**Consolidated Financial Statements** 

With Independent Auditors' Report For the Years Ended December 31, 2022 and 2021

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The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

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## **Representation Letter**

The entities that are required to be included in the combined financial statements of SCI Pharmtech, Inc. as of and for the year ended December 31, 2022 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10 endorsed by the Financial Supervisory Commission, "Consolidated Financial Statements." In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, SCI Pharmtech, Inc. and subsidiaries do not prepare a separate set of combined financial statements.

Company name: SCI Pharmtech, Inc.

Chairman: Weichyun Wong Date: March 14, 2023



## 安侯建業群合會計師重務的 KPMG

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## **Independent Auditors' Report**

To the Board of Directors of SCI Pharmtech, Inc.: **Opinion** 

We have audited the consolidated financial statements of SCI Pharmtech, Inc. and its subsidiaries ("the Group"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

#### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

## 1. Inventory valuation

Please refer to Note 4(h) and Note 5 of the consolidated financial statements for the accounting policy of inventory valuation, as well as the estimation of inventory valuation, respectively. Information regarding the inventory and related expenses are shown in Note 6(e) of the consolidated financial statements.



## Description of key audit matters:

Due to the characteristics of the pharmaceutical industry, products are manufactured for specific customers, providing batch-specific differentiation services according to their needs while the Group estimates the net realizable value of inventory. If there were no objective information regarding the current sales price available for reference, the Group has to make an evaluation of each product's various factors, such as the demands of the market, to determine the net realizable value of the product. As the reasonableness of estimation might have an impact on the inventory valuation, the test of inventory valuation is one of the key audit matters in our audit.

## Our audit procedures include:

- · Assessing the reasonableness of provision policies and procedures on allowance for inventory valuation losses, including the evaluation of changes in the market, customer demand and inventory turn-over to identify the obsolete inventories.
- · Performing a retrospective review of inventory movements to evaluate the reasonableness of inventory obsolescence reserve policy and policy on scrapping of inventories.
- Sampling and inspecting the Group's sales price; as well as verifying the calculation of the lower of cost or net realizable value; evaluating the adopted net realizable value as a basis for obsolete inventories.

## 2. Revenue recognition

Please refer to Note 4(o) of the consolidated financial statements, for the accounting policy of Revenue recognition for operating revenue recognition.

## Description of key audit matters:

The Group's main products are the manufacture of Active Pharmaceutical Ingredients, and Intermediates, etc. The Group's major customers are foreign pharmaceutical companies that have transaction terms different from each other, and the revenue recognition was booked by using manual adjustments, which may result in an inappropriate risk in revenue recognition. Therefore, the revenue recognition is one of the key audit matters in our audit.

## Our audit procedures include:

- · Understanding and testing the related controls surrounding the aforementioned sales and collection cycle;
- · Testing of details;
- · Verifying whether the revenue had been recognized in the proper period by testing the selected sales transactions before and after the balance sheet date in order to evaluate the accuracy of the timing of the Group's operating revenue recognition.



#### Other Matter

SCI Pharmtech Inc. has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2022 and 2021, on which we have issued an unmodified opinion.

## Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRIC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

## Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

- 1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- 3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- 4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- 5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kuan-Ying Kuo and Shu-Min Hsu.

#### KPMG

Taipei, Taiwan (Republic of China) March 14, 2023

#### **Notes to Readers**

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with the accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

The independent auditors' audit report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

#### (English Translation of Consolidated Financial Statements Originally Issued in Chinese)

#### SCI PHARMTECH, INC. AND SUBSIDIARIES

#### **Consolidated Balance Sheets**

## December 31, 2022 and 2021

## (expressed in thousands of New Taiwan dollars)

		December 31, 2		December 31,				_I	December 31, 2		December 31, 2	
	Assets Current assets:	Amount	<u>%</u>	Amount	<u>%</u>		Liabilities and Equity Current liabilities:		Amount	<u>%</u>	Amount	%
1100		\$ 166,828	3	332,231	8	2100	Total short-term borrowings (note 6(k))	\$	112,000	2		
1110	Current financial assets at fair value through profit or loss (note 6(b))	97,545	2	360,401	9	2170	Notes and accounts payable	Φ	48,636	1	33,779	1
1170	Notes and accounts receivable, net (notes 6(d) and 6(t))	173,565	4	82,976	2	2170	Current contract liabilities (note 6(t))		31,773	1	41,764	1
	7 (7 (7)	31,101	4	265,586	6	2200	· · · · · · · · · · · · · · · · · · ·		296,017	1	128,748	3
1206 1310	Other receivables (notes 6(f) and 10) Inventories, net (note 6(e))	513,430	10	294,182	7		Other payables (note 6(m))		,	6		
1470		59,929	10	,	1	2213	Payables on contractors and equipment  Current tax liabilities		160,591 3,862		118,194	3
14/0	Other current assets		21	61,934	22	2230			The state of the s	-	410.040	- 10
	Non-account according	1,042,398	21	1,397,310	33	2250	Current provisions (notes 6(o) and 10)		111,384	2	418,840	10
1510	Non-current assets:					2280	Current lease liabilities (note 6(n))		828	-	1,584	-
1518	Non-current financial assets at fair value through other comprehensive income (note $6(c)$ )	66,723	1	72,521	2	2300	Other current liabilities (note 6(d))	-	5,224		5,028	
1550	Investments accounted for using equity method (note 6(g))	141,317	3	52,447	1		N. G. W. I. W. G.	_	770,315	16	747,937	18
1600	Property, plant and equipment (notes 6(h), 7 and 8)	3,193,144	64	2,097,997	50	2541	Non-Current liabilities:		122.256	0		
1755	Right-of-use assets (note 6(i))	1,013	-	2,134	-	2541	Long-term borrowings (note 6(1))		432,356	9	-	-
1761	Investment property, land (notes 6(j) and 7)	228,012	5	-	_	2580	Non-current lease liabilities (note 6(n))		195	-	571	-
1780	Intangible assets	54,582	1	60,290	2	2570	Deferred tax liabilities (note 6(q))		103,811	2	103,811	3
1840	Deferred tax assets (note 6(q))	167,252	4	241,552	6	2630	Deferred income (note 6(l))		4,108	-	-	-
1900	Other non-current assets (note 6(h))	66,098	1	265,644	6	2640	Provisions for employee benefits, non-current (note 6(p))		19,530	-	16,945	-
1700	Other hon-eutrent assets (note o(n))	3,918,141	79	2,792,585	67	2600	Total other non-current liabilities (note 7)	_	1,000	<u> </u>		
		3,710,141	1)	2,772,363	07			_	561,000	11	121,327	3
							Total liabilities	_	1,331,315	27	869,264	21
							Equity attributable to owners of parent (note 6(r)):					
						3100	Ordinary Share		953,824	19	953,824	23
						3200	Capital surplus		1,357,127	27	1,348,339	32
						3310	Legal reserve		431,874	9	426,103	10
						3320	Special reserve		48,929	1	29,378	1
						3350	Unappropriated retained earnings		892,197	18	611,916	14
						3400	Other components of equity	_	(54,727)	<u>(1</u> )	(48,929)	<u>(1</u> )
	T ( )	4 0 6 0 5 2 0	100	4 100 005	100		Total equity	_	3,629,224	73	3,320,631	<u>79</u>
	Total assets	\$ 4,960,539	100	4,189,895	100		Total liabilities and equity	\$ <u></u>	4,960,539	100	4,189,895	100

## (English Translation of Consolidated Financial Statements Originally Issued in Chinese) SCI PHARMTECH, INC. AND SUBSIDIARIES

## **Consolidated Statements of Comprehensive Income**

For the years ended December 31, 2022 and 2021

(expressed in Thousands of New Taiwan Dollars, except for earnings per share)

	Amount		2021	
		<u>%</u>	Amount	%
4110 Sales revenue (note 6(t))	899,738	100	864,217	100
5110 Cost of sales (notes 6(e), 6(p) and 12)	608,559	68	656,128	76
5900 Gross profit	291,179	32	208,089	24
Operating expenses (notes 6(p) and 12):				
6100 Selling expenses	50,404	6	49,108	6
6200 Administrative expenses	82,156	9	54,976	6
Research and development expenses	39,649	4	30,347	4
	172,209	19	134,431	16
Net operating income	118,970	13	73,658	8
Non-operating income and expenses:				
7101 Interest income	998	-	600	-
7130 Dividend income	5,494	1	9,437	1
Other income (notes $6(n)$ , $6(v)$ , 7 and 10)	265,170	29	25,285	3
Losses on financial assets at fair value through profit or loss	(14,074)	( )	2,242	-
7510 Interest expense (note 6(n))	(1,072)		(41)	-
7590 Miscellaneous disbursements (notes 6(h) and 6(w))	(1,320)		(17,127)	(2)
Losses on disposals of property, plant and equipment	(1,333)		-	-
Foreign exchange gains (losses)	27,550	3	(14,995)	(2)
Share of loss of associates and joint ventures accounted for using equity method, net	(12.562)	(1)	(13,553)	(1)
(note 6(g))	(12,563) 268,850	<u>(1)</u> 30	(8,152)	<u>(1)</u> (1)
7900 Profit before tax	387,820	43	65,506	<u>(1</u> )
7950 Less: Income tax expenses (note 6(q))	79,040	9	9,810	1
	308,780	34	55,696	
	308,780	34	33,090	6
8300 Other comprehensive income:				
8310 Items that may not be reclassified subsequently to profit or loss:				
Gains (losses) on remeasurements of defined benefit plans (note 6(p))	(3,840)	-	2,508	-
Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	(5,798)	(1)	(19,551)	(2)
Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss (note 6(q))	(768)		501	
Other comprehensive income, net	(8,870)	<u>(1</u> )	(17,544)	<u>(2</u> )
8500 Total comprehensive income	§ 299,910	33	38,152	4
Earnings per share (note 6(s)):				
9750 Basic earnings per share	<u> </u>	3.24		0.58
9850 Diluted earnings per share	<u> </u>	3.23		0.58

# (English Translation of Consolidated Financial Statements Originally Issued in Chinese) SCI PHARMTECH, INC. AND SUBSIDIARIES

**Consolidated Statements of Changes in Equity** 

For the years ended December 31, 2022 and 2021

(expressed in Thousands of New Taiwan Dollars)

				<b>Equity attrik</b>	outable to ov	vners of parent		
							Other equity interest	
							Unrealized	
							gains (losses) from	
							financial assets	
							measured at fair value	
			_	l	Retained ear	nings	through other	
	O	rdinary	Capital	Legal	Special	Unappropriated	comprehensive	
		hares	surplus	reserve	reserve	retained earnings	income	Total equity
Balance at January 1, 2021	\$	794,853	1,348,339	390,081		818,327	(29,378)	3,322,222
Profit for the year ended December 31, 2021		-	-	-	-	55,696	-	55,696
Other comprehensive income for the year ended December 31, 2021		-				2,007	(19,551)	(17,544)
Total comprehensive income for the year ended December 31, 2021		-				57,703	(19,551)	38,152
Appropriation and distribution of retained earnings:								
Legal reserve appropriated		-	-	36,022	-	(36,022)	-	-
Special reserve appropriated		-	-	-	29,378	(29,378)	-	-
Cash dividends of ordinary share		-	-	-	-	(39,743)	-	(39,743)
Stock dividends of ordinary share		158,971				(158,971)	-	
Balance at December 31, 2021		953,824	1,348,339	426,103	29,378	611,916	(48,929)	3,320,631
Profit for the year ended December 31, 2022		-	-	-	-	308,780	-	308,780
Other comprehensive income for the year ended December 31, 2022		-	-	-	-	(3,072)	(5,798)	(8,870)
Total comprehensive income for the year ended December 31, 2022		-	-	-	-	305,708	(5,798)	299,910
Appropriation and distribution of retained earnings:								
Legal reserve appropriated		-	-	5,771	-	(5,771)	-	-
Special reserve appropriated		-	-	-	19,551	(19,551)	-	-
Changes in equity of associates and joint ventures accounted for using equity method			8,788			(105)	-	8,683
Balance at December 31, 2022	\$	953,824	1,357,127	431,874	48,929	892,197	(54,727)	3,629,224

See accompanying notes to consolidated financial statements.

