

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Consolidated Financial Statements and

Independent Auditor's Report

For the Years Ended December 31, 2022 & 2021

Address: 12F, 333, Dunhua S. Rd., Sec. 2, Taipei, Taiwan,

Tel: (02)86471166

§INDEX§

	ITEM	PAGE	NOTE NUMBER
I.	Cover	1	-
II.	Index	2	-
III.	Declaration of Consolidated Financial Statement of Affiliates	3	-
IV.	Auditor's Report	4 ~ 6	-
V.	Consolidated Balance Sheet	7	-
VI.	Consolidated Statement of Comprehensive Income	8 ~ 9	-
VII.	Consolidated Statement of Changes in Equity	10	-
VIII.	Consolidated Statement of Cash Flows	11 ~ 12	-
IX.	Notes to Consolidated Financial Statements		
	(1) Company History	13	1
	(2) Approval date and procedure of Financial Statements	13	2
	(3) Application of New Standards, amendments and Interpretations	13 ~ 15	3
	(4) Summary of Significant Accounting Policies	15 ~ 24	4
	(5) Critical Accounting Judgment and Major Source of Estimation Uncertainty	24 ~ 25	5
	(6) Explanation of Significant Accounts	25 ~ 53	6 ~ 26
	(7) Transactions with Related Parties	53 ~ 54	27
	(8) Assets Pledged as Collateral or for Security	54	28
	(9) Commitments and Contingencies	54	29
	(10) Loss Due to Major Disasters	-	-
	(11) Major Subsequent Events	-	-
	(12) Others	54 ~ 55	30
	(13) Other Disclosures		
	1. Information on Significant Transactions	55, 59 ~ 61	31
	2. Information on Investment	56, 62	31
	3. Information on Investments in Mainland China	55~ 56, 63~ 64	31
	4. Major Shareholder Information	56, 65	32
	(14) Segment Information	57, 58	

Declaration of Consolidated Financial Statement of Affiliates

We hereby declare that the entities required to be included in the consolidated financial statements of affiliates for the year ended December 31, 2022, prepared by the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” are the same as those included in the consolidated financial statement prepared in conformity with the International Financial Reporting Standards No. 10. All relevant information that should be disclosed in the consolidated financial statements of affiliate has all been disclosed in the consolidated financial statements. Hence, we will not provide a separate set of consolidated financial statement of affiliates.

CIPHERLAB CO., LTD.

Chairman: Liao, Yi-Yen

March 29, 2023

INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of CipherLab Co., Ltd

Audit Opinion

We have reviewed the accompanying consolidated balance sheets of CiphertLab Co., Inc. and its subsidiaries, as of December 31, 2022 and 2021; the related consolidated statement of comprehensive income, the consolidated statement of changes in equities, and the consolidated statement of cash flows for the period of January 1 to December 31, 2022 and 2021; and notes to the consolidated financial statements (including a summary of significant accounting policies).

In our opinion, the accompanying consolidated financial statements in all material respects, are prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers; and present equitably the consolidated financial status of the CiphertLab Co., Inc. and its subsidiaries as of December 31, 2022 and 2021 and its consolidated financial performance and cash flows from January 1 to December 31, 2022 and 2021.

Basis for Opinion

We have conducted our audits in accordance with the Regulations Governing Auditing and auditing standards. Our responsibilities under these terms and conditions will be further elaborated in the section of the Auditors' Responsibilities for the Audit of the Financial Statement in this report. Abiding by The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, we have maintained objective and are independent of I and its subsidiaries, and have fulfilled these ethical standards and other responsibilities. We believe that we have obtained sufficient and appropriate evidence as to the basis for our audit opinions.

Key Audit Matters

The key audit matter refers to the most important content in our audit of CiphertLab Co., Inc. and its subsidiaries' consolidated financial statements for the year 2022 based on our professional judgment. These matters have been addressed in the process of our audit of the consolidated financial statements and in forming of the audit opinions, and we will not provide any additional view on these matters discretely.

