Interest income, net
Variable lease cost[(b)]	115	106	Occupancy and other operating expenses or Franchise expenses
Short-term lease cost	3	4	Occupancy and other operating expenses or G&A
Sub-lease income	(5)	(5)	Franchise fees and income or Other revenues
Total lease cost	$ 245	$ 239	

(a) As of March 31, 2024, the decrease of right-of-use ("ROU") assets was primarily due to the amortization of assets relating to existing leases with fixed lease payments, a higher portion of our new leases with variable lease payments and the impact of foreign currency translation. The decrease of lease liabilities was consistent with the decrease of ROU assets.

(b) During the quarter ended March 31, 2023, the Company was granted $8 million in lease concessions from landlords related to the effects of the COVID-19 pandemic. The lease concessions were primarily in the form of rent reduction over the period of time when the Company's restaurant business was adversely impacted. The Company applied the interpretive guidance in a FASB staff question-and-answer document issued in April 2020 and elected: (1) not to evaluate whether a concession received in response to the COVID-19 pandemic is a lease modification and (2) to assume such concession was contemplated as part of the existing lease contract with no contract modification. Such concession was recognized as negative variable lease cost in the period the concession was granted. The Company was no longer granted such lease concession beginning in 2024.

Supplemental Cash Flow Information	**Quarter Ended**	
	3/31/2024	**3/31/2023**
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$ 129	$ 137
Operating cash flows from finance leases	1	1
Financing cash flows from finance leases	1	1
Right-of-use assets obtained in exchange for lease liabilities[c]:		
Operating leases	$ 81	$ 46
Finance leases	2	—

(c) This supplemental non-cash disclosure for ROU assets obtained in exchange for lease liabilities includes an increase in lease liabilities associated with obtaining new ROU assets of $73 million and $65 million for the quarters ended March 31, 2024 and 2023, respectively, as well as adjustments to lease liabilities or ROU assets due to modification or other reassessment events, which resulted in a $10 million increase and $19 million decrease in lease liabilities for the quarters ended March 31, 2024 and 2023, respectively.

Lease Term and Discount Rate	**3/31/2024**	**3/31/2023**
Weighted-average remaining lease term (years)		
Operating leases	7.0	7.1
Finance leases	10.9	11.0
Weighted-average discount rate		
Operating leases	4.8 %	5.1 %
Finance leases	5.0 %	5.1 %

Summary of Future Lease Payments and Lease Liabilities

Maturities of lease liabilities as of March 31, 2024 were as follows:

	Amount of Operating Leases	**Amount of Finance Leases**	**Total**
Remainder of 2024	$ 399	$ 5	$ 404
2025	453	7	460
2026	406	6	412
2027	351	6	357
2028	285	6	291
Thereafter	784	33	817
Total undiscounted lease payment	2,678	63	2,741
Less: imputed interest[d]	412	15	427
Present value of lease liabilities	$ 2,266	$ 48	$ 2,314

(d) As the rate implicit in the lease cannot be readily determined, we use our incremental borrowing rate based on the information available at the lease commencement date in determining the imputed interest and present value of lease payments. We used the incremental borrowing rate on January 1, 2019 for operating leases that commenced prior to that date.

As of March 31, 2024, we have additional lease agreements that have been signed but not yet commenced, with total undiscounted minimum lease payments of $124 million. These leases will commence between the second quarter of 2024 and 2026 with lease terms of 1 year to 20 years.

Note 11 – Fair Value Measurements and Disclosures

The Company's financial assets and liabilities primarily consist of cash and cash equivalents, short-term investments, long-term bank deposits and notes, accounts receivable, accounts payable, short-term borrowings and lease liabilities, and the carrying values of these assets and liabilities approximate their fair value in general.

The Company's financial assets also include its investment in the equity securities of Meituan, which is measured at fair value based on the closing market price for the shares at the end of each reporting period, with subsequent fair value changes recorded in our Condensed Consolidated Statements of Income.

The following table is a summary of our financial assets measured on a recurring basis or disclosed at fair value and the level within the fair value hierarchy in which the measurement falls. The Company classifies its cash equivalents, short-term investments, long-term bank deposits and notes, and investment in equity securities within Level 1 or Level 2 in the fair value hierarchy because it uses quoted market prices or alternative pricing sources and models utilizing market observable inputs to determine their fair value, respectively. No transfers among the levels within the fair value hierarchy occurred during the quarters ended March 31, 2024 and 2023.

	Balance at March 31, 2024	Fair Value Measurement or Disclosure at March 31, 2024		
		Level 1	Level 2	Level 3
Cash equivalents:				
Time deposits	$ 147		$ 147	
Money market funds	80	80		
Total cash equivalents	227	80	147	—
Short-term investments:				
Time deposits	1,276		1,276	
Fixed income debt securities[a]	100		100	
Structured deposits	136		136	
Total short-term investments	1,512	—	1,512	—
Long-term bank deposits and notes:				
Time deposits	540		540	
Fixed income bank notes[a]	367		367	
Total long-term bank deposits and notes	907	—	907	—
Equity investments:				
Investment in equity securities	53	53		
Total	$ 2,699	$ 133	$ 2,566	$ —

	Balance at December 31, 2023	Fair Value Measurement or Disclosure at December 31, 2023		
		Level 1	Level 2	Level 3
Cash equivalents:				
Time deposits	$ 293		$ 293	
Fixed income debt securities[a]	14	14		
Money market funds	11	11		
Total cash equivalents	318	25	293	—
Short-term investments:				
Time deposits	1,113		1,113	
Fixed income debt securities[a]	200		200	
Structured deposits	138		138	
Variable return investments	21	21		
Total short-term investments	1,472	21	1,451	—
Long-term bank deposits and notes:				
Time deposits	903		903	
Fixed income bank notes[a]	362		362	
Total long-term bank deposits and notes	1,265	—	1,265	—
Equity investments:				
Investment in equity securities	45	45		
Total	$ 3,100	$ 91	$ 3,009	$ —

(a) Classified as held-to-maturity investments and measured at amortized cost.

The Company is required to place bank deposits or purchase insurance to secure the balance of prepaid stored-value cards issued by the Company pursuant to regulatory requirements. $21 million of time deposits in Short-term investments and $28 million of time deposits in Long-term bank deposits and notes were restricted for use as of both March 31, 2024 and December 31, 2023.

Non-Recurring Fair Value Measurements

In addition, certain of the Company's restaurant-level assets (including operating lease ROU assets and PP&E), goodwill and intangible assets are measured at fair value based on unobservable inputs (Level 3) on a non-recurring basis, if determined to be impaired.

We review long-lived assets of restaurants semi-annually for impairment, or whenever events or changes in circumstances indicate that the carrying amount of a restaurant may not be recoverable. We recorded restaurant-level impairment of nil for both quarters ended March 31, 2024 and 2023, excluding fair value measurements made for restaurants that were subsequently closed or refranchised prior to those respective quarter-end dates.

Note 12 – Income Taxes

	Quarter Ended	
	3/31/2024	3/31/2023
Income tax provision	$ 113	$ 125
Effective tax rate	26.9 %	28.5 %

The lower effective tax rate for the quarter ended March 31, 2024 was primarily due to the favorable impact from the reduction of certain non-deductible expenses.

In December 2017, the U.S. enacted the Tax Cuts and Jobs Act (the "Tax Act"), which included a broad range of tax reforms. The Tax Act requires a U.S. shareholder to be subject to tax on Global Intangible Low Taxed Income ("GILTI") earned by certain foreign subsidiaries. We have elected the option to account for current year GILTI tax as a period cost as incurred, and therefore included it in estimating the annual effective tax rate.

In August 2022, the IRA was signed into law in the U.S., which contains certain tax measures, including a Corporate Alternative Minimum Tax ("CAMT") of 15% on certain large corporations. On December 27, 2022, the U.S. Treasury Department and the Internal Revenue Services (the "IRS") released Notice 2023-7, announcing their intention to issue proposed regulations addressing the application of the new CAMT. In 2023, additional notices were released to continue to provide interim guidance regarding certain CAMT issues before proposed regulations are published. The Company will monitor the regulatory developments and continue to evaluate the impact on our financial statements, if any.

In December 2022, a refined Foreign Sourced Income Exemption ("FSIE") regime was published in Hong Kong and took effect from January 1, 2023. Under the new FSIE regime, certain foreign sourced income would be deemed as being sourced from Hong Kong and chargeable to Hong Kong Profits Tax, if the recipient entity fails to meet the prescribed exception requirements. Certain dividends, interests and disposal gains, if any, received by us and our Hong Kong subsidiaries may be subject to the new tax regime. Based on our preliminary analysis, this legislation did not have a material impact on our financial statements. The Company will monitor the developments and continue to evaluate the impact, if any.

The Organization for Economic Cooperation and Development (the "OECD"), the European Union and other jurisdictions (including jurisdictions in which we have operations or presence) have committed to enacting substantial changes to numerous long-standing tax principles impacting how large multinational enterprises are taxed. In particular, the OECD's Pillar Two initiative introduces a 15% global minimum tax applied on a jurisdiction-by-jurisdiction basis and for which many jurisdictions have now committed to an effective enactment date starting January 1, 2024. The Company will monitor the regulatory developments and continue to evaluate the impact, if any.