## $(English\ Translation\ of\ Consolidated\ Financial\ Statements\ Originally\ Issued\ in\ Chinese)\\ SCI\ PHARMTECH,\ INC.\ AND\ SUBSIDIARIES$

## **Consolidated Statements of Cash Flows**

# For the years ended December 31, 2022 and 2021 (expressed in Thousands of New Taiwan Dollars)

	 2022	2021
Cash flows from (used in) operating activities:		
Profit before tax	\$ 387,820	65,506
Adjustments for:		
Adjustments to reconcile profit (loss):		
Depreciation expense	82,399	56,191
Amortization expense	8,213	7,517
Net loss on financial assets or liabilities at fair value through profit or loss	14,074	(2,242)
Interest expense	1,072	41
Interest income	(998)	(600)
Dividend income	(5,494)	(9,437)
Share of loss of associates and joint ventures accounted for using equity method	12,563	13,553
Losses from disposal of property, plant and equipment	1,333	-
Losses due to (reversal of) major disasters	(101,202)	(5,455)
Others	 <u> </u>	62
Total adjustments to reconcile profit	 11,960	59,630
Changes in operating assets and liabilities:		
(Increase) decrease in notes and accounts receivable	(90,589)	254,773
(Increase) decrease in inventories	(219,248)	86,697
Decrease in other receivables and other current assets	266,490	239,673
Decrease in contract liabilities	(9,991)	(55,531)
Increase (decrease) in notes and accounts payable	14,857	(47,099)
Increase (decrease) in other payable	41,866	(60,190)
Decrease in provisions	(110,851)	(151,392)
Increase (decrease) in other current liabilities	196	(4,949)
Decrease in provision for employee benefits, non-current	 (1,255)	(990)
Total changes in operating assets and liabilities	 (108,525)	260,992
Total adjustments	 (96,565)	320,622
Cash flow from (used in) operations	291,255	386,128
Interest received	998	600
Dividends received	5,494	9,437
Interest paid	(1,072)	(41)
Income taxes paid	(110)	(115,846)
Net cash flows from (used in) operating activities	 296,565	280,278
Cash flows from (used in) investing activities:	 	
Acquisition of financial assets at fair value through other comprehensive income	-	(6,375)
Proceeds from disposal of financial assets at fair value through profit or loss	(2,123)	(2,158)
Acquisition of financial assets designated at fair value through profit or loss	250,905	311,954
Acquisition of investments accounted for using equity method	(92,750)	(66,000)
Acquisition of property, plant and equipment	(1,085,123)	(514,170)
Proceeds from disposal of property, plant and equipment	65	-
Decrease (increase) in refundable deposits	2,400	(2,000)
Acquisition of intangible assets	-	(3,953)
Increase in prepayments of property, plant and equipment	(82,461)	(256,858)
Net cash flows from (used in) investing activities	(1,009,087)	(539,560)
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	790,000	-
Decrease in short-term borrowings	(678,000)	-
Proceeds from long-term borrowings	435,767	-
Increase in guarantee deposits received	1,000	_
Payment of lease liabilities	(1,648)	(1,773)
Cash dividends paid	-	(39,743)
Net cash flows from (used in) financing activities	 547,119	(41,516)
Net decrease in cash and cash equivalents	 (165,403)	(300,798)
Cash and cash equivalents at beginning of period	332,231	633,029
Cash and cash equivalents at end of period	\$ 166,828	332,231
	 	- ,

## (English Translation of Consolidated Financial Statements Originally Issued in Chinese) SCI PHARMTECH, INC. AND SUBSIDIARIES

#### **Notes to the Consolidated Financial Statements**

For the years ended December 31, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, Unless Otherwise Specified)

## (1) Company history

SCI Pharmtech, Inc. (the "Company") was incorporated in September 18, 1987 as a company limited by shares and registered under the Ministry of Economic Affairs, R.O.C. The major business activities of the Company are the research and development, manufacture and sale of Active Pharmaceutical Ingredients ("API"), Intermediates, specialty chemicals. The consolidated financial statements of the Company comprise the Company and its subsidiaries (together referred to as the "Group" and individually as the "Group entities"). Please refer to note 4(c) for related information of the Group primarily business activities. Mercuries & Associates, Holding Ltd. is the parent company of the Company.

## (2) Approval date and procedures of the consolidated financial statements

These consolidated financial statements were authorized for issuance by the Board of Directors on March 14, 2023.

## (3) New standards, amendments and interpretations adopted:

(a) The impact of the International Financial Reporting Standards ("IFRSs") endorsed by the Financial Supervisory Commission, R.O.C. which have already been adopted.

The Group has initially adopted the following new amendments, which do not have a significant impact on its consolidated financial statements, from January 1, 2022:

- Amendments to IAS 16 "Property, Plant and Equipment—Proceeds before Intended Use"
- Amendments to IAS 37 "Onerous Contracts—Cost of Fulfilling a Contract"
- Annual Improvements to IFRS Standards 2018–2020
- Amendments to IFRS 3 "Reference to the Conceptual Framework"

## (b) The impact of IFRS issued by the FSC but not yet effective

The Group assesses that the adoption of the following new amendments, effective for annual period beginning on January 1, 2023, would not have a significant impact on its consolidated financial statements:

- Amendments to IAS 1 "Disclosure of Accounting Policies"
- Amendments to IAS 8 "Definition of Accounting Estimates"
- Amendments to IAS 12 "Deferred Tax related to Assets and Liabilities arising from a Single Transaction"

## **Notes to the Consolidated Financial Statements**

## (c) The impact of IFRS issued by IASB but not yet endorsed by the FSC

The following new and amended standards, which may be relevant to the Group, have been issued by the International Accounting Standards Board (IASB), but have yet to be endorsed by the FSC:

Standards or Interpretations	Content of amendment	Effective date per IASB
Amendments to IAS 1 "Classification of Liabilities as Current or Non-current"	Under existing IAS 1 requirements, companies classify a liability as current when they do not have an unconditional right to defer settlement for at least 12 months after the reporting date. The amendments has removed the requirement for a right to be unconditional and instead now requires that a right to defer settlement must exist at the reporting date and have substance.	January 1, 2024
	The amendments clarify how a company classifies a liability that can be settled in its own shares – e.g. convertible debt.	
Amendments to IAS 1 "Non- current Liabilities with Covenants"	After reconsidering certain aspects of the 2020 amendments1, new IAS 1 amendments clarify that only covenants with which a company must comply on or before the reporting date affect the classification of a liability as current or non-current.	January 1, 2024
	Covenants with which the company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date.	

The Group is evaluating the impact of its initial adoption of the abovementioned standards or interpretations on its consolidated financial position and consolidated financial performance. The results thereof will be disclosed when the Group completes its evaluation.

#### **Notes to the Consolidated Financial Statements**

The Group does not expect the following other new and amended standards, which have yet to be endorsed by the FSC, to have a significant impact on its consolidated financial statements:

- Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture"
- IFRS 17 "Insurance Contracts" and amendments to IFRS 17 "Insurance Contracts"
- Amendments to IFRS 17 "Initial Application of IFRS 17 and IFRS 9 Comparative Information "
- IFRS16 "Requirements for Sale and Leaseback Transactions"

## (4) Summary of significant accounting policies:

The significant accounting policies presented in the consolidated financial statements are summarized as follows. Except for those specifically indicated, the following accounting policies were applied consistently throughout the periods presented in the consolidated financial statements.

## (a) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers (hereinafter referred to as "the Regulations") and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations endorsed and issued into effect by the Financial Supervisory Commission, R.O.C..

#### (b) Basis of preparation

#### (i) Basis of measurement

Except for the following significant accounts, the consolidated financial statements have been prepared on a historical cost basis:

- 1) Financial instruments at fair value through profit or loss are measured at fair value;
- 2) Financial assets at fair value through other comprehensive income are measured at fair value;
- 3) The defined benefit liabilities (assets) are measured at fair value of the plan assets less the present value of the defined benefit obligation, limited as explained in note 4(q).

## (ii) Functional and presentation currency

The functional currency of each Group entity is determined based on the primary economic environment in which the entity operates. The consolidated financial statements are presented in New Taiwan Dollar (NTD), which is the Company's functional currency. All financial information presented in NTD has been rounded to the nearest thousand.

#### **Notes to the Consolidated Financial Statements**

### (c) Basis of Consolidation

#### (i) Principles of preparation of the consolidated financial statements

The consolidated financial statements comprise the Company and subsidiaries. Subsidiaries are entities controlled by the Group. The Group 'controls' an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Intragroup balances and transactions, and any unrealized income and expenses arising from Intragroup transactions are eliminated in preparing the consolidated financial statements. The Group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

The Group prepares consolidated financial statements using uniform accounting policies for like transactions and other events in similar circumstances. Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received will be recognized directly in equity, and the Group will attribute it to the owners of the parent.

List of subsidiaries in the consolidated financial statements.

			Shareh	olding
Name of			December	December
<u>investor</u>	Name of subsidiary	Principal activity	31, 2022	31, 2021
The Company	Yushan Pharmaceuticals	The research and development,	100.00 %	100.00 %
	Inc. (Yushan)	manufacture and sale of API		

## (d) Foreign currencies

Transactions in foreign currencies are translated into the respective functional currencies of the Group entities at exchange rates at the dates of the transactions. At the end of each subsequent reporting period, monetary items denominated in foreign currencies are translated into the functional currencies using the exchange rate at that date. Non-monetary items denominated in foreign currencies that are measured at fair value are translated into the functional currencies using the exchange rate at the date that the fair value was determined. Non monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

#### **Notes to the Consolidated Financial Statements**

Exchange differences are generally recognized in profit or loss, except for those differences relating to the following, which are recognized in other comprehensive income:

- (i) an investment in equity securities designated as at fair value through other comprehensive income;
- (ii) a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; or
- (iii) qualifying cash flow hedges to the extent that the hedges are effective.
- (e) Classification of current and non-current assets and liabilities

An asset is classified as current under one of the following criteria, and all other assets are classified as non-current.

- (i) It is expected to be realized, or intended to be sold or consumed, in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is expected to be realized within twelve months after the reporting period; or
- (iv) The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current under one of the following criteria, and all other liabilities are classified as non-current.

An entity shall classify a liability as current when:

- (i) It is expected to be settled in the normal operating cycle;
- (ii) It is held primarily for the purpose of trading;
- (iii) It is due to be settled within twelve months after the reporting period; or
- (iv) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by issuing equity instruments do not affect its classification.

#### (f) Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Time deposits which meet the above definition and are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes should be recognized as cash equivalents.

#### **Notes to the Consolidated Financial Statements**

## (g) Financial instruments

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

#### (i) Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

On initial recognition, a financial asset is classified as measured at: amortized cost; Fair value through other comprehensive income (FVOCI) – equity investment; or FVTPL. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

#### 1) Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- · it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- · its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition, plus/minus, the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, as well as impairment, are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

#### **Notes to the Consolidated Financial Statements**

## 2) Fair value through other comprehensive income (FVOCI)

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- · it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an instrument-by-instrument basis.

Debt investments at FVOCI are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in other comprehensive income. On derecognition, gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

Equity investments at FVOCI are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in other comprehensive income and are never reclassified to profit or loss.

Dividend income is recognized in profit or loss on the date on which the Group's right to receive payment is established.

## 3) Fair value through profit or loss (FVTPL)

All financial assets not classified as amortized cost or FVOCI described as above are measured at FVTPL, including derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset, which meets the requirements to be measured at amortized cost or at FVOCI, as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

## 4) Impairment of financial assets

The Group recognizes loss allowances for expected credit losses (ECL) on financial assets measured at amortized cost (including cash and cash equivalents, amortized costs, notes and trade receivables, other receivable, guarantee deposit paid and other financial assets) and debt investments measured at FVOCI.