The followings are the key audit matters for CiphertLab Co., Inc. and its subsidiaries' consolidated financial statements for the year 2022:

Key audit matter: veracity of sales revenue recognition

The revenue of CiphertLab Co., Inc. and its subsidiaries from the sales of 2 products, RS 35 and RK 95, for the year 2022 was NT\$470,439 thousand, accounting for 38% of the consolidated sales revenue, which had a significant impact on the consolidated financial statements. Additionally, as the management division was under the pressure of market expectations or expected to obtain the maximum profit return based on business performance, an increase in sale revenue may be a tactic to achieve the business goal. The main risk is the veracity of the sales revenue, which was consequently identified as a key audit matter.

For the accounting policy on the revenue, please refer to Note 4 (11) of the consolidated financial statements.

We understood and tested the sales revenue recognition, which is related to the effectiveness of the design and implementation of internal control, by selecting appropriate samples from the details of sales revenue for the 2 products of RS35 and RK 95 to examine the orders, the export

declarations, and the consistency between the payment recipients and the objects of the transaction to ensure no material misstatement in the sales revenue.

Other Matters

We have also audited CiphertLab Co., Inc.'s individual financial statements for the year 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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (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 CiphertLab Co., Inc. and its subsidiaries' 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 CiphertLab Co., Inc. and its subsidiaries 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 CiphertLab Co., Inc. and its subsidiaries' financial reporting process.

Auditors' Responsibilities for the Audit of the 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 auditors' 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 auditing standards in 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 auditing standards in the Republic of China, we exercise professional judgment and maintain 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 CiphertLab Co., Inc. and its subsidiaries' 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 CiphertLab Co., Inc. and its subsidiaries' 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 CiphertLab Co., Inc. and its subsidiaries 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 entities or business activities within CiphertLab Co., Inc. and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of CiphertLab Co., Inc. and its subsidiaries' audit. We remain solely responsible for our audit opinion.

We communicate with those in 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 CiphertLab Co., Inc. and its subsidiaries' consolidated financial statements for the year ended December 31, 2022 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.

Deloitte & Touche Tohmatsu Limited

Accountant Ruske Ho, Accountant Alice Huang

Securities and Futures Administration
Commission R.O.C (Taiwan) Approved
Number 0930128050

Securities and Futures Administration
Commission R.O.C (Taiwan) Approved
Number 0920131587