We are subject to reviews, examinations and audits by Chinese tax authorities, the IRS and other tax authorities with respect to income and non-income based taxes. Since 2016, we have been under a national audit on transfer pricing by the Chinese State Taxation Administration (the "STA") in China regarding our related party transactions for the period from 2006 to 2015. The information and views currently exchanged with the tax authorities focus on our franchise arrangement with YUM. We continue to provide information requested by the tax authorities to the extent it is available to the Company. It is reasonably possible that there could be significant developments, including expert review and assessment by the STA, within the next 12 months. The ultimate assessment and decision of the STA will depend upon further review of the information provided, as well as ongoing technical and other discussions with the STA and in-charge local tax authorities, and therefore, it is not possible to reasonably estimate the potential impact at this time. We will continue to defend our transfer pricing position. However, if the STA prevails in the assessment of additional tax due based on its ruling, the assessed tax, interest and penalties, if any, could have a material adverse impact on our financial position, results of operations and cash flows.

Note 13 – Segment Reporting

We have two reportable segments: KFC and Pizza Hut. Our non-reportable operating segments, including the operations of Lavazza, Huang Ji Huang, Little Sheep and Taco Bell, our delivery operating segment and our e-commerce business, are combined and referred to as All Other Segments, as these operating segments are insignificant both individually and in the aggregate.

	Quarter Ended 3/31/2024						
Revenues	**KFC**	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**[a]	**Combined**	**Elimination**	**Consolidated**
Revenue from external customers	$ 2,230	$ 595	$ 46	$ 87	$ 2,958	$ —	$ 2,958
Inter-segment revenue	—	—	157	—	157	(157)	—
Total	$ 2,230	$ 595	$ 203	$ 87	$ 3,115	$ (157)	$ 2,958

	Quarter Ended 3/31/2023						
Revenues	**KFC**	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**[a]	**Combined**	**Elimination**	**Consolidated**
Revenue from external customers	$ 2,198	$ 597	$ 49	$ 73	$ 2,917	$ —	$ 2,917
Inter-segment revenue	—	—	153	—	153	(153)	—
Total	$ 2,198	$ 597	$ 202	$ 73	$ 3,070	$ (153)	$ 2,917

	Quarter Ended	
Operating Profit (Loss)	**3/31/2024**	**3/31/2023**
KFC	$ 372	$ 420
Pizza Hut	47	55
All Other Segments	(5)	(6)
Unallocated revenues from transactions with franchisees[b]	72	63
Unallocated other revenues	15	10
Unallocated expenses for transactions with franchisees[b]	(72)	(63)
Unallocated other operating costs and expenses	(14)	(8)
Unallocated and corporate G&A expenses	(42)	(56)
Unallocated other income, net	1	1
Operating Profit	$ 374	$ 416
Interest income, net[a]	38	38
Investment gain (loss)[a]	8	(17)
Income Before Income Taxes and Equity in Net Earnings (Losses) from Equity Method Investments	$ 420	$ 437

	Quarter Ended	
Impairment Charges	**3/31/2024**	**3/31/2023**
KFC[c]	$ 2	$ 3
Pizza Hut[c]	1	1
All Other Segments[c]	1	—
	$ 4	$ 4

	Total Assets			
	3/31/2024		12/31/2023	
KFC	$	5,265	$	5,371
Pizza Hut		890		904
All Other Segments		334		347
Corporate and Unallocated[d]		4,806		5,409
	$	11,295	$	12,031

(a) Amounts have not been allocated to any segment for performance reporting purposes.

(b) Primarily includes revenues and associated expenses of transactions with franchisees derived from the Company's central procurement model whereby the Company centrally purchases substantially all food and paper products from suppliers then sells and delivers to KFC and Pizza Hut restaurants, including franchisees. Amounts have not been allocated to any segment for purposes of making operating decisions or assessing financial performance as the transactions are deemed corporate revenues and expenses in nature.

(c) Primarily includes store closure impairment charges.

(d) Primarily includes cash and cash equivalents, short-term investments, long-term bank deposits and notes, equity investments, and inventories that are centrally managed and PP&E that are not specifically identifiable within each segment.

As substantially all of the Company's revenue is derived from the PRC and substantially all of the Company's long-lived assets are located in the PRC, no geographical information is presented. In addition, revenue derived from and long-lived assets located in the U.S., the Company's country of domicile, are immaterial.

Note 14 – Contingencies

Indemnification of China Tax on Indirect Transfers of Assets

In February 2015, the STA issued Bulletin 7 on Income arising from Indirect Transfers of Assets by Non-Resident Enterprises. Pursuant to Bulletin 7, an "indirect transfer" of Chinese taxable assets, including equity interests in a Chinese resident enterprise, by a non-resident enterprise, may be recharacterized and treated as a direct transfer of Chinese taxable assets, if such arrangement does not have reasonable commercial purpose and the transferor has avoided payment of Chinese enterprise income tax. As a result, gains derived from such an indirect transfer may be subject to Chinese enterprise income tax at a rate of 10%.

YUM concluded and we concurred that it is more likely than not that YUM will not be subject to this tax with respect to the distribution. However, there are significant uncertainties regarding what constitutes a reasonable commercial purpose, how the safe harbor provisions for group restructurings are to be interpreted, and how the taxing authorities will ultimately view the distribution. As a result, YUM's position could be challenged by Chinese tax authorities resulting in a 10% tax assessed on the difference between the fair market value and the tax basis of the separated China business. As YUM's tax basis in the China business is minimal, the amount of such a tax could be significant.

Any tax liability arising from the application of Bulletin 7 to the distribution is expected to be settled in accordance with the tax matters agreement between the Company and YUM. Pursuant to the tax matters agreement, to the extent any Chinese indirect transfer tax pursuant to Bulletin 7 is imposed, such tax and related losses will be allocated between YUM and the Company in proportion to their respective share of the combined market capitalization of YUM and the Company during the 30 trading days after the separation. Such a settlement could be significant and have a material adverse effect on our results of operations and our financial condition. At the inception of the tax indemnity being provided to YUM, the fair value of the non-contingent obligation to stand ready to perform was insignificant and the liability for the contingent obligation to make payment was not probable or estimable.

Legal Proceedings

The Company is subject to various lawsuits covering a variety of allegations from time to time. The Company believes that the ultimate liability, if any, in excess of amounts already provided for these matters in the Condensed Consolidated Financial Statements, is not likely to have a material adverse effect on the Company's results of operations, financial condition or cash flows. Matters faced by the Company from time to time include, but are not limited to, claims from landlords, employees, customers and others related to operational, contractual or employment issues.

Note 15 – Subsequent Events

Cash Dividend

On April 29, 2024, the Company announced that the Board of Directors declared a cash dividend of $0.16 per share on Yum China's common stock, payable on June 18, 2024, to stockholders of record as of the close of business on May 28, 2024. Total estimated cash dividend payable is approximately $63 million.

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

References to the Company throughout this Management's Discussion and Analysis of Financial Condition and Results of Operations (this "MD&A") are made using the first person notations of "we," "us" or "our." This MD&A contains forward-looking statements, including statements with respect to the ongoing transfer pricing audit, the retail tax structure reform, our growth plans, future capital resources to fund our operations and anticipated capital expenditures, share repurchases and dividends, and the impact of new accounting pronouncements not yet adopted. See "Cautionary Note Regarding Forward-Looking Statements" at the end of this Item 2 for information regarding forward-looking statements.

Introduction

Yum China Holdings, Inc. is the largest restaurant company in China in terms of 2023 system sales, with 15,022 restaurants covering over 2,000 cities primarily in China as of March 31, 2024. Our growing restaurant network consists of our flagship KFC and Pizza Hut brands, as well as emerging brands such as Lavazza, Huang Ji Huang, Little Sheep and Taco Bell. We have the exclusive right to operate and sublicense the KFC, Pizza Hut and, subject to achieving certain agreed-upon milestones, Taco Bell brands in China (excluding Hong Kong, Macau and Taiwan), and own the intellectual property of the Little Sheep and Huang Ji Huang concepts outright. We also established a joint venture with Lavazza Group, the world-renowned family-owned Italian coffee company, to explore and develop the Lavazza coffee concept in China. KFC was the first major global restaurant brand to enter China in 1987. With more than 35 years of operations, we have developed extensive operating experience in the China market. We have since grown to become the largest restaurant company in China in terms of 2023 system sales. We believe that there are significant opportunities to further expand within China, and we intend to focus our efforts on increasing our geographic footprint in both existing and new cities.

KFC is the leading and the largest quick-service restaurant ("QSR") brand in China in terms of system sales. As of March 31, 2024, KFC operated 10,603 restaurants in over 2,000 cities across China.

Pizza Hut is the leading and the largest casual dining restaurant ("CDR") brand in China in terms of system sales and number of restaurants. As of March 31, 2024, Pizza Hut operated 3,425 restaurants in over 750 cities.

Overview

We intend for this MD&A to provide the reader with information that will assist in understanding our results of operations, including metrics that management uses to assess the Company's performance. Throughout this MD&A, we discuss the following performance metrics:

- Certain performance metrics and non-GAAP measures are presented excluding the impact of foreign currency translation ("F/X"). These amounts are derived by translating current year results at prior year average exchange rates. We believe the elimination of the F/X impact provides better year-to-year comparability without the distortion of foreign currency fluctuations.