The Group measures loss allowances at an amount equal to lifetime ECL, except for the following which are measured as 12-month ECL:

#### **Notes to the Consolidated Financial Statements**

- · debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowance for trade receivables are always measured at an amount equal to lifetime ECL.

Lifetime ECL are the ECL that result from all possible default events over the expected life of a financial instrument.

12-month ECL are the portion of ECL that result from default events that are possible within the 12 month after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECL is the maximum contractual period over which the Group is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment as well as forward-looking information.

The Group considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade which is considered to be BBB- or higher per Standard & Poor's, Baa3 or higher per Moody's or twA or higher per Taiwan Ratings'.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when the financial asset is more than 90 days past due or the debtor is unlikely to pay its credit obligations to the Group in full.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive). ECL are discounted at the effective interest rate of the financial asset.

At each reporting date, the Group assesses whether financial assets carried at amortized cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial assets is credit-impaired includes the following observable data:

#### **Notes to the Consolidated Financial Statements**

- · significant financial difficulty of the borrower or issuer;
- · a breach of contract such as a default or being more than 90 days past due;
- the lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider;
- · it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is charge to profit or loss and is recognized in other comprehensive income instead of reducing the carrying amount of the asset.

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

#### 5) Derecognition of financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognized in its statement of balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

## (ii) Financial liabilities and equity instruments

#### 1) Classification of debt or equity

Debt and equity instruments issued by the Group are classified as financial liabilities or equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

#### **Notes to the Consolidated Financial Statements**

## 2) Equity instrument

An equity instrument is any contract that evidences residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued are recognized as the amount of consideration received, less the direct cost of issuing.

## 3) Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

## 4) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount of a financial liability extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

## 5) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

## (h) Inventories

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is calculated using the weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their present location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

#### **Notes to the Consolidated Financial Statements**

#### (i) Investment in associates

Associates are those entities in which the Group has significant influence, but not control or joint control, over their financial and operating policies.

Investments in associates are accounted for using the equity method and are recognized initially at cost. The cost of the investment includes transaction costs. The carrying amount of the investment in associates includes goodwill arising from the acquisition less any accumulated impairment losses.

The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of those associates, after adjustments to align their accounting policies with those of the Group, from the date on which significant influence commences until the date on which significant influence ceases. The Group recognizes any changes of its proportionate share in the investee within capital surplus, when an associate's equity changes due to reasons other than profit and loss or comprehensive income, which did not result in changes in actual proportionate share.

Gains and losses resulting from transactions between the Group and an associate are recognized only to the extent of unrelated Group's interests in the associate.

When the Group's share of losses of an associate equals or exceeds its interests in an associate, it discontinues recognizing its share of further losses. After the recognized interest is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

When the Group subscribes to additional shares in an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Group's proportionate interest in the net assets of the associate. The Group records such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus, however, when the balance of the capital surplus arising from the investment was insufficient, the difference charged or credited to retained earnings. If the Group's ownership interest is reduced due to the additional subscription to the shares of associate by other investors, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate shall be reclassified to profit or loss on the samebasis as would be required if the associate had directly disposed of the related assets or liabilities.

## (j) Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services, or for administrative purposes. Investment property is measured at cost on initial recognition, and subsequently at cost, less accumulated depreciation and accumulated impairment losses. Depreciation expense is calculated based on the depreciation method, useful life, and residual value which are the same as those adopted for property, plant and equipment.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount) is recognized in profit or loss.

Rental income from investment property is recognized as other revenue on a straight-line basis over the term of the lease. Lease incentives granted are recognized as an integral part of the total rental income, over the term of the lease.

#### **Notes to the Consolidated Financial Statements**

When the use of a property changes such that it is reclassified as property, plant and equipment, the carrying amount at the date of reclassification becomes its cost for subsequent accounting.

## (k) Property, plant and equipment

#### (i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

## (ii) Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

## (iii) Depreciation

Depreciation is calculated on the cost of an asset less its residual value and is recognized in profit or loss on a straigh-line basis over the estimated useful lives of each component of an item of property, plant and equipment.

Land is not depreciated.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

1) Buildings:  $2 \sim 55$  years

2) Machinery:  $3 \sim 15$  years

3) Other equipment:  $3 \sim 15$  years

Building and equipment constitutes mainly building, mechanical and electrical power equipment and its related facilities. Each such part depreciates based on its useful life.

Depreciation methods, useful lives, and residual values are reviewed at each reporting date and adjusted if appropriate.

#### **Notes to the Consolidated Financial Statements**

#### (1) Lease

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### (i) As a leasee

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- 1) fixed payments, including in-substance fixed payments;
- 2) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- 3) amounts expected to be payable under a residual value guarantee; and
- 4) payments or penalties for purchase or termination options that are reasonably certain to be exercised.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when:

- 1) there is a change in future lease payments arising from the change in an index or rate; or
- 2) there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- 3) there is a change in the lease term resulting from a change of its assessment on whether it will exercise an option to purchase the underlying assets, or
- 4) there is a change of its assessment on whether it will exercise a extension or termination option; or
- 5) there is any lease modifications in lease subject, scope of the lease or other terms.

#### **Notes to the Consolidated Financial Statements**

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Group accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases of assets that have a lease term of 12 months or less and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

#### (ii) As a leasor

When the Group acts as a lessor, it determines at lease commencement whether each lease is a finance lease or an operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers to the lessee substantially all of the risks and rewards of ownership incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then the lease is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

#### (m) Intangible assets

## (i) Other intangible assets

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortization and any accumulated impairment losses.

#### (ii) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

## (iii) Amortization

Amortization is calculated over the cost of the asset, less its residual value, and is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, from the date that they are available for use.

The estimated useful lives of computer software is 6~11 years.

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

#### **Notes to the Consolidated Financial Statements**

#### (n) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax asset) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

#### (o) Provisions

A provision is recognized if, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

## (p) Government grants and government assistance

The Group recognizes an unconditional government grant related to profit or loss as other income when the grant becomes receivable. Other government grants related to assets are initially recognized as deferred income at fair value if there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant; they are then recognized in profit or loss as other income on a systematic basis over the useful life of the asset. Grants that compensate the Group for expenses or losses incurred are recognized in profit or loss on a systematic basis in the periods in which the expenses or losses are recognized.

#### **Notes to the Consolidated Financial Statements**

## (q) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer. The Group recognizes revenue when it satisfies a performance obligation by transferring control of a good or a service to a customer. The accounting policies for the Group's main types of revenue are explained below.

## (i) Sale of goods

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

A receivable is recognized when the goods are delivered as this is the point in time that the Group has a right to an amount of consideration that is unconditional.

## (ii) Financing components

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

## (r) Employee benefits

## (i) Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided.

#### (ii) Defined benefit plans

The Group's net obligation in respect of defined benefit plans is calculate by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

#### **Notes to the Consolidated Financial Statements**

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income, and accumulated in retained earnings within equity. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in profit or loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

#### (iii) Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognizes costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

## (iv) Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constrctive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

## (s) Income taxes

Income taxes comprise current taxes and deferred taxes. Except for expenses related to business combinations or recognized directly in equity or other comprehensive income, all current and deferred taxes are recognized in profit or loss.

The Group has determined that interest and penalties related to income taxes, including uncertain tax treatment, do not meet the definition of income taxes, and therefore accounted for them under IAS37.

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred taxes arise due to temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and their respective tax bases. Deferred taxes are recognized except for the following:

(i) temporary differences on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits (losses) at the time of the transaction;

#### **Notes to the Consolidated Financial Statements**

- (ii) temporary differences related to investments in subsidiaries and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- (iii) taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized for the carry-forward of unused tax losses, unused tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realized; such reductions are reversed when the probability of future taxable profits improves.

Deferred taxes are measured at tax rates that are expected to be applied to temporary differences when they reserve, using tax rates enacted or substantively enacted at the reporting date, and reflect uncertainty related to income taxes, if any.

Deferred tax assets and liabilities are offset if the following criteria are met:

- (i) The Group has a legally enforceable right to set off current tax assets against current tax liabilites; and
- (ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
  - 1) the same taxable entity; or
  - 2) different taxable entites which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

## (t) Earnings per share

The Group discloses the Company's basic and diluted earnings per share attributable to ordinary shareholders of the Company. Basic earnings per share is calculated as the profit attributable to ordinary shareholders of the Company divided by the weighted average number of ordinary shares outstanding. Diluted earnings per share is calculated as the profit attributable to ordinary shareholders of the Company divided by the weighted average number of ordinary shares outstanding after adjustment for the effects of all potentially dilutive ordinary shares. Dilutive potential ordinary shares comprise convertible bond, employee stock options, remuneration to employees not yet approved by the Board of directors, and restricted employee shares.

## (u) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group). Operating results of the operating segment are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and to assess its performance. Each operating segment consists of standalone financial information.

#### **Notes to the Consolidated Financial Statements**

## (5) Significant accounting assumptions and judgments, and major sources of estimation uncertainty:

In preparing these consolidated financial statements, management has made judgments, estimates, and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

The management continues to monitor the accounting estimates and assumptions. The management recognizes any changes in accounting estimates during the period and the impact of those changes in accounting estimates in the following period.

There are no critical judgments in applying the accounting policies that have significant effects on the amounts recognized in the consolidated financial statements.

Besides, for those uncertainties due to accounting assumptions and estimations, information about the significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is as follows:

## (a) Inventory valuation

Inventories are measured at the lower of cost or net realizable value. The Group writes down the cost of inventories to net realizable value since the inventories at reporting date were estimated to be obsolescence and unmarketable items. The inventory valuation is based on the demand of the products within a specific period. Therefore, the value of inventories will vary significantly variable. Please refer to note 6(e) of the financial statement for inventory valuation.

#### (6) Explanation of significant accounts:

## (a) Cash and cash equivalents

	Dec	2022	2021
Cash on hand	\$	743	542
Checking accounts and demand deposits		74,369	303,689
Time deposits		91,716	28,000
	\$	166,828	332,231

- (i) The Group did not provide cash and cash equivalents as collateral for its loans.
- (ii) Please refer to note 6(x) for the interest rate risk and sensitivity analysis of the financial assets and liabilities of the Group.

#### **Notes to the Consolidated Financial Statements**

## (b) Financial assets at fair value through profit or loss

	Dece	ember 31, 2022	December 31, 2021
Mandatorily measured at fair value through profit or loss:			
Non-derivative financial assets			
Beneficiary certificate	\$	1,039	144,252
Stocks listed on domestic markets		96,506	216,149
Total	\$	97,545	360,401

The Group did not provide any aforementioned financial assets as collateral for its loans as of December 31, 2022 and 2021, respectively.

## (c) Financial asset at fair value through other comprehensive income, non-current:

	Dec	ember 31, 2022	December 31, 2021
Financial assets at fair value through other comprehensive income:			
Emerging stocks and unlisted stocks in domestic markets	\$	66,723	72,521

The Group designated the investments shown above as equity securities as at fair value through other comprehensive income because these equity securities represent those investments that the Group intends to hold for long-term for strategic purposes.

In December 2021, the Group participated in the capital increase by cash of Energenesis Biomedical Co., Ltd. (Energenesis) with the amount of \$6,375. As of December 31, 2022, the Energenesis' ownership held by the Group was 2.40%.

No strategic investments were disposed for the years ended December 31, 2022 and 2021, and there were no transfers of any cumulative gain or loss within equity relating to these investments.

Please refer to note 6(x) for market risk of the Group.

As of December 31, 2022 and 2021, the Group did not provide any aforementioned financial assets as collateral for its loans.

#### (d) Notes and accounts receivable

	De	2022	December 31, 2021
Accounts receivable	\$	173,565	82,976
Less: Loss allowance	_		
	\$	173,565	82,976

## **Notes to the Consolidated Financial Statements**

The Group applies the simplified approach to provide for its expected credit losses, i.e. the use of lifetime expected loss provision for all receivables, as well as incorporated forward looking information, including the reasonable prediction of historical credit loss experience and future economic situation (macroeconomic and relevant industry information). The loss allowance provision was determined as follows:

	c	Gross arrying amount	Rate of loss allowance provision	Loss allowance provision
Current	\$	134,842	-	-
1 to 30 days past due		30,762	-	-
31 to 60 days past due		535	-	-
61 to 90 days past due		2,709	-	-
91 to 180 days past due		-	-	-
181 to 270 days past due		-	-	-
271 to 360 days past due		-	-	-
More than 360 days past due		4,717 (note)		-
	\$ <u>1</u>	73,565		-
		De	ecember 31, 2021	
	c	Gross arrying amount	Rate of loss allowance provision	Loss allowance provision
Current	\$	77,998	-	-
1 to 30 days past due		349	-	-
31 to 60 days past due		107	-	-
61 to 90 days past due		-	-	-
91 to 180 days past due		8	-	-
181 to 270 days past due		-	-	-
271 to 360 days past due		4,514 (note)	-	-
More than 360 days past due			-	-
	\$8	<u>82,976</u>		

Note: The account receivable has already estimated as refund liabilities for short-term sales discounts and allowances. (recorded as other current liabilities)

The movement in the allowance for notes and trade receivable was as follows:

	2022	2021
Balance at January 1 (Balance at December 31)	\$ <u> </u>	

## **Notes to the Consolidated Financial Statements**

As of December 31, 2022 and 2021, the Group did not provide any aforementioned notes and accounts receivable as collaterals for its loans.

#### (e) Inventories

	De	cember 31, 2022	December 31, 2021	
Raw materials	\$	195,009	142,304	
Work in progress		45,405	22,244	
Finished goods		273,016	129,634	
	\$	513,430	294,182	

The write-down of inventories to net realizable value were recorded as cost of sales. The details are as following:

	 2022	2021
Inventory that has been sold	\$ 552,135	441,581
Write-down of inventories	5,593	(5,597)
Loss on disposal of inventories	2,778	4,373
Unallocated production overheads	 48,053	215,771
	\$ 608,559	656,128

As of December 31, 2022 and 2021, the Group did not provide any inventories as collaterals for its loans.

## (f) Other receivables

	De	cember 31, 2022	December 31, 2021
Insurance claim receivable	\$	30,950	265,539
Others		151	47
	\$	31,101	265,586

## (g) Investments accounted for using equity method

The components of investments accounted for using equity method at the reporting date were as follows:

	Decembe	r 31, December 31,
	2022	2021
Associates	<b>\$</b> 14	52,447

#### **Notes to the Consolidated Financial Statements**

- (i) In April 2021, the Group acquired 40% shares of Framosa Co., Ltd. for \$66,000 in cash, resulting in the Group to have significant influence over Framosa Co., Ltd. However, in November 2022, the Group subscribed to the newly issued shares of Framosa Co., Ltd. amounting to \$77,750, at a percentage disproportionate from its existing ownership percentage, resulting in the ownership of the Group to decrease from 40% to 25%, and the capital surplus to increase by \$8,788.
- (ii) In July 2022, the Group acquired 4.3% shares of HoneyBear Biosciences, Inc.(HoneyBear) for \$10,000 in cash, entitling the Group to obtain one seat in Honeybear's Board of Directors, resulting in the Group to have significant influence over HoneyBear. However, in November 2022, the Group subscribed to the newly issued shares of HoneyBear amounting to \$5,000, at a percentage disproportionate from its existing ownership percentage, resulting in the ownership of the Group to increase from 4.3% to 6.09%, and the retained earnings to decrease by \$105.
- (iii) The Group's financial information on investments accounted for using equity method that are individually insignificant was as follows:

	2022	2021
Attributable to the Group:		_
Profit (loss)	(12,563)	(13,553)
Other comprehensive income (loss)		_
Total comprehensive income (loss)	(12,563)	(13,553)

## (iv) Pledge to secure

The Group did not provide any investment accounted for using equity method as collaterals for its loans.

## (h) Property, plant and equipment

The cost, depreciation, and impairment of the property, plant and equipment of the Group for the years ended December 31, 2022 and 2021, were as follows:

		Land	Buildings and construction	Machinery and equipment	Office equipment	Others equipment	for equipment and construction in progress	Total
Cost:								
Balance on January 1, 2022	\$	825,680	684,472	543,143	33,939	12,968	633,296	2,733,498
Additions		-	1,881	209,583	4,957	-	928,967	1,145,388
Transferred (out) in		90,215	15,758	376,183	16,973	-	(239,198)	259,931
Reclassifications		(228,012)	-	-	-	-	-	(228,012)
Disposal and derecognitions	_	-	(1,879)	(12,014)	(403)			(14,296)
Balance on December 31, 2022	\$_	687,883	700,232	1,116,895	55,466	12,968	1,323,065	3,896,509

#### **Notes to the Consolidated Financial Statements**

	Land	Buildings and construction	Machinery and equipment	Office equipment	Others equipment	Prepayment for equipment and construction in progress	Total
Balance on January 1, 2021	\$ 825,680	553,521	543,884	32,917	12,968	222,713	2,191,683
Additions	-	4,480	61,735	1,863	-	543,222	611,300
Transferred (out) in	-	131,536	56,837	2,399	-	(130,266)	60,506
Disposal and derecognitions		(5,065)	(119,313)	(3,240)		(2,373)	(129,991)
Balance on December 31, 2021	\$ <u>825,680</u>	684,472	543,143	33,939	12,968	633,296	2,733,498
Depreciation and impairments loss:							
Balance on January 1, 2022	\$ -	264,840	345,081	19,688	5,892	-	635,501
Depreciation	-	24,123	51,250	4,350	1,039	-	80,762
Transferred (out) in	-	-	-	-	-	-	-
Disposals and derecognitions		(1,879)	(10,616)	(403)			(12,898)
Balance on December 31, 2022	\$	287,084	385,715	23,635	6,931		703,365
Balance on January 1, 2021	\$ -	248,002	420,724	17,963	4,842	-	691,531
Depreciation	-	21,903	27,947	3,516	1,050	-	54,416
Transferred (out) in	-	-	-	-	-	-	-
Disposals and derecognitions		(5,065)	(103,590)	(1,791)			(110,446)
Balance on December 31, 2021	\$	264,840	345,081	19,688	5,892		635,501
Carrying amounts:							
Balance on December 31, 2022	\$ <u>687,883</u>	413,148	731,180	31,831	6,037	1,323,065	3,193,144
Balance on January 1, 2021	\$ 825,680	305,519	123,160	14,954	8,126	222,713	1,500,152
Balance on December 31, 2021	\$ 825,680	419,632	198,062	14,251	7,076	633,296	2,097,997

- (i) In May 2013, the Group purchased a piece of land for the construction of its plant in Taoyuan Luzhu that was auctioned by the court at a price of \$211,184. The amount had been paid in full, and the transfer procedures have been completed. The title deed of a certain portion of the land, measuring 2,259 square meters, was registered in the name of Mr. Weichyun Wong due to certain legal requirements. However, both parties agreed that the Group is the actual owner of the land.
- (ii) In 2020, the Group derecognized some part of property, plant and equipment in fire damage amounting to \$401,187. Furthermore, the Group rechecked the condition of various properties and equipment in 2021, and derecognized some properties and equipment, which were damaged in the fire and could not be repaired, amounting to \$19,545. The above derecognized assets were recorded under the losses due to disasters (miscellaneous disbursements). Please refer to note 6(w) for the details.
- (iii) In September 2022, the Group rented out a piece of land in Guanyin, Taoyuan to Framosa Co., Ltd., with a carrying amount of \$228,012. Please refer to note 6(j) for the detail.

## **Notes to the Consolidated Financial Statements**

- (iv) As of December 31, 2022 and 2021, the Group's prepayments for equipment purchases amounted to \$65,288 and \$262,434, respectively, which were recorded as other non-current assets.
- (v) As of December 31, 2022 and 2021, part of the property, plant and equipment of the Group had been pledged as collateral. Please refer to note (8) for the details.

## (i) Right-of-use assets

(j)

The Group leases many assets including company cars and copy machines. Information about leases for which the Group as a lessee is presented below:

Contr	Amount
Cost:	Φ 4.40.6
Balance on January 1, 2022	\$ 4,406
Additions	516
Balance on December 31, 2022	\$ <u>4,922</u>
Balance on January 1, 2021	\$ 5,657
Additions	1,384
Reductions	(2,545)
Reductions due to lease modification	(90)
Balance on December 31, 2021	\$ <u>4,406</u>
Accumulated depreciation:	
Balance on January 1, 2022	\$ 2,272
Depreciation for the period	1,637
Balance on December 31, 2022	\$3,909
Balance on January 1, 2021	\$ 3,089
Depreciation for the period	1,775
Reductions	(2,545)
Reductions due to lease modification	(47)
Balance on December 31, 2021	\$
Carrying amount:	
Balance on December 31, 2022	\$ 1,013
Balance on January 1, 2021	\$ 2,568
Balance on December 31, 2021	\$ 2,134
Investments property	
	Land
Cost:	
Balance on January 1, 2022	\$ -
Transferred from Property, plant and equipment	228,012
Balance on December 31, 2022	\$228,012

#### **Notes to the Consolidated Financial Statements**

	 Land
Accumulated depreciation:	
Balance on January 1, 2022 (Same as balance on December 31, 2022)	\$ -
Carrying amount:	 
Balance on January 1, 2022	\$ -
Balance on December 31, 2022	\$ 228,012

- (i) In September 2022, the Group rented out a piece of land in Guanyin, Taoyuan to Framosa Co., Ltd., which was reclassified from property, plant and equipment to investment property. Please refer to note 6(h) for the detail.
- (ii) The fair value of investment property is based on the evaluation of independent evaluators (with professional qualifications). Under the valuation techniques for financial instruments measured at fair value, the inputs are categorized at level 3. As of December 31, 2022, the fair value of investment property was \$556,526.
- (iii) The Group did not provide any investment properties as collaterals for its loan.
- (k) Short-term borrowings

The details of short-term borrowings were as following:

	Dec	ember 31,	December 31,
		2022	2021
Unsecured bank loans	\$	112,000	
Unused short-term credit lines	\$	658,000	420,000
Range of interest rates	1.48	8%~1.58%	

- (i) For the years ended December 31, 2022 and 2021, the Group had the additional short-term borrowings amounting to \$790,000 and \$0, respectively, and the repayment each amounted to \$678,000 and \$0, respectively.
- (ii) For the collateral of the Group's assets for short-term borrowings, please refer to note 8.
- (iii) For the information on the Group's exposure to the interest rate risk and liquidity risk, please refer to note 6(x).

## **Notes to the Consolidated Financial Statements**

## (l) Long-term borrowings

	Γ	December 31, 2022
Secured bank loans—Maturity year 114.3~116.2	\$	322,767
Unsecured bank loans—Maturity year 114.11		113,000
Less: current portion		-
Less: Deferred income	_	(3,411)
	<b>\$</b> _	432,356
Unused credit lines	<b>\$</b> _	714,233
Range of interest rates	=	0.8%~1.8%

- (i) For the year ended December 31, 2022, the Group had the additional long-term borrowings amounting to \$435,767 and the repayment amounted to \$0.
- (ii) The Group's application for a low-interest loan for the construction of plants, purchasing equipment, and support medium-term working capital, had been approved by the National Development Fund, Executive Yuan in 2022, with Mega International Commercial Bank providing the non-revolving loan of \$1,000,000, which was recognized and measured by using the market rates, with the margin interests calculated by using the rates between the actual rates and the market rates, recognized as deferred income, based on the Government grants. As of December 31, 2022, the Group had used the credit amount of \$322,767.

#### (m) Other payables

	De	cember 31, 2022	December 31, 2021
Salaries payable	\$	85,129	77,512
Indemnities payable		125,403	-
Others		85,485	51,236
	\$	296,017	128,748

#### (n) Lease liabilities

The carrying amount of lease liabilities was as follows:

	]	December 31	, December 31,
	_	2022	2021
Current	<u>\$</u>	82	1,584
Non-current	\$ <u></u>	19	<u>571</u>

Please refer to note 6(x) for maturity analysis.