- System sales growth reflects the results of all restaurants regardless of ownership, including Company-owned and franchise restaurants, except for sales from non-Company-owned restaurants for which we do not receive a sales-based royalty. Sales of franchise restaurants typically generate ongoing franchise fees for the Company at an average rate of approximately 6% of system sales. Franchise restaurant sales are not included in Company sales in the Condensed Consolidated Statements of Income; however, the franchise fees are included in the Company's revenues. We believe system sales growth is useful to investors as a significant indicator of the overall strength of our business as it incorporates all of our revenue drivers, Company and franchise same-store sales as well as net unit growth.

- Effective January 1, 2018, the Company revised its definition of same-store sales growth to represent the estimated percentage change in sales of food of all restaurants in the Company system that have been open prior to the first day of our prior fiscal year, excluding the period during which stores are temporarily closed. We refer to these as our "base" stores. Previously, same-store sales growth represented the estimated percentage change in sales of all restaurants in the Company system that have been open for one year or more, including stores temporarily closed, and the base stores changed on a rolling basis from month to month. This revision was made to align with how management measures performance internally and focuses on trends of a more stable base of stores.

- Company sales represent revenues from Company-owned restaurants. Within the analysis of Company sales, Total revenue and Restaurant profit, store portfolio actions represent the net impact from new-unit openings, acquisitions, refranchising and store closures. Net new unit contribution represents net revenue growth primarily from store portfolio actions excluding temporary store closures. Other primarily represents the impact of same-store sales as well as the impact of changes in restaurant operating costs such as inflation/deflation.

All Note references in this MD&A refer to the Notes to the Condensed Consolidated Financial Statements. Tabular amounts are displayed in millions of U.S. dollars except percentages and per share and unit count amounts, or as otherwise specifically identified. Percentages may not recompute due to rounding. References to quarters are references to the Company's fiscal quarters.

Quarters Ended March 31, 2024 and 2023

Results of Operations

Summary

The Company has two reportable segments: KFC and Pizza Hut. Our non-reportable operating segments, including the operations of Lavazza, Huang Ji Huang, Little Sheep and Taco Bell, our delivery operating segment and our e-commerce business, are combined and referred to as All Other Segments, as those operating segments are insignificant both individually and in the aggregate. Additional details on our reportable operating segments are included in Note 13.

	Quarter Ended		%/ppts Change	
	3/31/2024	3/31/2023	Reported	Ex F/X
System Sales Growth[a] (%)	6	17	NM	NM
Same-Store Sales (Decline) Growth[a] (%)	(3)	8	NM	NM
Operating Profit	374	416	(10)	(5)
Adjusted Operating Profit[b]	374	419	(11)	(6)
Core Operating Profit[b]	396	392	NM	+1
OP Margin[c] (%)	12.6	14.3	(1.7)	(1.7)
Core OP Margin[b] (%)	12.7	13.5	NM	(0.8)
Net Income	287	289	(1)	+5
Adjusted Net Income[b]	287	292	(2)	+4
Diluted Earnings Per Common Share	0.71	0.68	+4	+10
Adjusted Diluted Earnings Per Common Share[b]	0.71	0.69	+3	+9

NM refers to not meaningful.

(a) System Sales and Same-Store Sales growth percentages as shown in the table exclude the impact of F/X. Effective January 1, 2018, temporary store closures are normalized in the same-store sales calculation by excluding the period during which stores are temporarily closed.

(b) See "Non-GAAP Measures" below for definitions and reconciliations of the most directly comparable GAAP financial measures to the non-GAAP measures.

(c) OP margin is defined as Operating Profit divided by Total revenues.

As compared to the first quarter of 2023, Total revenues in the first quarter of 2024 increased 1%, or 7% excluding the impact of F/X. The increase in Total revenues for the quarter ended March 31, 2024, excluding the impact of F/X, was driven by 8% net new unit contribution, partially offset by same-store sales decline.

Excluding the lapping impact from the temporary relief from landlords and government agencies and VAT deductions received in prior year, the increase in Total revenues, favorable commodity prices, operational efficiency improvement and lower performance-based compensation, were offset by increased value-for-money offerings and wage inflation in the mid-single digits, resulting in a decrease in Operating profit for the quarter, excluding the impact of F/X.

The Consolidated Results of Operations for the quarters ended March 31, 2024 and 2023 and other data are presented below:

	Quarter Ended		% B/(W)[a]	
	3/31/2024	3/31/2023	Reported	Ex F/X
Company sales	$ 2,794	$ 2,772	1	6
Franchise fees and income	25	25	2	7
Revenues from transactions with franchisees	107	93	15	21
Other revenues	32	27	18	24
Total revenues	$ 2,958	$ 2,917	1	7
Company restaurant expenses	$ 2,301	$ 2,209	(4)	(10)
Operating Profit	$ 374	$ 416	(10)	(5)
Interest income, net	38	38	(1)	(1)
Investment gain (loss)	8	(17)	NM	NM
Income tax provision	(113)	(125)	10	6
Equity in net earnings (losses) from equity method investments	—	1	(60)	(55)
Net Income – including noncontrolling interests	307	313	(2)	3
Net Income – noncontrolling interests	20	24	17	13
Net Income – Yum China Holdings, Inc.	$ 287	$ 289	(1)	5
Diluted Earnings Per Common Share	$ 0.71	$ 0.68	4	10
Effective tax rate	26.9%	28.5%		
Supplementary information – Non-GAAP Measures[b]				
Restaurant profit	$ 493	$ 563	(13)	(8)
Restaurant margin %	17.6%	20.3%	(2.7) ppts.	(2.7) ppts.
Adjusted Operating Profit	$ 374	$ 419		
Core Operating Profit	$ 396	$ 392		
OP Margin (%)	12.6%	14.3%		
Core OP Margin (%)	12.7%	13.5%		
Adjusted Net Income – Yum China Holdings, Inc.	$ 287	$ 292		
Adjusted Diluted Earnings Per Common Share	$ 0.71	$ 0.69		
Adjusted Effective Tax Rate	26.9%	28.4%		
Adjusted EBITDA	$ 495	$ 539		

(a) Represents the period-over-period change in percentage.

(b) See "Non-GAAP Measures" below for definitions and reconciliations of the most directly comparable GAAP financial measures to the non-GAAP measures.

Performance Metrics

	Quarter Ended 3/31/2024
	% change
System Sales Growth	1%
System Sales Growth, excluding F/X	6%
Same-Store Sales Decline	(3)%

Unit Count	3/31/2024	3/31/2023	% Increase
Company-owned	12,976	11,374	14
Franchisees	2,046	1,806	13
	15,022	13,180	14

Non-GAAP Measures

In addition to the results provided in accordance with GAAP throughout this MD&A, the Company provides the following non-GAAP measures:

- Measures adjusted for Special Items, which include Adjusted Operating Profit, Adjusted Net Income, Adjusted Earnings Per Common Share ("EPS"), Adjusted Effective Tax Rate and Adjusted EBITDA;
- Company Restaurant Profit ("Restaurant profit") and Restaurant margin;
- Core Operating Profit and Core OP margin, which exclude Special Items, and further adjusted for Items Affecting Comparability and the impact of F/X;

These non-GAAP measures are not intended to replace the presentation of our financial results in accordance with GAAP. Rather, the Company believes that the presentation of these non-GAAP measures provides additional information to investors to facilitate the comparison of past and present results, excluding those items that the Company does not believe are indicative of our core operations.

With respect to non-GAAP measures adjusted for Special Items, the Company uses them for the purpose of evaluating performance internally and as factors in determining compensation for certain employees. Special Items are not included in any of our segment results.

Adjusted EBITDA is defined as net income including noncontrolling interests adjusted for equity in net earnings (losses) from equity method investments, income tax, interest income, net, investment gain or loss, depreciation and amortization, store impairment charges, and Special Items. Store impairment charges included as an adjustment item in Adjusted EBITDA primarily resulted from our semi-annual impairment evaluation of long-lived assets of individual restaurants, and additional impairment evaluation whenever events or changes in circumstances indicate that the carrying value of the assets may not be recoverable. If these restaurant-level assets were not impaired, depreciation of the assets would have been recorded and included in EBITDA. Therefore, store impairment charges were a non-cash item similar to depreciation and amortization of our long-lived assets of restaurants. The Company believes that investors and analysts may find it useful in measuring operating performance without regard to such non-cash items.

Restaurant profit (“Restaurant profit”) is defined as Company sales less expenses incurred directly by our Company-owned restaurants in generating Company sales, including cost of food and paper, restaurant-level payroll and employee benefits, rent, depreciation and amortization of restaurant-level assets, advertising expenses, and other operating expenses. Company restaurant margin percentage is defined as Restaurant profit divided by Company sales. We also use Restaurant profit and Restaurant margin for the purpose of internally evaluating the performance of our Company-owned restaurants and we believe they provide useful information to investors as to the profitability of our Company-owned restaurants.