#### **Notes to the Consolidated Financial Statements**

	 2022	2021
The amounts recognized in profit or loss were as follows:		_
Interest on lease liabilities	\$ 23	39
Expenses relating to short-term leases	\$ 19,817	39,365
Variable lease payments not included in the measurement of lease liabilities	\$ 38	108
Expense relating to leases of low-value assets, excluding short-term leases of low-value assets	\$ 591	1,141
Lease modification gains (recorded as other income)	\$ 	(1)
	2022	2021
The amounts recognized in the statement of cash flows for the Group were as follows:		
Total cash outflow for leases	\$ 22,117	42,426

The Group leases company cars and copy machines: The leases typically run for a period of three to six years.

The Group also leases production lines, vehicles and office equipment with contract terms of less than one year. These leases are short-term or leases of low-value items. The Group has elected not to recognize right-of-use assets and lease liabilities for these leases.

#### (o) Provisions

	 ronmental otection costs	Fire disaster indemnity	Total
Balance on January 1, 2022	\$ 43,946	374,894	418,840
Provisions made (reversed) during the year	11,287	(101,202)	(89,915)
Provisions used during the year	 (12,008)	(205,533)	(217,541)
Balance on December 31, 2022	\$ 43,225	68,159	111,384
Balance on January 1, 2021	\$ 86,156	509,076	595,232
Provisions made (reversed) during the year	5,270	(25,000)	(19,730)
Provisions used during the year	 (47,480)	(109,182)	(156,662)
Balance on December 31, 2021	\$ 43,946	374,894	418,840

- (i) In 2022 and 2021, the provisions were recognized for the treatment of liquid waste in accordance with the Standards of Environmental Protection Administration; the amount of provisions were estimated at quantity and cost of the treatment of liquid waste. The Group considers to write off and recognize the above provisions in the following year.
- (ii) For the years ended December 31, 2022 and 2021, the Group recognized (reversed) the fire indemnity amounting to \$101,202 and \$25,000, respectively, due to the fire spreading to the nearby factories. Please refer to note 6(v) and note 6(w) for the details.

Please refer to note 10 for the above fire indemnity.

#### **Notes to the Consolidated Financial Statements**

#### (p) Employee benefits

#### (i) Defined benefit plans

Reconcilations of the defined benefit obligations at present value and plan assets at fair value are as follows:

	Dec	ember 31, 2022	December 31, 2021	
Present value of defined benefit obligations	\$	(79,356)	(75,744)	
Fair value of plan assets		59,826	58,799	
Net defined benefit liabilities	\$	(19,530)	(16,945)	

The Company makes defined benefit plan contributions to the pension fund account with Bank of Taiwan that provides pensions for its employees upon retirement. The plans (covered by the Labor Standards Law) entitle a retired employee to receive retirement benefits based on the years of service and average monthly salary for the six months prior to retirement.

#### 1) Composition of plan assets

The Company allocates pension funds in accordance with the Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund, and such funds are managed by the Bureau of Labor Funds, Ministry of Labor. With regard to the utilization of the funds, minimum earnings in the annual distributions on the final financial statements shall be no less than the earnings attainable from two-year time deposits with interest rates offered by the local banks.

The Company's Bank of Taiwan labor pension reserve account balance amounted to \$59,236 at the end of the reporting period. For information on the utilization of the labor pension fund assets including the asset allocation and yield of the fund, please refer to the website of the Bureau of Labor Funds, Ministry of Labor.

# 2) Movements in present value of the defined benefit obligations

The movements in present value of defined benefit obligations for the Company were as follows:

	 2022	2021	
Defined benefit obligation at January 1	\$ (75,744)	(85,075)	
Current service costs and interst	(1,106)	(1,134)	
Remeasurement in net defined benefit liability (assets)	(8,519)	1,544	
Benefits paid	 6,013	8,921	
Defined benefit obligation at December 31	\$ (79,356)	(75,744)	

#### **Notes to the Consolidated Financial Statements**

#### 3) Movements of defined benefit plan assets

The movements in the present value of the defined benefit plan assets for the Company were as follows:

		2022	2021	
Fair value of plan assets at January 1	\$	58,799	64,632	
Contributions made		1,979	1,935	
Interest income		382	189	
Remessurement in net defined benetif liability (assets)		4,679	964	
Benefits paid		(6,013)	(8,921)	
Fair value of plan assets at December 31	\$	59,826	58,799	

# 4) Movements of the effect of the asset ceiling

In 2022 and 2021, there were no movements on the effect of the Company's defined benefit plans asset ceiling.

#### 5) Expenses recognized in profit or loss

The expenses recognized in profit or loss for the Company were as follows:

	2022		2021	
Service cost	\$	621	887	
Net interest of net liabilities for defined benefit		102	<b>50</b>	
obligations		103	58	
	\$	724	945	
Operating cost	\$	497	688	
Operating expenses		227	257	
	\$	724	945	

# 6) Remeasurement in net defined benefit liability (asset) recognized in other comprehensive income

The Company's remeasurement of the net defined benefit liability (assets) recognized in other comprehensive income for the years ended December 31, 2022 and 2021 was as follows:

		2021	
Cumulative amount at January 1	\$	5,256	7,764
Recognized during the year		3,840	(2,508)
Cumulative amount at December 31	\$	9,096	5,256

#### **Notes to the Consolidated Financial Statements**

#### 7) Actuarial assumptions

The principal actuarial assumptions at the reporting date were as follows:

	December 31, 2022	December 31, 2021	
Discount rate as of December 31	1.25 %	0.65 %	
Future salary increasing rate	3.00 %	2.00 %	

The expected allocation payment to be made by the Company to the defined benefit plans for the one-year period after the reporting date is \$2,272.

The weighted-average duration of the defined benefit obligation is 7 years.

## 8) Sensitivity analysis

If the actuarial assumptions had changed, the impact on the present value of the defined benefit obligation shall be as follows:

	The impact on the present value of the defined benefit obligation					
	Incre	Increased 0.25%				
As of December 31, 2022						
Discount rate	\$	(1,426)	1,470			
Future salary increasing rate		1,441	(1,405)			
As of December 31, 2021						
Discount rate		(1,410)	1,454			
Future salary increasing rate		1,430	(1,395)			

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions remain constant, would have affected the defined benefit obligation by the amounts shown above. The method used in the sensitivity analysis is consistent with the calculation of the pension liabilities in the balance sheets.

There is no change in the method and assumptions used in the preparation of sensitivity analysis for 2022 and 2021.

#### (ii) Defined contribution plans

The Group allocates 6% of each employee's monthly wages to the labor pension personal account at the Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. Under this defined contribution plan, the Group allocates a fixed amount to the Bureau of Labor Insurance without additional legal or constructive obligations.

# **Notes to the Consolidated Financial Statements**

The Group recognized the pension costs under the defined contribution method amounting to \$6,770 and \$6,837 for the years ended December 31, 2022 and 2021, respectively. Payment was made to the Bureau of Labor Insurance.

# (q) Income taxes

# (i) Income tax expenses

The amount of income tax for the years ended December 31, 2022 and 2021, was as follows:

	2022	2021	
Current income tax expense		_	
Recognized during the year	\$ 5,637	-	
Income tax estimate under (over)	26	(11,683)	
Tax incentives	 (1,691)		
	 3,972	(11,683)	
Deferred income tax expense			
Recognition and reversal of temporary differences	75,757	14,074	
Income tax underestimate (overestimate) for prior years	 (689)	7,419	
	75,068	21,493	
Income tax expense	\$ 79,040	9,810	

The amount of income tax recognized in other comprehensive income for 2022 and 2021 was as follows:

	2022	2021
Items that will not be reclassified subsequently to profit or		
loss:		
Remeasurement in defined benefit plan	\$ <u>(768</u> )	501

Reconciliation of income tax and profit before tax for 2022 and 2021 is as follows:

	2022	2021
Profit excluding income tax	\$ 387,820	65,506
Income tax using the Company's domestic tax rate	77,564	13,101
Net gains or losses on domestic investments accounted for using equity method	2,513	2,828
Tax-exempt income	(965)	(1,533)
Over provision in prior periods	(663)	(4,264)
Tax incentives	(1,691)	-
Unrecognized tax losses	(214)	-
Other	2,496	(322)
	\$ 79,040	9,810

#### **Notes to the Consolidated Financial Statements**

#### (ii) Deferred tax assets and liabilities

1) Unrecognized deferred tax liabilities: None.

#### 2) Unrecognized deferred tax assets

Details of unrecognized under deferred tax assets which were resulting from Yushan's carry-forward of unused tax losses are as follows:

		ember 31, 2022	December 31, 2021
Tax effect of loss carry forward	<u>\$</u>	4,066	4,280

The ROC Income tax Act allows losses for tax purposes, as assessed by the tax authorities, to be offset against taxable income in the following ten years. Deferred tax assets have not been recognized in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilize the benefits therefrom.

#### 3) Recognized deferred tax assets and liabilities

Loss for

Changes in the amount of deferred tax assets and liabilities for 2022 and 2021 were as follows:

	de	rket price ecline and obsolete eventories	Losses due to major disasters	Provision	Deferred revenue	Tax losses	Others	Total
Deferred tax assets:								
Balance on January 1, 2022	\$	24,701	110,989	83,208	-	20,669	1,985	241,552
Recognized in profit or loss		1,118	-	(63,748)	-	(20,669)	8,231	(75,068)
Recognized in other comprehensive income	_	- 25 910	<u>-</u> 110,989	- 10.460			768	768
Balance on December 31, 2022	<b>3</b> =	25,819	110,969	19,460	<del>_</del>	<u> </u>	10,984	167,252
Balance on January 1, 2021	\$	25,820	115,350	116,555	1,167	-	4,654	263,546
Recognized in profit or loss		(1,119)	(4,361)	(33,347)	(1,167)	20,669	(2,168)	(21,493)
Recognized in other comprehensive income	_						(501)	(501)
Balance on December 31, 2021	\$	24,701	110,989	83,208		20,669	1,985	241,552

#### **Notes to the Consolidated Financial Statements**

	surance claim pensation
Deferred tax liabilities:	
Balance on January 1, 2022	\$ 103,811
Recognized in profit or loss	-
Recognized in other comprehensive income	 -
Balance on December 31, 2022	\$ 103,811
Balance on January 1, 2021	\$ 103,811
Recognized in profit or loss	-
Recognized in other comprehensive income	 
Balance on December 31, 2021	\$ 103,811

(iii) The ROC Income Tax Act allows losses for tax purposes, as assessed by the tax authorities, to offset taxable income over a period of ten years. As of December 31, 2022, the details of the unused tax losses were as follows:

#### 1) Yushan:

Year of loss	Unuse	ed amount	Expiry year
2013(Assessed)	\$	3,559	2023
2014(Assessed)		10,633	2024
2015(Assessed)		885	2025
2016(Assessed)		959	2026
2017(Assessed)		1,139	2027
2018(Assessed)		825	2028
2019(Assessed)		704	2029
2020(Assessed)		788	2030
2021(Filed)		840	2031
	\$	20,332	

#### (iv) Examination and approval

The ROC tax authorities have examined the Company's and Yushan's income tax returns through 2020.

# (r) Capital and other equity

As of December 31, 2022 and 2021, the authorized common stocks were both \$1,200,000, respectively, with a par value of 10 New Taiwan dollars per share, of which 8,000 thousand shares were reserved for the issuance of employee stock options, and both of which 95,382 thousand shares, respectively, were issued. All issued shares were paid up upon issuance.

#### **Notes to the Consolidated Financial Statements**

#### (i) Ordinary shares

Based on a resolution at the annual stockholders' meeting held on July 15, 2021, the Company increased its common stock through the issuance of stock dividends by transferring retained earnings amounting to \$158,971. The newly issued shares totaled 15,897 thousand shares with a par value of 10 New Taiwan Ddollars per share. The effective date was August 29, 2021, and the registration procedures had been completed.