Core Operating Profit is defined as Operating Profit adjusted for Special Items, and further excluding Items Affecting Comparability and the impact of F/X. We consider quantitative and qualitative factors in assessing whether to adjust for the impact of items that may be significant or that could affect an understanding of our ongoing financial and business performance or trends. Items such as charges, gains and accounting changes, which are viewed by management as significantly impacting the current period or the comparable period, due to changes in policy or other external factors, or non-cash items pertaining to underlying activities that are different from or unrelated to our core operations, are generally considered “Items Affecting Comparability.” Examples of Items Affecting Comparability include, but are not limited to: temporary relief from landlords and government agencies; VAT deductions due to tax policy changes; and amortization of reacquired franchise rights recognized upon acquisitions. We believe presenting Core Operating Profit provides additional information to further enhance comparability of our operating results and we use this measure for purposes of evaluating the performance of our core operations. Core OP margin is defined as Core Operating Profit divided by Total revenues, excluding the impact of F/X.

The following table sets forth the reconciliations of the most directly comparable GAAP financial measures to the non-GAAP financial measures.

	Quarter Ended	
	3/31/2024	3/31/2023
Non-GAAP Reconciliations		
Reconciliation of Operating Profit to Adjusted Operating Profit		
Operating Profit	$ 374	$ 416
Special Items, Operating Profit	—	(3)
Adjusted Operating Profit	$ 374	$ 419
Reconciliation of Net Income to Adjusted Net Income		
Net Income – Yum China Holdings, Inc.	$ 287	$ 289
Special Items, Net Income –Yum China Holdings, Inc.	—	(3)
Adjusted Net Income – Yum China Holdings, Inc.	$ 287	$ 292
Reconciliation of EPS to Adjusted EPS		
Basic Earnings Per Common Share	$ 0.72	$ 0.69
Special Items, Basic Earnings Per Common Share	—	(0.01)
Adjusted Basic Earnings Per Common Share	$ 0.72	$ 0.70
Diluted Earnings Per Common Share	$ 0.71	$ 0.68
Special Items, Diluted Earnings Per Common Share	—	(0.01)
Adjusted Diluted Earnings Per Common Share	$ 0.71	$ 0.69
Reconciliation of Effective Tax Rate to Adjusted Effective Tax Rate		
Effective tax rate	26.9 %	28.5 %
Impact on effective tax rate as a result of Special Items	— %	0.1 %
Adjusted effective tax rate	26.9 %	28.4 %

Net income, along with the reconciliation to Adjusted EBITDA, is presented below:

	Quarter Ended	
	3/31/2024	3/31/2023
Reconciliation of Net Income to Adjusted EBITDA		
Net Income – Yum China Holdings, Inc.	$ 287	$ 289
Net income – noncontrolling interests	20	24
Equity in net (earnings) losses from equity method investments	—	(1)
Income tax provision	113	125
Interest income, net	(38)	(38)
Investment (gain) loss	(8)	17
Operating Profit	374	416
Special Items, Operating Profit	—	3
Adjusted Operating Profit	374	419
Depreciation and amortization	117	116
Store impairment charges	4	4
Adjusted EBITDA	$ 495	$ 539

Details of Special Items are presented below:

	Quarter Ended	
	3/31/2024	3/31/2023
Share-based compensation expense for Partner PSU Awards[1]	$ —	$ (3)
Special Items, Operating Profit	—	(3)
Tax effect on Special Items[2]	—	—
Special Items, net income – including noncontrolling interests	—	(3)
Special Items, net income – noncontrolling interests	—	—
Special Items, Net Income –Yum China Holdings, Inc.	$ —	$ (3)
Weighted-average Diluted Shares Outstanding (in millions)	403	423
Special Items, Diluted Earnings Per Common Share	$ —	$ (0.01)

(1) In February 2020, the Company granted Partner PSU Awards to select employees who were deemed critical to the Company's execution of its strategic operating plan. These PSU awards will only vest if threshold performance goals are achieved over a four-year performance period, with the payout ranging from 0% to 200% of the target number of shares subject to the PSU awards. These awards vested as of December 31, 2023 with a payout in the first quarter of 2024. Partner PSU Awards were granted to address increased competition for executive talent, motivate transformational performance and encourage management retention. Given the unique nature of these grants, the Compensation Committee does not intend to grant similar special grants to the same employees during the performance period. The impact from these special awards is excluded from metrics that management uses to assess the Company's performance.

(2) Tax effect was determined based upon the nature, as well as the jurisdiction, of each Special Item at the applicable tax rate.

Reconciliation of GAAP Operating Profit to Restaurant Profit

	Quarter Ended 3/31/2024					
	KFC	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**	**Elimination**	**Total**
GAAP Operating Profit (Loss)	$ 372	$ 47	$ (5)	$ (40)	$ —	$ 374
Less:						
Franchise fees and income	18	2	5	—	—	25
Revenues from transactions with franchisees	14	1	20	72	—	107
Other revenues	5	5	164	15	(157)	32
Add:						
General and administrative expenses	61	27	10	42	—	140
Franchise expenses	9	1	—	—	—	10
Expenses for transactions with franchisees	12	1	19	72	—	104
Other operating costs and expenses	4	5	162	14	(156)	29
Closures and impairment expenses, net	1	—	—	—	—	1
Other expenses (income), net	—	—	—	(1)	—	(1)
Restaurant profit (loss)	$ 422	$ 73	$ (3)	$ —	$ 1	$ 493
Company sales	2,193	587	14	—	—	2,794
Restaurant margin %	19.3 %	12.5 %	(31.4)%	N/A	N/A	17.6 %

	Quarter Ended 3/31/2023					
	KFC	**Pizza Hut**	**All Other Segments**	**Corporate and Unallocated**	**Elimination**	**Total**
GAAP Operating Profit (Loss)	$ 420	$ 55	$ (6)	$ (53)	$ —	$ 416
Less:						
Franchise fees and income	17	2	6	—	—	25
Revenues from transactions with franchisees	10	1	19	63	—	93
Other revenues	5	3	162	10	(153)	27
Add:						
General and administrative expenses	68	29	10	56	—	163
Franchise expenses	9	1	—	—	—	10
Expenses for transactions with franchisees	9	1	18	63	—	91
Other operating costs and expenses	4	3	161	8	(152)	24
Closures and impairment expenses, net	1	1	1	—	—	3
Other expenses (income), net	2	—	—	(1)	—	1
Restaurant profit (loss)	$ 481	$ 84	$ (3)	$ —	$ 1	$ 563
Company sales	2,166	591	15	—	—	2,772
Restaurant margin %	22.2 %	14.2 %	(21.2)%	N/A	N/A	20.3 %

Reconciliation of GAAP Operating Profit to Core Operating Profit

Reconciliation of Operating Profit to Core Operating Profit	Quarter ended 3/31/2024	Quarter ended 3/31/2023	% Change B/(W)
Operating profit	$ 374	$ 416	(10)
Special Items, Operating Profit	—	3	
Adjusted Operating Profit	$ 374	$ 419	(11)
Items Affecting Comparability			
Temporary relief from landlords[a]	—	(8)	
Temporary relief from government agencies[b]	—	(2)	
VAT deductions[c]	—	(19)	
Amortization of reacquired franchise rights[d]	—	2	
F/X impact	22	—	
Core Operating Profit	$ 396	$ 392	1
Total revenues	2,958	2,917	1
F/X impact	154	—	
Total revenues, excluding the impact of F/X	$ 3,112	$ 2,917	7
Core OP margin	12.7 %	13.5 %	(0.8) ppts.

Details of Items Affecting Comparability are presented below:

(a) In relation to the effects of the COVID-19 pandemic, the Company was granted lease concessions from landlords. The lease concessions were primarily in the form of rent reduction over the period of time when the Company's restaurant business was adversely impacted. Such concessions were primarily recognized as a reduction of Occupancy and other operating expenses within Company restaurant expenses included in the Condensed Consolidated Statement of Income in the period the concession was granted. See Note 10 for additional information.

(b) In relation to the effects of the COVID-19 pandemic, the Company received government subsidies for employee benefits and providing training to employees. The temporary relief was primarily recognized as a reduction to Payroll and employee benefits within Company restaurant expenses included in the Condensed Consolidated Statement of Income.

(c) Pursuant to the tax policy issued by relevant government authorities, general VAT taxpayers in certain industries that meet certain criteria are allowed to claim an additional 10% or 15% input VAT, which will be used to offset their VAT payables. This VAT policy was further extended to December 31, 2023 but the additional deduction was reduced to 5% or 10% respectively. VAT deductions were primarily recorded as a reduction to Food and paper and Occupancy and other operating expenses within Company restaurant expenses included in the Condensed Consolidated Statements of Income. Based on the information currently available to the Company, such preferential policy is not expected to be extended. See "Significant Known Events, Trends or Uncertainties Expected to Impact Future Results" session within MD&A for additional information on VAT deductions.

(d) As a result of the acquisition of our previously unconsolidated joint ventures of Hangzhou KFC, Suzhou KFC and Wuxi KFC, $66 million, $61 million and $61 million of the purchase price were allocated to intangible assets related to reacquired franchise rights, respectively, which were amortized over the remaining franchise contract period of 1 year, 2.4 years and 5 years, respectively. The reacquired franchise rights were fully amortized as of March 31, 2023. The amortization was recorded in Other (income) expenses, net included in the Condensed Consolidated Statements of Income.

Reconciliation of GAAP Operating Profit to Core Operating Profit by segment is as follows:

	Quarter Ended 3/31/2024					
	KFC	Pizza Hut	All Other Segments	Corporate and Unallocated	Elimination	Total
GAAP Operating Profit (Loss)	$ 372	$ 47	$ (5)	$ (40)	$ —	$ 374
Special Items, Operating Profit	—	—	—	—	—	—
Adjusted Operating Profit	$ 372	$ 47	$ (5)	$ (40)	$ —	$ 374
F/X impact	20	3	—	(1)	—	22
Core Operating Profit (Loss)	$ 392	$ 50	$ (5)	$ (41)	$ —	$ 396

	Quarter Ended 3/31/2023					
	KFC	Pizza Hut	All Other Segments	Corporate and Unallocated	Elimination	Total
GAAP Operating Profit (Loss)	$ 420	$ 55	$ (6)	$ (53)	$ —	$ 416
Special Items, Operating Profit	—	—	—	3	—	3
Adjusted Operating Profit	$ 420	$ 55	$ (6)	$ (50)	$ —	$ 419
Items Affecting Comparability						
Temporary relief from landlords	(7)	(1)	—	—	—	(8)
Temporary relief from government agencies	(2)	—	—	—	—	(2)
VAT deductions	(17)	(2)	—	—	—	(19)
Amortization of reacquired franchise rights	2	—	—	—	—	2
F/X impact	—	—	—	—	—	—
Core Operating Profit (Loss)	$ 396	$ 52	$ (6)	$ (50)	$ —	$ 392

Segment Results

KFC

	Quarter Ended			
			% B/(W)	
	3/31/2024	3/31/2023	Reported	Ex F/X
Company sales	$ 2,193	$ 2,166	1	7
Franchise fees and income	18	17	6	12
Revenues from transactions with franchisees	14	10	30	37
Other revenues	5	5	(8)	(3)
Total revenues	$ 2,230	$ 2,198	1	7
Company restaurant expenses	$ 1,771	$ 1,685	(5)	(11)
G&A expenses	$ 61	$ 68	11	7
Franchise expenses	$ 9	$ 9	(2)	(8)
Expenses for transactions with franchisees	$ 12	$ 9	(26)	(32)
Other operating costs and expenses	$ 4	$ 4	7	2
Closures and impairment expenses, net	$ 1	$ 1	17	13
Other expenses, net	$ —	$ 2	94	94
Operating Profit	$ 372	$ 420	(11)	(7)
Restaurant profit	$ 422	$ 481	(12)	(8)
Restaurant margin %	19.3 %	22.2 %	(2.9) ppts.	(2.9) ppts.

	Quarter Ended 3/31/2024
	% change
System Sales Growth	2 %
System Sales Growth, excluding F/X	7 %
Same-Store Sales Decline	(2)%

<u>Unit Count</u>	3/31/2024	3/31/2023	% Increase
Company-owned	9,486	8,335	14
Franchisees	1,117	904	24
	10,603	9,239	15

Company Sales and Restaurant Profit

The changes in Company sales and Restaurant profit were as follows:

	Quarter Ended				
<u>Income (Expense)</u>	3/31/2023	Store Portfolio Actions	Other	F/X	3/31/2024
Company sales	$ 2,166	$ 163	$ (22)	$ (114)	$ 2,193
Cost of sales	(646)	(56)	(28)	36	(694)
Cost of labor	(512)	(47)	(11)	28	(542)
Occupancy and other operating expenses	(527)	(40)	4	28	(535)
Restaurant profit	$ 481	$ 20	$ (57)	$ (22)	$ 422

The increase in Company sales for the quarter, excluding the impact of F/X, was primarily driven by net unit growth, partially offset by same-store sales decline. Excluding the lapping impact from the temporary relief from landlords and government agencies and VAT deductions received in prior year, the increase in Company sales, favorable commodity prices and lower performance-based compensation, were offset by increased value-for-money offerings and wage inflation in the mid-single digits, resulting in decrease in Restaurant profit for the quarter, excluding the impact of F/X.

Franchise Fees and Income/Revenues from Transactions with Franchisees

The increase in Franchise fees and income and Revenues from transactions with franchisees for the quarter, excluding the impact of F/X, was primarily driven by net unit growth.

G&A Expenses

The decrease in G&A expenses for the quarter, excluding the impact of F/X, was primarily driven by lower performance-based compensation costs.

Operating Profit

The decrease in Operating profit for the quarter, excluding the impact of F/X, was primarily driven by the decrease in Restaurant profit, partially offset by lower G&A expenses.

Pizza Hut

	Quarter Ended			
			% B/(W)	
	3/31/2024	3/31/2023	Reported	Ex F/X
Company sales	$ 587	$ 591	(1)	4
Franchise fees and income	2	2	(1)	5
Revenues from transactions with franchisees	1	1	(7)	(2)
Other revenues	5	3	82	92
Total revenues	$ 595	$ 597	—	5
Company restaurant expenses	$ 514	$ 507	(1)	(6)
G&A expenses	$ 27	$ 29	7	3
Franchise expenses	$ 1	$ 1	2	(3)
Expenses for transactions with franchisees	$ 1	$ 1	10	6
Other operating costs and expenses	$ 5	$ 3	(103)	(113)
Closures and impairment expenses, net	$ —	$ 1	39	36
Operating Profit	$ 47	$ 55	(15)	(10)
Restaurant profit	$ 73	$ 84	(12)	(8)
Restaurant margin %	12.5 %	14.2 %	(1.7) ppts.	(1.7) ppts.

	Quarter Ended 3/31/2024
	% change
System Sales Decline	(1)%
System Sales Growth, excluding F/X	4%
Same-Store Sales Decline	(5)%

Unit Count	3/31/2024	3/31/2023	% Increase
Company-owned	3,268	2,838	15
Franchisees	157	145	8
	3,425	2,983	15

Company Sales and Restaurant Profit

The changes in Company sales and Restaurant profit were as follows:

	Quarter Ended				
Income (Expense)	3/31/2023	Store Portfolio Actions	Other	F/X	3/31/2024
Company sales	$ 591	$ 49	$ (23)	$ (30)	$ 587
Cost of sales	(184)	(17)	(7)	10	(198)
Cost of labor	(167)	(14)	11	8	(162)
Occupancy and other operating expenses	(156)	(12)	7	7	(154)
Restaurant profit	$ 84	$ 6	$ (12)	$ (5)	$ 73

The increase in Company sales for the quarter, excluding the impact of F/X, was primarily driven by net unit growth, partially offset by same-store sales decline. Excluding the lapping impact from the temporary relief from landlords and government agencies and VAT deductions received in prior year, the increase in Company sales, operational efficiency improvement, lower performance-based compensation and lower advertising expenses, were offset by increased value-for-money offerings and wage inflation in the low single digits, resulting in decrease in Restaurant profit for the quarter, excluding the impact of F/X.

G&A Expenses

The decrease in G&A expenses for the quarter, excluding the impact of F/X, was primarily driven by lower performance-based compensation costs.

Operating Profit

The decrease in Operating profit for the quarter, excluding the impact of F/X, was primarily driven by the decrease in Restaurant profit, partially offset by lower G&A expenses.

All Other Segments

All Other Segments reflects the results of Lavazza, Huang Ji Huang, Little Sheep and Taco Bell, our delivery operating segment and our e-commerce business.

	Quarter Ended			
			% B/(W)	
	3/31/2024	3/31/2023	Reported	Ex F/X
Company sales	$ 14	$ 15	(14)	(10)
Franchise fees and income	5	6	(10)	(6)
Revenues from transactions with franchisees	20	19	11	17
Other revenues	164	162	1	6
Total revenues	$ 203	$ 202	1	6
Company restaurant expenses	$ 17	$ 18	7	2
G&A expenses	$ 10	$ 10	7	2
Expenses for transactions with franchisees	$ 19	$ 18	(10)	(15)
Other operating costs and expenses	$ 162	$ 161	(1)	(6)
Closures and impairment expenses, net	$ —	$ 1	NM	NM
Operating Loss	$ (5)	$ (6)	19	15
Restaurant loss	$ (3)	$ (3)	(27)	(34)
Restaurant margin %	(31.4)%	(21.2)%	(10.2) ppts.	(10.2) ppts.

Total Revenues

The increase in Total revenues of All other segments for the quarter, excluding the impact of F/X, was primarily driven by inter-segment revenue generated by our delivery team for services provided to Company-owned restaurants as a result of increased delivery sales.

Operating Loss

The decrease in Operating loss for the quarter, excluding the impact of F/X, was primarily driven by the decrease in Operating loss from certain emerging brands.

Corporate and Unallocated

	Quarter Ended			
			% B/(W)	
	3/31/2024	3/31/2023	Reported	Ex F/X
Revenues from transactions with franchisees	$ 72	$ 63	14	20
Other revenues	$ 15	$ 10	51	59
Expenses for transactions with franchisees	$ 72	$ 63	(14)	(20)
Other operating costs and expenses	$ 14	$ 8	(68)	(78)
Corporate G&A expenses	$ 42	$ 56	24	21
Other unallocated income, net	$ (1)	$ (1)	9	10
Interest income, net	$ 38	$ 38	(1)	(1)
Investment gain (loss)	$ 8	$ (17)	NM	NM
Income tax provision (See Note 12)	$ (113)	$ (125)	10	6
Equity in net earnings (losses) from equity method investments	$ —	$ 1	(60)	(55)
Effective tax rate (See Note 12)	26.9%	28.5%	1.6%	1.6%

Revenues from Transactions with Franchisees

Revenues from transactions with franchisees primarily include revenues derived from the Company's central procurement model, whereby food and paper products are centrally purchased and then mainly sold to KFC and Pizza Hut franchisees. The increase for the quarter, excluding the impact of F/X, was mainly due to the increase in system sales for franchisees.