#### (ii) Capital surplus

The balances of capital surplus as of December 31, 2022 and 2021 were as follows:

	D	ecember 31, 2022	December 31, 2021	
Additional paid-in capital	\$	1,270,247	1,270,247	
Gain on disposal of assets		980	980	
Stock options		71,530	71,530	
Changes in equity of associates and joint ventures accounted for using equity method		8,788	-	
Employee stock options		5,582	5,582	
	\$ <u></u>	1,357,127	1,348,339	

According to the R.O.C. Company Act, capital surplus can only be used to offset a deficit, and only the realized capital surplus can be used to increase the common stock or be distributed as cash dividends. The aforementioned realized capital surplus includes capital surplus resulting from premium on issuance of capital stock and earnings from donated assets received. According to the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, capital increases by transferring capital surplus in excess of par value should not exceed 10% of the total common stock outstanding.

#### (iii) Retained Earnings

The Company's article of incorporation stipulates that Company's net earnings should first be used to offset the prior years' deficits, if any, after paying any income taxes. Of the remaining balance, 10% is to be appropriated as legal reserve, and special reserves are supposed to set aside in accordance with the relevant regulations or as required by the government. And then any undistributed retained earnings shall be distributed according to the distribution plan proposed by the Board of Directors and submitted to the stockholders' meeting for approval.

According to the Company's dividend policy, the type of dividends should be determined after considering the Company's capital and financial structure, operating conditions, operating surplus, industrial characteristics and cycle. The distribution of net earnings should not be lower than 50% of the current profit before tax. Cash dividends to stockholders should not be lower than 10% of the total dividends.

#### **Notes to the Consolidated Financial Statements**

#### 1) Legal reserve

When a company incurs no loss, it may, pursuant to a resolution by a shareholders' meeting, distribute its legal reserve by issuing new shares or by distributing cash, and only the portion of legal reserve which exceeds 25% of capital may be distributed.

## 2) Special reserve

A portion of current period earnings and undistributed prior period earnings shall be reclassified as a special earnings reserve during earnings distribution. The amount to be reclassified should equal to the current period total net reduction of other shareholders' equity. For the year 2020 earnings distribution in 2021, the amount to be reclassified to special reserve shall be a portion of current-period earnings and undistributed prior-period earnings. As for the year 2021 earnings distribution in 2022, the amount to be reclassified to special reserve shall be a portion of after-tax net profit for the period plus items other than after-tax net profit for the period, that are included in the undistributed earnings of the period. A portion of undistributed prior-period earnings shall be reclassified as special earnings reserve (and does not qualify for earnings distribution) to account for cumulative changes to other shareholders' equity pertaining to prior periods. Amounts of subsequent reversals pertaining to the net reduction of other shareholders' equity shall qualify for additional distributions.

#### (iv) Earnings distribution

Based on the resolution of stockholders' meeting held on June 21, 2022, there were no dividends to be appropriated from the 2021 earnings. Moreover, based on the resolution of stockholders' meeting held on July 15, 2021, the appropriation of earnings for the year 2020 was approved, and the dividends per share were appropriated as follows:

		2021			2020			
	p	Amount per share (dollars)		Total amount	Amount per share (dollars)	Total amount		
Dividends distributed to ordinary shareholders:								
Cash	\$	-		-	0.50	39,743		
Stock		-	_		2.00	158,971		
Total			\$_			198,714		

# **Notes to the Consolidated Financial Statements**

On March 14, 2023, the Company's Board of Directors resolved to appropriate the 2022 earnings. These earnings were appropriated as follows:

		2022		
		Amo per sh (dolla	are	Total amount
	Dividends distributed to ordinary shareholders:			
	Cash	\$	0.25	23,846
	Shares		1.25	119,228
			\$	143,074
(v)	Other equity (net of tax)			
			fi mo v	nrealized gains (losses) from nancial assets easured at fair alue through other omprehensive income
	Balance at January 1, 2022		\$	(48,929)
	Unrealized gains (losses) from financial assets measured at fair value other comprehensive income	through		(5,798)
	Balance at December 31, 2022		<u> </u>	(54,727)
	,		Φ	
	Balance at January 1, 2021 Unrealized gains (losses) from financial assets measured at fair value	through	\$	(29,378)
	other comprehensive income	unougn		(19,551)
	Balance at December 31, 2021		\$	(48,929)
Earn	ings per share			

# (s) Earnings per share

The Company's earnings per share was calculated as follows:

	 2022	2021
Basic earnings per share		
Profit attributable to ordinary shareholders of the Company	\$ 308,780	55,696
Weighted-average number of ordinary shares (thousand shares)	95,382	95,382
	\$ 3.24	0.58

# **Notes to the Consolidated Financial Statements**

					2022	2021
		uted earnings per share				
	P	rofit attributable to ordinary shareholders of the	Company	\$	308,780	55,696
	V	Veighted-average number of ordinary shares (the	ousand shares)		95,382	95,382
		Effect of potentially dilutive ordinary shares:				
		Effect of employee compensation			288	183
	V	Veighted-average number of ordinary shares (the	ousand shares)			
		(diluted)	,	_	95,670	95,565
				\$	3.23	0.58
(t)	Rev	enue from contracts with customers				
	(i)	Disaggregation of revenue				
					2022	2021
		Primary geographical markets:				
		Italy		\$	204,824	244,025
		Germany			130,457	92,758
		Japan			110,243	19,508
		Taiwan			109,319	58,520
		United States			93,269	108,242
		China			54,911	148,804
		Switzerland			54,458	52,739
		Spain			6,339	30,306
		Others			135,918	109,315
				\$	899,738	864,217
		Major products:				
		Active Pharmaceutical Ingredients		\$	450,223	396,602
		Intermediates			433,362	451,915
		Specialty Chemical			16,153	15,700
	(ii)	Contract balances		\$ <u></u>	899,738	864,217
	(11)		h 21	Dagam	.h.a 21	T 1
		De	cember 31, 2022		nber 31, 021	January 1, 2021
		Notes and accounts receivable \$	173,565		82,976	337,749
		Less: Loss allowance	-			-
		Total \$	173,565		82,976	337,749
		Contract liabilities (sales received in advance) \$	31,773		41,764	97,295

#### **Notes to the Consolidated Financial Statements**

Please refer to note 6(d) for the information of accounts receivable and the impairment.

The amount of revenue recognized for the years ended December 31, 2022 and 2021, that was included in the contract liability balance at the beginning of the period was \$10,314 and \$64,893, respectively.

The changes of contract liabilities are arising from the difference of time point, which the Group transfers the ownership of goods and which customers do the payment.

#### (u) Remuneration to employees and directors

In accordance with the Articles of incorporation, the Company should contribute no less than 3% of the profit as employee remuneration and less than 2% as directors' remuneration when there is profit for the year. However, if the Company has accumulated deficits, the profit should be reserved to offset the deficit. The aforementioned employees' compensation will be distributed in shares or cash. The recipients may include the employees of the subordinate of the Company who meet certain specific requirements.

For the years ended December 31, 2022 and 2021, the remunerations to employees amounted to \$26,091 and \$6,424, respectively, and the remunerations to directors amounted to \$4,250 and \$876, respectively. These amounts were calculated using the Company's net income before tax without the remunerations to employees and directors for each period, multiplied by the proposed percentage which is stated under the Company's proposed Article of Incorporation. These remunerations were expensed under operating costs or expenses for each period. Shares distributed to employees as employees' remuneration are calculated based on the closing price of the Company's shares on the day before the approval by the Board of Directors.

There were no differences between the amounts approved in the Board of Directors and those recognized in the 2022 and 2021 financial statements. Related information would be available at the Market Observation Post System Website.

#### (v) Other Income

			2022	2021
	Provisions reversal of fire indemnity	\$	101,202	_
	Insurance claim income, net		158,275	_
	Others		5,693	25,285
		\$	265,170	25,285
(w)	Miscellaneous disbursements			
		2022		2021
	Losses in property plant, and equipment and construction in progress due to the disaster	\$ -		19,545
	Fire indemnity (reversals)	 -		(25,000)
	Subtotal	-		(5,455)
	Cleaning expenses after the disaster	-		21,710
	Others		1,320	872
		\$	1,320	17,127

(Continued)

#### **Notes to the Consolidated Financial Statements**

#### (x) Financial Instruments

#### (i) Credit risk

#### 1) Credit risk exposure

The carrying amount of financial assets and contract assets represents the maximum amount exposed to credit risk.

#### 2) Concentration of credit risk

As of December 31, 2022 and 2021, there were both five major customers, respectively, that accounted for 72.58% and 84.15%, respectively, of notes and accounts receivable. Thus, credit risk is significantly centralized. In order to minimize credit risk, the Group periodically evaluates the major clients' financial positions and the possibility of collecting notes and accounts receivables to ensure the uncollectible amount is recognized appropriately as loss allowance.

#### 3) Receivables and debt securities

- a) For credit risk exposure of notes and trade receivables, please refer to note 6(d).
- b) Other financial assets at amortized cost include other receivables and time deposits. The counterparties of the time deposits held by the Group are the financial institutions with investment grade credit ratings. Therefore, the credit risk is considered to be low.

#### (ii) Liquidity Risk

The following table shows the contractual maturities of financial liabilities, including estimated interest payments:

		Carrying Amount	Contractual cash flows	Within a year	1 ~ 2 years	Over 2 years
<b>December 31, 2022</b>						
Non-derivative financial liabilities:						
Short-term borrowings	\$	112,000	(112,177)	(112,177)	-	-
Notes and accounts payable		48,636	(48,636)	(48,636)	-	-
Lease liabilities (including current and non-current)		1,023	(1,033)	(836)	(197)	-
Other payables		296,017	(296,017)	(296,017)	-	-
Payables on contractors and equipment		160,591	(160,591)	(160,591)	-	-
Long-term borrowings	_	432,356	(455,385)	(5,608)	(5,624)	(444,153)
	\$_	1,050,623	(1,073,839)	(623,865)	(5,821)	(444,153)

#### **Notes to the Consolidated Financial Statements**

		arrying Amount	Contractual cash flows	Within a year	1 ~ 2 years	Over 2 years
December 31, 2021						
Non-derivative financial liabilities:						
Notes and accounts payable	\$	33,779	(33,779)	(33,779)	-	-
Lease liabilities (including current and non-current)		2,155	(2,178)	(1,605)	(573)	-
Other payables		128,748	(128,748)	(128,748)	-	-
Payables on contractors and equipment	_	118,194	(118,194)	(118,194)		
	\$_	282,876	(282,899)	(282,326)	(573)	

The Group is not expecting that the cash flows included in the maturity analysis could occur significantly earlier or at significantly different amount.

# (iii) Currency risk

#### 1) Exposure to foreign currency risk

The Group's significant exposure to foreign currency risk was as follow:

Foreign currency: in thousands of dollars

	 December 31, 2022			December 31, 2021		
	Foreign currency	Exchange rate	TWD	Foreign currency	Exchange rate	TWD
Financial assets						
Monetary items						
USD to TWD	\$ 8,287	30.66	254,079	11,980	27.63	331,007
EUR to TWD	493	32.52	16,032	859	31.12	26,732
Financial liabilities						
Monetary items						
USD to TWD	1,028	30.66	31,518	1,098	27.63	30,338

#### 2) Sensitivity analysis

The Group's exposure to foreign currency risk arises from the translation of the foreign currency exchange gains and losses on cash and cash equivalents, accounts receivable, loans and borrowings, accounts payable, accrued expenses and other payables that are denominated in foreign currency.

The analysis assumes that all other variables remain constant. A strengthening (weakening) 1% of the functional currency against each foreign currency for the years ended December 31, 2022 and 2021, would have affected the net profit before tax increased or decreased \$2,386 and \$3,274, respectively. The analysis is performed on the same basis for both periods.

#### **Notes to the Consolidated Financial Statements**

#### 3) Foreign exchange gain and loss on monetary items

Since the Group has many kinds of functional currency, the information on foreign exchange gain (loss) on monetary items is disclosed by total amount. For years 2022 and 2021, foreign exchange gain (loss) (including realized and unrealized portions) amounted to \$27,550 and \$(14,995), respectively.