G&A Expenses

The decrease in Corporate G&A expenses for the quarter, excluding the impact of F/X, was primarily due to lower performance-based compensation.

Investment gain (loss)

The investment gain (loss) mainly relates to the change in fair value of our investment in Meituan. See Note 3 for additional information.

Income Tax Provision

Our income tax provision primarily includes tax on our earnings generally at the Chinese statutory tax rate of 25% with certain Chinese subsidiaries qualified for preferential tax rates, withholding tax on planned or actual repatriation of earnings outside of China, Hong Kong profits tax, and U.S. corporate income tax, if any. The lower effective tax rate for the quarter ended March 31, 2024 was primarily due to the favorable impact from the reduction of certain non-deductible expenses.

Significant Known Events, Trends or Uncertainties Expected to Impact Future Results

Tax Examination on Transfer Pricing

We are subject to reviews, examinations and audits by Chinese tax authorities, the Internal Revenue Service and other tax authorities with respect to income and non-income based taxes. Since 2016, we have been under a national audit on transfer pricing by the STA in China regarding our related party transactions for the period from 2006 to 2015. The information and views currently exchanged with the tax authorities focus on our franchise arrangement with YUM. We continue to provide information requested by the tax authorities to the extent it is available to the Company. It is reasonably possible that there could be significant developments, including expert review and assessment by the STA, within the next 12 months. The ultimate assessment and decision of the STA will depend upon further review of the information provided, as well as ongoing technical and other discussions with the STA and in-charge local tax authorities, and therefore it is not possible to reasonably estimate the potential impact at this time. We will continue to defend our transfer pricing position. However, if the STA prevails in the assessment of additional tax due based on its ruling, the assessed tax, interest and penalties, if any, could have a material adverse impact on our financial position, results of operations and cash flows.

PRC Value-Added Tax ("VAT")

Effective May 1, 2016, a 6% output VAT replaced the 5% business tax ("BT") previously applied to certain restaurant sales. Input VAT would be creditable to the aforementioned 6% output VAT. Our new retail business is generally subject to VAT rates at 9% or 13%. The latest VAT rates imposed on our purchase of materials and services included 13%, 9% and 6%, which were gradually changed from 17%, 13%, 11% and 6% since 2017. These rate changes impact our input VAT on all materials and certain services, mainly including construction, transportation and leasing. However, the impact on our operating results is not expected to be significant.

Entities that are general VAT taxpayers are permitted to offset qualified input VAT paid to suppliers against their output VAT upon receipt of appropriate supplier VAT invoices on an entity-by-entity basis. When the output VAT exceeds the input VAT, the difference is remitted to tax authorities, usually on a monthly basis; whereas when the input VAT exceeds the output VAT, the difference is treated as a VAT asset which can be carried forward indefinitely to offset future net VAT payables. VAT related to purchases and sales which have not been settled at the balance sheet date is disclosed separately as an asset and liability, respectively, in the Condensed Consolidated Balance Sheets. At each balance sheet date, the Company reviews the outstanding balance of any VAT asset for recoverability, giving consideration to the indefinite life of VAT assets as well as its forecasted operating results and capital spending, which inherently includes significant assumptions that are subject to change. As of March 31, 2024, the Company has not made an allowance for the recoverability of VAT assets, as the balance is expected to be utilized to offset against VAT payables or be refunded in the future.

On June 7, 2022, the Chinese Ministry of Finance ("MOF") and the STA jointly issued Circular [2022] No. 21, to extend full VAT credit refunds to more sectors and increase the frequency for accepting taxpayers' applications. Beginning on July 1, 2022, entities engaged in providing catering services in China are allowed to apply for a lump sum refund of VAT assets accumulated prior to March 31, 2019. In addition, VAT assets accumulated after March 31, 2019 can be refunded on a monthly basis.

As of March 31, 2024, VAT assets of $94 million, VAT assets of $7 million and net VAT payable of $5 million were recorded in Prepaid expenses and other current assets, Other assets and Accounts payable and other current liabilities, respectively, in the Condensed Consolidated Balance Sheets.

The Company will continue to review the classification of VAT assets at each balance sheet date, giving consideration to different local implementation practices of refunding VAT assets and the outcome of potential administrative reviews.

Pursuant to Circular [2019] No. 39, Circular [2019] No. 87 and Circular [2022] No. 11 jointly issued by relevant government authorities, including the MOF and the STA, from April 1, 2019 to December 31, 2022, general VAT taxpayers in certain industries that meet certain criteria were allowed to claim an additional 10% or 15% input VAT, which were used to offset their VAT payables. Pursuant to Circular [2023] No. 1 jointly issued by the MOF and the STA in January 2023, such VAT policy was further extended to December 31, 2023 but the additional deduction was reduced to 5% or 10% respectively. Accordingly, we recognized such VAT deductions of $19 million in the first quarter of 2023. The VAT deductions were recorded as a reduction to the related expense item, primarily in Company restaurant expenses included in the Condensed Consolidated Statements of Income. Based on the information currently available to the Company, such preferential VAT policy is not expected to be extended.

We have been benefiting from the retail tax structure reform since it was implemented on May 1, 2016. However, the amount of our expected benefit from this VAT regime depends on a number of factors, some of which are outside of our control. The interpretation and application of the new VAT regime are not settled at some local governmental levels. In addition, China is in the process of enacting the prevailing VAT regulations into a national VAT law. However, the timetable for enacting the national VAT law is not clear. As a result, for the foreseeable future, the benefit of this significant and complex VAT reform has the potential to fluctuate from period to period.

Foreign Currency Exchange Rate

The reporting currency of the Company is the US$. Most of the revenues, costs, assets and liabilities of the Company are denominated in Chinese Renminbi ("RMB"). Any significant change in the exchange rate between US$ and RMB may materially affect the Company's business, results of operations, cash flows and financial condition, depending on the weakening or strengthening of RMB against the US$. See "Item 3. Quantitative and Qualitative Disclosures About Market Risk" for further discussion.

Condensed Consolidated Cash Flows

Our cash flows for the quarters ended March 31, 2024 and 2023 were as follows:

Net cash provided by operating activities was $442 million in 2024 as compared to $507 million in 2023. The decrease was primarily driven by the decrease in Operating profit along with working capital changes.

Net cash provided by investing activities was $99 million in 2024 as compared to net cash used in investing activities of $429 million in 2023. The change was mainly due to the net impact on cash flows resulting from purchases and maturities of short-term investments, and long-term bank deposits and notes.

Net cash used in financing activities was $776 million in 2024 as compared to $99 million in 2023. The increase was primarily driven by the increase in share repurchases.

Liquidity and Capital Resources

Historically we have funded our operations through cash generated from the operation of our Company-owned stores and our franchise operations. Our global offering in September 2020 provided us with $2.2 billion in net proceeds.

Our ability to fund our future operations and capital needs will primarily depend on our ongoing ability to generate cash from operations. We believe our principal uses of cash in the future will be primarily to fund our operations and capital expenditures for accelerating store network expansion and store remodeling, to step up investments in digitalization, automation and logistics infrastructure, to provide returns to our stockholders, as well as to explore opportunities for acquisitions or investments that build and support our ecosystem. We believe that our future cash from operations, together with our funds on hand and access to the capital markets, will provide adequate resources to fund these uses of cash, and that our existing cash, net cash from operations and credit facilities will be sufficient to fund our operations and anticipated capital expenditures for the next 12 months. We currently expect our fiscal year 2024 capital expenditures to be in the range of approximately $700 million to $850 million.

If our cash flows from operations are less than we require, we may need to access the capital markets to obtain financing. Our access to, and the availability of, financing on acceptable terms and conditions in the future or at all will be impacted by many factors, including, but not limited to:

- our financial performance;
- our credit ratings;
- the liquidity of the overall capital markets and our access to the U.S. capital markets; and
- the state of the Chinese, U.S. and global economies, as well as relations between the Chinese and U.S. governments.

There can be no assurance that we will have access to the capital markets on terms acceptable to us or at all.

Generally, our income is subject to the Chinese statutory tax rate of 25%. However, to the extent our cash flows from operations exceed our China cash requirements, the excess cash may be subject to an additional 10% withholding tax levied by the Chinese tax authority, subject to any reduction or exemption set forth in relevant tax treaties or tax arrangements.

Share Repurchases and Dividends

On November 2, 2023, our Board of Directors increased the share repurchase authorization by $1 billion to an aggregate of $3.4 billion. Yum China may repurchase shares under this program from time to time in the open market or, subject to applicable regulatory requirements, through privately negotiated transactions, block trades, accelerated share repurchase transactions and the use of Rule 10b5-1 trading plans. During the quarters ended March 31, 2024 and 2023, the Company repurchased 16.6 million shares of common stock for $681 million and 1.0 million shares of common stock for $62 million, respectively, under the repurchase program.