#### (iv) Interest rate analysis

For the details of financial assets and liabilities exposed to interest rate risk, please refer to financial risk management.

The details of financial assets and liabilities exposed to interest rate risk were as follows:

		Carrying amount			
	De	ecember 31, 2022	December 31, 2021		
Variable rate instruments:					
Financial assets	\$	74,042	303,363		
Financial liabilities		547,767	-		

The following sensitivity analysis is based on the exposure to the interest rate risk of non-derivative financial instruments on the reporting date. Regarding assets with variable interest rates, the analysis is based on the assumption that the amount of assets outstanding at the reporting date was outstanding throughout the year. The rate of change is expressed as the interest rate increases or decreases by 0.25% when reporting to management internally, which also represents the Group management's assessment of the reasonably possible interest rate change.

If the interest rate had increased or decreased by 0.25%, the Group's net profit before tax would have increased or decreased by \$(1,184) and \$758, respectively, for the years ended December 31, 2022 and 2021, with all other variable factors remaining constant. This is mainly due to the Group's bank savings and borrowings with variable interest rates.

#### (v) Fair value

#### 1) Fair value hierarchy

The fair value of financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income are measured on a recurring basis. The carrying amount and fair value of the Group's financial assets and liabilities, including the information on fair value hierarchy were as follows; however, except as described in the following paragraphs, for financial instruments not measured at fair value whose carrying amount is reasonably close to the fair value, and lease liabilities, disclosure of fair value information is not required:

# **Notes to the Consolidated Financial Statements**

	December 31, 2022				
	_		Fair V		
Financial assets at fair value through profit or loss	Book value	Level 1	Level 2	Level 3	Total
Non-derivative financial assets mandatorily measured at fair value through profit or loss	\$ <u>97,545</u>	97,545	-	-	97,545
Financial assets at fair value through other comprehensive income					
Emerging stocks	66,723	-	-	66,723	66,723
Financial assets measured at amortized cost					
Cash and cash equivalents	166,828	-	-	-	-
Notes and accounts receivable	173,565	-	-	-	-
Other receivables	31,101	-	-	-	-
Refunded deposits (recognized as other non-current assets)	810	-	-	-	-
Subtotal	372,304				
Total	\$ 536,572				
Financial liabilities measured at amortized cost					
Short-term borrowings	\$ 112,000	-	-	-	-
Notes and accounts payable	48,636	-	-	-	-
Lease liabilities (including current and non-current)	1,023	-	-	-	-
Other payables	296,017	-	-	-	-
Payables on contractors and equipment	160,591	-	-	-	-
Long-term borrowings	432,356	-	-	-	-
Deposits received (recognized as other non-current liabilities)	1,000	-	-	-	-
Total	\$ <u>1,051,623</u>				

# **Notes to the Consolidated Financial Statements**

	December 31, 2021				
	Fair Value				
	Book value	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or loss					
Non-derivative financial assets mandatorily measured at fair value through profit or loss	\$360,401	360,401	-	-	360,401
Financial assets at fair value through other comprehensive income					
Emerging stocks and unlisted stocks on domestic market	72,521	-	-	72,521	72,521
Financial assets measured at amortized cost					
Cash and cash equivalents	332,231	-	-	-	-
Notes and accounts receivable	82,976	-	-	-	-
Other receivables	265,586	-	-	-	-
Refunded deposits (recognized as other non-current assets)	3,210	-	-	-	-
Subtotal	684,003				
Total	<b>\$</b> 1,116,925				
Financial liabilities measured at amortized cost					
Notes and accounts payable	\$ 33,779	-	-	-	-
Lease liabilities (including current and non-current)	2,155	-	-	-	-
Other payables	128,748	-	-	-	-
Payables on contractors and equipment	118,194	-	-	-	-
Total	\$ 282,876				

#### 2) Valuation techniques for financial instruments not measured at fair value

The Group's valuation techniques and assumptions used for financial instruments not measured at fair value are as follows:

#### a) Financial assets and liabilities measured at amortized cost

If there is quoted price generated by transactions, the recent transaction price and quoted price data is used as the basis for fair value measurement. However, if no quoted prices are available, the discounted cash flows are used to estimate fair values.

#### **Notes to the Consolidated Financial Statements**

#### 3) Valuation techniques for financial instruments measured at fair value

#### a) Non-derivative financial instruments

Financial instruments trade in active markets is based on quoted market prices. The quoted price of a financial instrument obtained from main exchanges and on-therun bonds from Taipei Exchange can be used as a base to determine the fair value of the listed companies' equity instrument and debt instrument of the quoted price in an active market.

If a quoted price of a financial instrument can be obtained in time and often from exchanges, brokers, underwriters, industrial union, pricing institute, or authorities and such price can reflect those actual trading and frequently happen in the market, then the financial instrument is considered to have a quoted price in an active market. If a financial instrument is not in accord with the definition mentioned above, then it is considered to be without a quoted price in an active market. In general, market with low trading volume or high bid-ask spreads is an indication of a non-active market.

Measurements of fair value of financial instruments without an active market are based on a valuation technique or quoted price from a competitor. Fair value measured by a valuation technique can be extrapolated from similar financial instruments, the discounted cash flow method, or other valuation technique including a model using observable market data at the reporting date.

The measurement of fair value of a non-active market financial instruments held by the Group which do not have quoted market prices are based on the comparable market approach, with the use of key assumptions of price-book ratio multiple or earnings multiple of comparable listed companies as its basic measurement. These assumptions have been adjusted for the effect of discount without the marketability of the equity securities.

#### 4) Transfers between Levels

For the years ended December 31, 2022 and 2021, there were no transfers from one level to another.

#### 5) Reconciliation of Level 3 fair values

	Fair value through other comprehensive income Unquoted equity instruments		
January 1, 2022	\$	72,521	
Total gains and losses recognized:			
In profit or loss		-	
In other comprehensive income		(5,798)	
December 31, 2022	\$	66,723	

#### **Notes to the Consolidated Financial Statements**

	Fair value through other comprehensive income		
	•	oted equity truments	
January 1, 2021	\$	85,697	
Total gains and losses recognized:			
In profit or loss		-	
In other comprehensive income		(19,551)	
Purchased		6,375	
December 31, 2021	\$	72,521	

For the years ended December 31, 2022 and 2021, total gains and losses that were included in unrealized gains and losses from financial assets at fair value through other comprehensive income were as follows:

	2022	2021
Total gains and losses recognized:		
In other comprehensive income, and presented in		
"unrealized gains and losses from financial assets at		
fair value through other comprehensive income"	(5,798)	(19,551)

6) Quantified information on significant unobservable inputs (Level 3) used in fair value measurement

The Group's financial instruments that use Level 3 inputs to measure fair value include "financial assets measured at fair value through other comprehensive income – equity investments". Financial assets at fair value through other comprehensive income – equity investments without an active market have more than one significant unobservable inputs. The significant unobservable inputs of financial assets at fair value through other comprehensive income – equity investments without an active market are individually independent, and there is no correlation between them.

Inter-relationship

#### SCI PHARMTECH, INC. AND SUBSIDIARIES

#### **Notes to the Consolidated Financial Statements**

Quantified information of significant unobservable inputs was as follows:

Item	Valuation technique	Significant unobservable inputs	between significant unobservable inputs and fair value measurement
Fair value through	Price-Book ratio	· The multiplier of Price-	The higher the fair value
other	method	Book Ratio (As of	is, the higher the fair
comprehensive		December 31, 2022 and	value will be.
income-		2021 were 1.42~2.89 and	
equity investments without an active market		1.70~2.72, respectively)	
//	//	· Lack-of-Marketability discount rate (As of	The higher the Lack-of- Marketability
		December 31, 2022 and	discount rate is, the
		2021 were 23% and 23%~50%, respectively)	lower the fair value will be.

7) Fair value measurements in Level 3 – sensitivity analysis of reasonably possible alternative assumptions

The Group's measurement on the fair value of financial instruments is deemed reasonable despite different valuation models or assumptions that may lead to various results. For fair value measurements in Level 3, changing one or more of the assumptions would have the following effects on profit or loss and other comprehensive income:

		Move up or			Other comprehensive income			
	Inputs	downs	F	avorable	Unfavorable			
December 31, 2022		•						
Financial assets at fair value through other comprehensive income	Price-Book ratio multiples	5%	\$ <u></u>	3,312	3,357			
Financial assets at fair value through other comprehensive income	Lack-of Marketability discount rate	5%	\$ <u></u>	976	1,021			
December 31, 2021								
Financial assets at fair value through other comprehensive income	Price-Book ratio multiples	5%	\$ <u></u>	3,698	3,600			
Financial assets at fair value through other comprehensive income	Lack-of Marketability discount rate	5%	\$ <u></u>	2,345	2,247			

The favorable and unfavorable effects represent the changes in fair value, and fair value is based on a variety of unobservable inputs calculated using a valuation technique. The analysis above only reflects the effects of changes in a single input, and it does not include the interrelationships with another input.

#### **Notes to the Consolidated Financial Statements**

#### (y) Financial risk management

#### (i) Overview

The Group have exposures to the following risks from its financial instruments:

- 1) credit risk
- 2) liquidity risk
- 3) market risk

The following likewise discusses the Group's objectives, policies and processes for measuring and managing the above mentioned risks. For more disclosures about the quantitative effects of these risks exposures, please refer to the respective notes in the accompanying consolidated financial statements.

#### (ii) Structure of risk management

The Group operations are affected by a variety of financial risks, the risks including market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Group's financial risk management focus on uncertainty in the financial market to avoid hidden difficulty at the financial statement and financial performance of the Group. The Group's finance department carried out risk management according to the dealer's authority approved by Board of Directors. The Group's financial department maintain close communication with operation department in charge of identifying, evaluating, avoiding financial risk.

#### (iii) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities.

# 1) Accounting receivable and other receivables

The Group's finance department has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's credit limits are offered. Credit limits are established for each customer, which represent the maximum open amount without requiring approval from the finance department, and are reviewed periodically. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group only on a prepayment basis.

#### **Notes to the Consolidated Financial Statements**

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Group's customer base, including the default risk of the industry and country in which customers operate, as these factors may have an influence on credit risk. The Group's customers are mainly from the pharmaceutical industry. In order to mitigate account receivable credit risk, the Group constantly assesses the financial status of the customers, and requests the customers to provide guarantee or security if necessary. The Group regularly accesses the collectability of accounts receivable and recognizes allowance for accounts receivable. The impairment losses are always within management's expectation.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, including customer profile, operating and financial status, payment records and the degree of cooperation. Customers that are graded as "high risk" are placed on a restricted customer list and monitored by the finance department more strictly, and the transactions are made on a more cautious way.

The Group set the allowance for bad debt account to reflect the estimated losses for trade, other receivables, and investment. The allowance for bad debt account consists of specific losses relating to individually significant exposure and the unrecognized losses arising from similar assets groups. The allowance for bad debt account is based on historical collection record of similar financial assets.

#### 2) Investment

The exposure to credit risk for the bank deposits, fixed income investments, and other financial instruments is measured and monitored by the Group's finance department. The Group only deals with banks, other external parties, corporate organizations, government agencies and financial institutions with good credit rating. The Group does not expect any counterparty above fails to meet its obligations hence there is no significant credit risk arising from these counterparties.

#### 3) Guarantees

The Group's policy is to provide financial guarantees to the entities listed in the policy. As of December 31, 2022 and 2021, no guarantees were outstanding.

#### (iv) Liquidity risk

The Group manages sufficient cash and cash equivalents so as to cope with its operations and mitigate the effects of fluctuations in cash flows. The Group's management supervises the banking facilities and ensures in compliance with the terms of the loan agreements.

Please refer to note 6(k) and 6(l) for unused short-term bank facilities as of December 31, 2022 and 2021.

#### (v) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

#### **Notes to the Consolidated Financial Statements**

#### 1) Currency risk

The Group is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies of the Group's entities, primarily the New Taiwan Dollars (TWD). The currencies used in these transactions are denominated in TWD and USD.