For the quarters ended March 31, 2024 and 2023, the Company paid cash dividends of approximately $64 million and $54 million, respectively, to stockholders through a quarterly dividend payment of $0.16 and $0.13 per share, respectively.

On April 29, 2024, the Board of Directors declared a cash dividend of $0.16 per share, payable on June 18, 2024, to stockholders of record as of the close of business on May 28, 2024. The total estimated cash dividend payable is approximately $63 million.

Our ability to declare and pay any dividends on our stock may be restricted by our earnings available for distribution under applicable Chinese laws. The laws, rules and regulations applicable to our Chinese subsidiaries permit payments of dividends only out of their accumulated profits, if any, determined in accordance with applicable Chinese accounting standards and regulations. Under Chinese laws, an enterprise incorporated in China is required to set aside at least 10% of its after-tax profits each year, after making up previous years' accumulated losses, if any, to fund certain statutory reserve funds, until the aggregate amount of such a fund reaches 50% of its registered capital. As a result, our Chinese subsidiaries are restricted in their ability to transfer a portion of their net assets to us in the form of dividends. At the discretion of the board of directors, as an enterprise incorporated in China, each of our Chinese subsidiaries may allocate a portion of its after-tax profits based on Chinese accounting standards to staff welfare and bonus funds. These reserve funds and staff welfare and bonus funds are not distributable as cash dividends.

Borrowing Capacity

As of March 31 2024, the Company had credit facilities of RMB7,289 million (approximately $1,009 million), comprised of onshore credit facilities in the aggregate amount of RMB5,700 million (approximately $789 million) and offshore credit facilities in the aggregate amount of $220 million.

The credit facilities had remaining terms ranging from less than one year to three years as of March 31, 2024. Our credit facilities mainly include term loans, overdrafts, letters of credit, banker's acceptance notes and bank guarantees. The credit facilities in general bear interest based on the Loan Prime Rate ("LPR") published by the National Interbank Funding Centre of the PRC, or Secured Overnight Financing Rate ("SOFR") published by the Federal Reserve Bank of New York. Each credit facility contains a cross-default provision whereby our failure to make any payment on a principal amount from any credit facility will constitute a default on other credit facilities. Some of the credit facilities contain covenants limiting, among other things, certain additional indebtedness and liens, and certain other transactions specified in the respective agreements. As of March 31, 2024, we had outstanding short-term bank borrowings of RMB1,195 million (approximately $165 million), mainly to manage working capital at our operating subsidiaries. Such bank borrowings were secured by $78 million short-term investments, and are due within one year from their issuance dates. As of March 31, 2024, we also had outstanding bank guarantees of RMB257 million (approximately $36 million) mainly to secure our lease payments to landlords for certain Company-owned restaurants. Our credit facilities were therefore reduced by outstanding short-term bank borrowings, adjusted for unamortized interest and collateral, and outstanding guarantees. As of March 31, 2024, the Company had unused credit facilities of approximately $885 million.

Off-Balance Sheet Arrangements

See the Guarantees section of Note 14 for discussion of our off-balance sheet arrangements.

New Accounting Pronouncements

Recently Adopted Accounting Pronouncements

See Note 2 for details of recently adopted accounting pronouncements.

New Accounting Pronouncements Not Yet Adopted

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280) — Improvements to Reportable Segment Disclosures (“ASU 2023-07”), requiring public business entities to provide disclosures of significant expenses and other segment items. The guidance also requires public entities to provide in interim periods all disclosures about a reportable segment’s profit or loss and assets that are currently required annually. ASU 2023-07 is effective for the Company for annual periods from January 1, 2024, and for interim periods from January 1, 2025, with early adoption permitted. We are currently evaluating the impact the adoption of this standard may have on our financial statements.

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740) — Improvements to Income Tax Disclosures (“ASU 2023-09”), requiring public business entities to provide additional information in the rate reconciliation and additional disclosures about income taxes paid. ASU 2023-09 is effective for the Company from January 1, 2025, with early adoption permitted. We are currently evaluating the impact the adoption of this standard may have on our financial statements.

Cautionary Note Regarding Forward-Looking Statements

Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. These statements often include words such as “may,” “will,” “estimate,” “intend,” “seek,” “expect,” “project,” “anticipate,” “believe,” “plan,” “could,” “target,” “aim,” “commit,” “predict,” “likely,” “should,” “forecast,” “outlook,” “model,” “continue,” “ongoing” or other similar terminology. Forward-looking statements are based on our expectations, estimates, assumptions or projections concerning future results or events as of the date of the filing of this Form 10-Q. Forward-looking statements are neither predictions nor guarantees of future events, circumstances or performance and are inherently subject to known and unknown risks, uncertainties and assumptions that could cause our actual results and events to differ materially from those indicated by those statements. We cannot assure you that any of our assumptions are correct or any of our expectations, estimates or projections will be achieved. Numerous factors could cause our actual results to differ materially from those expressed or implied by forward-looking statements, including, without limitation, the following:

- Risks related to our business and industry, such as (a) food safety and foodborne illness concerns, (b) significant failure to maintain effective quality assurance systems for our restaurants, (c) significant liability claims, food contamination complaints from our customers or reports of incidents of food tampering, (d) health concerns arising from outbreaks of viruses or other illnesses, including the COVID-19 pandemic, (e) the fact that the operation of our restaurants is subject to the terms of the master license agreement with YUM, (f) the fact that substantially all of our revenue is derived from our operations in China, (g) the fact that our success is tied to the success of YUM’s brand strength, marketing campaigns and product innovation, (h) shortages or interruptions in the availability and delivery of food products and other supplies, (i) fluctuation of raw materials prices, (j) our inability to attain our target development goals, the potential cannibalization of existing sales by aggressive development and the possibility that new restaurants will not be profitable, (k) risks associated with leasing real estate, (l) inability to obtain desirable restaurant locations on commercially reasonable terms, (m) labor shortages or increases in labor costs, (n) the fact that our success depends substantially on our corporate reputation and on the value and perception of our brands, (o) the occurrence of security breaches and cyber-attacks, (p) failure to protect the integrity and security of our customer or employee personal, financial or other data or our proprietary or confidential information that is stored in our information systems or by third parties on our behalf, (q) failures or interruptions of service or security breaches in our information technology systems, (r) the fact that our business depends on the performance of, and our long-term relationships with, third-party mobile payment processors, internet infrastructure operators, internet service providers and delivery aggregators and third-party e-commerce platforms, (s) failure to provide timely and reliable delivery services by our restaurants, (t) our growth strategy with respect to Lavazza may not be successful, (u) the anticipated benefits of our acquisitions may not be realized in a timely manner or at all, (v) challenges and risks related to our new retail and e-commerce businesses, (w) use of GenAI technologies, (x) our inability or failure to recognize, respond to and effectively manage the impact of social media, (y) failure to comply with anti-bribery or anti-corruption laws, (z) U.S. federal income taxes, changes in tax rates, disagreements with tax authorities and imposition of new taxes, (aa) changes in consumer discretionary spending and general economic conditions, (bb) the fact that the restaurant industry in which we operate is highly competitive, (cc) loss of or failure to obtain or renew any or all of the approvals, licenses and permits to operate our business, (dd) our inability to adequately protect the intellectual property we own or have the right to use, (ee) our licensor’s failure to protect its intellectual property, (ff) seasonality and certain major events in China, (gg) our failure to detect, deter and prevent all instances of fraud or other misconduct committed by our employees, customers or other third parties, (hh) the fact that our success depends on the continuing efforts of our key management and experienced and capable personnel as well as our ability to recruit new talent, (ii) our strategic investments or acquisitions may be unsuccessful; (jj) our investment in technology and innovation may not generate the expected level of returns, and (kk) fair value changes for our investment in equity securities, lower yields of our short-term investments or lower returns of our future long-term bank deposits and notes may adversely affect our financial condition and results of operations, and (ll) our operating results may be adversely affected by our investment in equity method investee;

- Risks related to doing business in China, such as (a) changes in Chinese political policies and economic and social policies or conditions, (b) the interpretation and enforcement of Chinese laws, rules and regulations may change from time to time with little advance notice, and the risk that the PRC government may intervene or influence our operations, which could result in a material change in our operations and/or the value of our securities to decline, (c) audit reports included in our annual reports prepared by auditors who are located in China, and in the event the PCAOB is unable to inspect our auditors, our common stock will be subject to potential delisting from the New York Stock Exchange, (d) changes in political, business, economic and trade relations between the United States and China, (e) fluctuation in the value of the Chinese Renminbi, (f) the fact that we face increasing focus on environmental sustainability issues, (g) limitation on our ability to utilize our cash balances effectively, including making funds held by our China-based subsidiaries unavailable for use outside of mainland China, due to interventions in or the imposition of restrictions and limitations by the PRC government on currency conversion and payments of foreign currency and RMB out of mainland China, (h) changes in the laws and regulations of China or noncompliance with applicable laws and regulations, (i) reliance on dividends and other distributions on equity paid by our principal subsidiaries in China to fund offshore cash requirements, (j) potential unfavorable tax consequences resulting from our classification as a China resident enterprise for Chinese enterprise income tax purposes, (k) uncertainty regarding indirect transfers of equity interests in China resident enterprises and enhanced scrutiny by Chinese tax authorities, (l) difficulties in effecting service of legal process, conducting investigations, collecting evidence, enforcing foreign judgments or bringing original actions in China against us, (m) the Chinese government may determine that the variable interest entity structure of Daojia does not comply with Chinese laws on foreign investment in restricted industries, (n) inability to use properties due to defects caused by non-registration of lease agreements related to certain properties, (o) risk in relation to unexpected land acquisitions, building closures or demolitions, (p) potential fines and other legal or administrative sanctions for failure to comply with Chinese regulations regarding our employee equity incentive plans and various employee benefit plans, (q) proceedings instituted by the SEC against certain China-based accounting firms, including our independent registered public accounting firm, could result in our financial statements being determined to not be in compliance with the requirements of the Exchange Act, (r) restrictions on our ability to make loans or additional capital contributions to our Chinese subsidiaries due to Chinese regulation of loans to, and direct investment in, Chinese entities by offshore holding companies and governmental administration of currency conversion, (s) difficulties in pursuing growth through acquisitions due to regulations regarding acquisitions, and (t) the PRC government has significant oversight and discretion to exert supervision over offerings of securities conducted outside of China and over foreign investment in China-based issuers, and may limit or completely hinder our ability to offer securities to investors, or cause the value of our securities to significantly decline;

- Risks related to the separation and related transactions, such as (a) incurring significant tax liabilities if the distribution does not qualify as a transaction that is generally tax-free for U.S. federal income tax purposes and the Company could be required to indemnify YUM for material taxes and other related amounts pursuant to indemnification obligations under the tax matters agreement, (b) being obligated to indemnify YUM for material taxes and related amounts pursuant to indemnification obligations under the tax matters agreement if YUM is subject to Chinese indirect transfer tax with respect to the distribution, (c) potential indemnification liabilities owing to YUM pursuant to the separation and distribution agreement, (d) the indemnity provided by YUM to us with respect to certain liabilities in connection with the separation may be insufficient to insure us against the full amount of such liabilities, (e) the possibility that a court would require that we assume responsibility for obligations allocated to YUM under the separation and distribution agreement, and (f) potential liabilities due to fraudulent transfer considerations; and

- General risks, such as (a) potential legal proceedings, (b) changes in accounting standards and subjective assumptions, estimates and judgments by management related to complex accounting matters, (c) failure of our insurance policies to provide adequate coverage for claims associated with our business operations, (d) unforeseeable business interruptions, and (e) failure by us to maintain effective disclosure controls and procedures and internal control over financial reporting in accordance with the rules of the SEC.

In addition, other risks and uncertainties not presently known to us or that we currently believe to be immaterial could affect the accuracy of any such forward-looking statements. All forward-looking statements should be evaluated with the understanding of their inherent uncertainty. You should consult our filings with the SEC (including the information set forth under the captions “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and “Risk Factors” included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023) for additional information regarding factors that could affect our financial and other results. You should not place undue reliance on forward-looking statements, which speak only as of the date of the filing of this Form 10-Q. We are not undertaking to update any of these statements, except as required by law.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Foreign Currency Exchange Rate Risk

Changes in foreign currency exchange rates impact the translation of our reported foreign currency denominated earnings, cash flows and net investments in foreign operations, virtually all of which are denominated in RMB. While substantially all of our supply purchases are denominated in RMB, from time to time, we enter into agreements at predetermined exchange rates with third parties to purchase certain amount of goods and services sourced overseas and make payments in the corresponding local currencies when practical, to minimize the related foreign currency exposure with immaterial impact on our financial statements.

As substantially all of the Company's assets are located in China, the Company is exposed to movements in the RMB foreign currency exchange rate. For the quarter ended March 31, 2024, the Company's Operating profit would have decreased by approximately $35 million, if the RMB weakened 10% relative to the US$. This estimated reduction assumes no changes in sales volumes or local currency sales or input prices.

Commodity Price Risk

We are subject to volatility in food costs as a result of market risks associated with commodity prices. Our ability to recover increased costs through higher pricing is, at times, limited by the competitive environment in which we operate. We manage our exposure to this risk primarily through pricing agreements with our vendors.

Investment Risk

In September 2018, we invested $74 million in 8.4 million of Meituan's ordinary shares. The Company sold 4.2 million of its ordinary shares of Meituan in the second quarter of 2020 for proceeds of approximately $54 million. Equity investment in Meituan is recorded at fair value, which is measured on a recurring basis and is subject to market price volatility. See Note 3 for further discussion on our investment in Meituan.

Item 4. Controls and Procedures

<u>Evaluation of Disclosure Controls and Procedures</u>

The Company has evaluated the effectiveness of the design and operation of its disclosure controls and procedures pursuant to Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 as of the end of the period covered by this report. Based on the evaluation, performed under the supervision and with the participation of the Company's management, including the Chief Executive Officer (the "CEO") and the Chief Financial Officer (the "CFO"), the Company's management, including the CEO and the CFO, concluded that the Company's disclosure controls and procedures were effective as of the end of the period covered by this report.

<u>Changes in Internal Control Over Financial Reporting</u>

There were no changes with respect to the Company's internal control over financial reporting during the quarter ended March 31, 2024 that have materially affected, or are reasonably likely to materially affect, internal control over financial reporting.

PART II – Other Information

Item 1. Legal Proceedings

Information regarding legal proceedings is incorporated by reference from Note 14 to the Company's Condensed Consolidated Financial Statements set forth in Part I of this report.

Item 1A. Risk Factors

We face a variety of risks that are inherent in our business and our industry, including operational, legal and regulatory risks. Such risks could cause our actual results to differ materially from our forward-looking statements, expectations and historical trends. There have been no material changes from the risk factors disclosed in Part I, Item 1A. "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2023, which was filed with the SEC on February 29, 2024.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Our Board of Directors authorized an aggregate of $3.4 billion for our share repurchase program, including its most recent increase in authorization on November 2, 2023. The authorizations do not have an expiration date.

The following table provides information as of March 31, 2024 with respect to shares of Yum China common stock repurchased on the NYSE and HKEX by the Company during the quarter then ended:

Period	Total Number of Shares Repurchased (thousands)	Average Price Paid Per Share[a]	Total Number of Shares Repurchased as Part of Publicly Announced Plans or Programs (thousands)	Approximate Dollar Value of Shares that May Yet Be Repurchased under the Plans or Programs (millions)
1/1/24-1/31/24	1,696	$ 37.34	1,696	$ 1,534
2/1/24-2/29/24	8,461	$ 41.35	8,461	$ 1,471
3/1/24-3/31/24	6,397	$ 41.92	6,397	$ 1,121
Total	16,554	$ 41.16	16,554	$ 853

a. Starting January 2024, the Company also repurchased shares of common stock through open market transactions on the HKEX. Shares repurchased on the HKEX have been converted into U.S. dollars at the exchange rate on the date of repurchase.

Item 5. Other Information

During the quarter ended March 31, 2024, none of the Company's officers (as defined in Rule 16a-1(f) under the Securities Exchange Act of 1934, as amended ("Exchange Act")) or directors adopted, modified, or terminated a Rule 10b5-1 trading arrangement or a non-Rule 10b5-1 trading arrangement (each as defined in Item 408 of Regulation S-K under the Exchange Act).

Item 6. Exhibits

Exhibit Number	Description of Exhibits
31.1	Certification of the Chief Executive Officer pursuant to Rule 13a-14(a) of Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*
31.2	Certification of the Chief Financial Officer pursuant to Rule 13a-14(a) of Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.*
32.1	Certification of the Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.*
32.2	Certification of the Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.*
101.INS	XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document *
101.SCH	Inline XBRL Taxonomy Extension Schema Document *
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document *
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document *
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document *
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document *
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document *

* Filed or furnished herewith.

SIGNATURES

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

	Yum China Holdings, Inc.
	(Registrant)
Date: May 8, 2024	/s/ Xueling Lu
	Controller and Principal Accounting Officer

Exhibit 31.1

CERTIFICATION

I, Joey Wat, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Yum China Holdings, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant, as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 8, 2024

/s/ Joey Wat

Joey Wat
Chief Executive Officer

Exhibit 31.2

CERTIFICATION

I, Andy Yeung, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Yum China Holdings, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant, as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: May 8, 2024

/s/ Andy Yeung

Andy Yeung
Chief Financial Officer

Exhibit 32.1

CERTIFICATION OF CHIEF EXECUTIVE OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Yum China Holdings, Inc. (the "Company") on Form 10-Q for the quarter ended March 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Periodic Report"), I, Joey Wat, Chief Executive Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Periodic Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Periodic Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: May 8, 2024

/s/ Joey Wat
Joey Wat
Chief Executive Officer

A signed original of this written statement required by Section 906 has been provided to Yum China Holdings, Inc. and will be retained by Yum China Holdings, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.

Exhibit 32.2

CERTIFICATION OF CHIEF FINANCIAL OFFICER
PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of Yum China Holdings, Inc. (the "Company") on Form 10-Q for the quarter ended March 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Periodic Report"), I, Andy Yeung, Chief Financial Officer of the Company, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Periodic Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Periodic Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: May 8, 2024	/s/ Andy Yeung
	Andy Yeung
	Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to Yum China Holdings, Inc. and will be retained by Yum China Holdings, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.