The Group pays attention to changes in exchange rates and uses forward exchange contracts to hedge its currency risk. The Group's risk management policy avoids currency risk by fair value hedge.

As for other monetary assets and liabilities denominated in other foreign currencies, when short-term imbalance takes place, the Group buys or sells foreign currencies at spot rate to ensure that the net exposure is kept on an acceptable level.

#### 2) Interest rate risk

The Group did not borrows funds with variable interest rates, therefore there is no risk of cash flows.

#### (z) Capital management

The Group's objectives for managing capital to safeguard the capacity to continue to operate, to continue to provide a return on shareholders, to maintain the interest of other related parties, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the dividend payment to the shareholders, reduce the capital for redistribution to shareholders, issue new shares, or sell assets to settle any liabilty.

The Group use the debt-to-equity ratio to manage capital. This ratio is the total net debt divided by the total capital. The net debt from the balance sheet is derived from the total liabilities less cash and cash equivalents. The total capital and equity include share capital, capital surplus, retained earnings, and other equity plus net debt.

The Group's capital management strategy is to maintain a debt-to-equity ratio of less than 30% in December 31, 2022 and 2021. The ratio of debt to capital in December 31, 2022 and 2021 is as follows:

	December 31, 2022	December 31, 2021
Total loan	\$ 547,767	-
less: cash and cash equivalent	166,828	332,231
Net debt	\$380,939	
Total equity	\$ <u>3,629,224</u>	3,320,631
Debt-to-equity ratio	<u> </u>	

#### **Notes to the Consolidated Financial Statements**

(aa) Investing and financing activities not affecting current cash flow

The Group's investing and financing activities which did not affect the current cash flow for the years ended December 31, 2022 and 2021, were as follows:

- (i) For the acquisition of right-of-use assets by lease for the years ended December 31, 2022 and 2021, please refer to note 6(i).
- (ii) Reconciliation of liabilities arising from financing activities for the years ended December 31, 2022 and 2021, were as follows:

			Non-cash changes					
	January 1, 2022	Cash flows	Acquistion	Others	December 31, 2022			
Short-term borrowings	\$ -	112,000	-	-	112,000			
Long-term borrowings	-	435,767	-	(3,411)	432,356			
Lease liabilities	2,15	(1,648)	516		1,023			
	\$ 2,15	546,119	<u>516</u>	(3,411)	545,379			
			Non-cash	changes				
			Changes in					
	January 1,		lease		December			
	2021	Cash flows	<b>payments</b>	<b>Others</b>	31, 2021			
Lease liabilities	\$ 2,58	(1,773)	1,340		2,155			

## (7) Related-party transactions:

(a) Parent company and ultimate controlling party

Mercuries & Associates Holding Ltd. (Mercuries) is both the parent company of the consolidated entity and the ultimate controlling party of the Company, holding 33.11% of the Company's outstanding shares. It has issued the consolidated financial statements available for public use.

(b) Names and relationship with related parties:

Name of related party	Relationship with the Group
Weichyun Wong	The chairman of the Company
Framosa Co., Ltd.	The associate of the Company

- (c) Significant transaction with related parties:
  - (i) Lease

The Group rented out laboratory for related party, the details of the above lease transactions were as follows:

	Rental in	ıcome
	_(recorded as o	ther income)
	2022	2021
Associate	\$ <u>1,138</u>	

(Continued)

#### **Notes to the Consolidated Financial Statements**

Guarantee deposits received
(recorded as other
non-current liability)

December 31. December 31

December 31, 2022 2021 -

Associate

#### (ii) Others

The title deed of a certain portion of the land was registered in the name of Mr. Weichyun Wong due to certain legal requirements for the years ended December 31, 2022 and 2021. Please refer to note 6(h).

(d) Key management personnel compensation

	2022	2021
Salary and short-term employee benefits	19,557	14,290

#### (8) Pledged assets:

The carrying values of pledged assets were as follows:

		De	cember 31,	December 31,	
Assets	Subject		2022	2021	
Land	Pledged as collaterals	\$	42,736	42,736	
Building	//		2,884	3,523	
		\$	45,620	46,259	

#### (9) Commitments and contingencies:

- (a) As of December 31, 2022 and 2021, the unused balance of the Group's outstanding standby letters of credit amounted to \$5,535 and \$47,625, respectively.
- (b) The significant outstanding purchase commitments for property, plant and equipment were as follows:

	December 31,	December 31,
	2022	2021
Acquisitions of property, plant and equipment	\$ 464,044	887,002

## (10) Losses Due to Major Disasters:

A major fire occurred on December 20, 2020, and caused damage to some of the Company's buildings, equipment, construction in progress and inventories, and spread to several nearby plants, resulting in damage to their property and interruption of their operations. In 2020, the Company derecognized damaged assets, including buildings, equipment and construction in progress and inventories and estimated the amount of fire indemnity for the nearby companies.

#### **Notes to the Consolidated Financial Statements**

The Company is currently in the process of negotiation with the above damaged companies for fire indemnity payments. As of December 31, 2022 and 2021, the outstanding provisions for fire indemnity was \$68,159 and \$374,894, respectively, which was recorded under provisions. Please refer to note 6(o) for the details.

The Company has already entered into related property insurance and public liability insurance contracts. As of December 31, 2022 and 2021, the Company recognized the claim receivables for \$30,000 and \$265,539, respectively, which were recorded under other receivables. As of date of the report, the above receivables had been received.

For the years ended December 31, 2022 and 2021, the Company received net incremental compensation amounting to \$158,275 and \$0, respectively, which was recorded under other income.

#### (11) Subsequent Events: None.

#### (12) Other:

(a) The followings are the summary statement of current period employee benefits, depreciation and amortization expenses by function:

By function		2022		2021					
By item	Cost of sales	Operating expenses	Total	Cost of sales	Operating expenses	Total			
Employee benefits									
Salary	120,816	80,896	201,712	106,945	51,482	158,427			
Labor and health insurance	11,925	4,509	16,434	12,061	4,366	16,427			
Pension	5,448	2,046	7,494	5,716	2,066	7,782			
Remuneration of directors	-	4,250	4,250	-	876	876			
Others	3,023	5,222	8,245	3,094	5,147	8,241			
Depreciation	56,073	26,326	82,399	38,251	17,940	56,191			
Amortization	4,154	4,059	8,213	3,494	4,023	7,517			

#### (13) Other disclosures:

(a) Information on significant transactions:

The following is the information on significant transactions required by the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" for the Group for the year ended December 31, 2022:

- (i) Loans to other parties: None.
- (ii) Guarantees and endorsements for other parties: None.

#### **Notes to the Consolidated Financial Statements**

(iii) Securities held as of December 31, 2022 (excluding investment in subsidiaries, associates and joint ventures):

Unit: thousand shares

	Category and				Ending balance Highest balanc during the year					
Name of holder	name of security	Relationship with company	Account title	Shares/Units (thousands)	Carrying value	Percentage of ownership (%)	Fair value	Shares/Units (thousands)	Percentage of ownership (%)	Note
The Company	Beneficiary Certificate (UPAMC James Bond Money Market Fund)	-	Current Financial asset at fair value through profit or loss	61	1,039	-	1,039	2,760	- %	-
"	Stock (Cathay Financial Holding Co., Ltd. Preferred Stock A)	-	"	743	42,054	-	42,054	790	- %	-
"	Stock (Cathay Financial Holding Co., Ltd. Preferred Stock B)	-	"	0.023	1	-	1	33	- %	-
"		-		61	2,426	-	2,426	61	- %	
"	Stock (CTBC Financial Holding Co., Ltd. Preferred Shares B)	-	"	528	31,311	-	31,311	685	- %	-
"	Stock (Shin Kong Financial Holding Co., Ltd. Preferred Shares A)	-	"	577	20,714	-	20,714	642	- %	-
"	Stock (Energenesis Biomedical Co., Ltd.)	-	Financial assets at fair value through other comprehensive income	1,603	32,138	2.40 %	32,138	1,603	2.40 %	-
"	Stock (Sunny Pharmtech Inc.)	-	"	4,497	34,585	3.25 %	34,585	4,497	3.25 %	-

- (iv) Individual securities acquired or disposed of with accumulated amount exceeding the lower of \$300 million or 20% of the capital stock: None.
- (v) Acquisition of individual real estate with amount exceeding the lower of \$300 million or 20% of the capital stock:

							If the counter-party is a related party, disclose the previous transfer information			References	Purpose of		
Name of	Name of	Transaction	Transaction	Status of	Counter-	Relationship with the		Relationship with the	Date of		for determining	acquisition and current	
company	property	date	amount	payment	party	Company	Owner	Company	transfer	Amount	price	condition	Others
The	Buildings	2021.10.19	\$ 630,000	\$ 441,000	ECO	None	Not	Not	Not	-	Price	to expand	
Company					Technical		applicable	applicable	applicable		negotiation	production	
					Services								
					Co., Ltd.								

- (vi) Disposal of individual real estate with amount exceeding the lower of \$300 million or 20% of the capital stock: None.
- (vii) Related-party transactions for purchases and sales with amounts exceeding the lower of \$100 million or 20% of the capital stock: None.
- (viii) Receivables from related parties with amounts exceeding the lower of \$100 million or 20% of the capital stock: None.
- (ix) Trading in derivative instruments: None.
- (x) Business relationships and significant intercompany transactions: None.

#### **Notes to the Consolidated Financial Statements**

#### (b) Information on investees:

The following is the information on investees for the year ended December 31, 2022 (excluding information on investees in Mainland China):

Unit: thousand dollars/ thousand shares

			Main	Original invest	ment amount	F	nding balance		Hi	ghest	Net income	Share of	
Name of	Name of		businesses and	December 31,	December 31,	Shares	Percentage of	Carrying	Shares	Percentage of	(losses)	profits/losses	
investor	investee	Location	products	2022	2021	(thousands)	ownership	value	(thousands)	ownership	of investee	of investee	Note
The Company	Yushan	R.O.C.	The research and	351,900	351,900	35,190	100 %	349,354	35,190	100 %	860	860	Note 1
	Pharmaceutic		development,										
	als Inc.		manufacture and										
			sale of API										
The Company	Framosa Co.,	R.O.C.	Circular economy	143,750	66,000	14,375	25 %	126,883	14,375	25 %	(33,584)	(12,102)	
	Ltd.		by purifying and										
			utilizing used										
			solvents										
Yushan	Honey Bear	R.O.C	Biotechnology	15,000	-	1,500	6.09 %	14,434	1,500	6 %	(9,559)	(461)	
Pharmaceuticals	Biosciences,		services										
Inc.	Inc.												

Note 1: The transactions had been eliminated in the consolidated financial statements.

- (c) Information on investment in mainland China: None.
- (d) Major shareholders:

Unit: shares

Shareholders' Name	Shareholding	Shares	Percentage
Mercuries & Associates Holding Ltd.		30,283,358	31.74 %
Zhan Liwei		6,060,000	6.35 %

#### (14) Segment information:

#### (a) General Information

The major business activities of the Group are the manufacture and sale of API, Intermediates, and specialty chemicals by a single department. The Group's financial information of operating department is the same as the consolidated financial statement. Please refer to the consolidated balance sheets and the consolidated statements of comprehensive income for related information.

#### (b) Product information

Please refer to note 6(t) for the details.

#### (c) Geographic information

Stated below are the geographic information on the Group's sales presented by destination of sales and non-current assets presented by location.

(i) Revenue from external customers: please refer to note 6(t) for the details.

# **Notes to the Consolidated Financial Statements**

#### (ii) Non-current Assets:

Country		December 31, 2022	
Non-current asset:	_		
Taiwan	\$	3,542,849	2,426,065

Non-current assets include plant, property, and equipment, intangible assets, and other assets, excluding financial instruments and deferred tax assets.

# (d) Major customers

The sales revenue from clients with account for more than 10% revenue in the consolidated statements of comprehensive income as follows:

	 2022	
G Company	\$ 204,824	244,025
I Company	114,653	90,973
H Company	 3,696	91,910
	\$ 323,173	426,908