March 29, 2023

CIPHERLAB CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

January 1 to December 31, 2022 and 2021

In Thousands of New Taiwan Dollars

Code	Assets	December 31, 2022		December 31, 2021	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Note 4 & 6)	\$ 216,779	16	\$ 189,779	14
1150	Notes receivable (Note 7)	803	-	1,483	-
1170	Accounts receivable (Note 4 & 7)	233,122	17	237,640	18
1200	Other receivables (Note 7)	56,633	4	29,988	2
130X	Inventories (Note 4, 5 & 8)	559,518	41	572,869	44
1476	Other financial assets – current (Note 28)	1,500	-	1,500	-
1479	Other current assets – (Note 13)	44,568	3	25,960	2
11XX	Total current assets	<u>1,112,923</u>	<u>81</u>	<u>1,059,219</u>	<u>80</u>
	Non-current assets				
1600	Property, plant and equipment (Note 4, 10 & 28)	110,016	8	121,901	9
1755	Right-of-use assets (Notes 4 & 11)	51,375	4	32,866	3
1780	Other intangible assets (Note 4 & 12)	9,804	1	15,420	1
1840	Deferred tax assets (Notes 4, 5 & 21)	78,342	5	77,750	6
1990	Other non-current assets (Note 7 & 13)	10,235	1	10,562	1
15XX	Total non-current assets	<u>259,772</u>	<u>19</u>	<u>258,499</u>	<u>20</u>
1XXX	Total assets	<u>\$ 1,372,695</u>	<u>100</u>	<u>\$ 1,317,718</u>	<u>100</u>
	Liabilities and equity				
	Current liabilities				
2100	Short-term borrowings (Note 14)	\$ 160,000	12	\$ 182,341	14
2150	Notes payable (Note 15)	-	-	125	-
2170	Accounts payable (Note 15 & 27)	107,944	8	133,417	10
2219	Other payables (Note 16)	125,650	9	114,332	9
2230	Current tax liabilities (Note 21)	6,051	-	2,438	-
2280	Lease liabilities-current (Note 4 & 11)	24,901	2	10,374	1
2320	Long-term borrowing with maturity under 1 year (Note 14)	724	-	7,505	-
2399	Other current liabilities (Note 16 & 19)	47,812	3	21,737	2
21XX	Total current liabilities	<u>473,082</u>	<u>34</u>	<u>472,269</u>	<u>36</u>
	Non-current liabilities				
2540	Long-term borrowings (Note 14)	3,276	-	4,785	-
2570	Deferred tax liabilities (Note 4 & 21)	3,906	-	2,575	-
2580	Lease liabilities-noncurrent (Note 4 & 11)	29,185	2	24,537	2
2640	Net Defined benefit liability - non-current (Note 4 & 17)	8,764	1	11,597	1
2670	Other non-current liabilities (Note 4, 16 & 19)	49,156	4	16,135	1
25XX	Total non-current liabilities	<u>94,287</u>	<u>7</u>	<u>59,629</u>	<u>4</u>
2XXX	Total liabilities	<u>567,369</u>	<u>41</u>	<u>531,898</u>	<u>40</u>
	Equity attributable to owners of parent company (Note 18)				
3110	Ordinary share capital	684,891	50	684,891	52
3210	Capital surplus	1,151	-	1,151	-
	Retained earnings				
3310	Legal reserve	74,587	5	70,936	6
3320	Special reserve	11,508	1	3,062	-
3350	Unappropriated retained earnings	34,552	3	36,507	3
3300	Total retained earnings	<u>120,647</u>	<u>9</u>	<u>110,505</u>	<u>9</u>
	Other equity				
3410	Exchange differences on translation of foreign financial statements	1,096	-	(9,328)	(1)
3420	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	(2,180)	-	(2,180)	-
3400	Total other equity interest	(1,084)	-	(11,508)	(1)
31XX	Total equity interest attributable to owners of parent company	805,605	59	785,039	60
36XX	Non-controlling interest	(279)	-	781	-
3XXX	Total equity interest	<u>805,326</u>	<u>59</u>	<u>785,820</u>	<u>60</u>
	Total liabilities and equity	<u>\$ 1,372,695</u>	<u>100</u>	<u>\$ 1,317,718</u>	<u>100</u>

The accompanying notes are an integral part of the financial statements

Chairman : Liao, Yi-Yen

Manager : Liao, Yi-Yen

Accounting : Chang, Chia-Rong

CIPHERLAB CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

January 1 to December 31, 2022 and 2021

In Thousands of New Taiwan Dollars
Except Earnings per Share

Code		2022		2021	
		Amount	%	Amount	%
	Operating revenues (Note 4 & 19)				
4100	Sales revenue	\$ 1,228,010	98	\$ 1,382,701	97
4600	Service revenue	<u>29,952</u>	<u>2</u>	<u>36,175</u>	<u>3</u>
4000	Total operating revenue	<u>1,257,962</u>	<u>100</u>	<u>1,418,876</u>	<u>100</u>
	Operating costs				
5110	Cost of sales (Note 8,17, 20 & 27)	(783,697)	(63)	(916,372)	(65)
5600	Cost of services	(<u>2,188</u>)	=	(<u>3,499</u>)	=
5000	Total operating costs	(<u>785,885</u>)	(63)	(<u>919,871</u>)	(65)
5900	Operating profit margin	<u>472,077</u>	<u>37</u>	<u>499,005</u>	<u>35</u>
	Operating expenses (Note 17&20)				
6100	Selling expenses	(226,654)	(18)	(226,335)	(16)
6200	Administrative expenses	(69,739)	(5)	(69,017)	(5)
6300	Research and development expenses	(147,333)	(12)	(157,857)	(11)
6450	Expected credit impairment losses (Note 7)	(<u>1,827</u>)	=	(<u>3,325</u>)	=
6000	Total operating expenses	(<u>445,553</u>)	(35)	(<u>456,534</u>)	(32)
6900	Net operating profit	<u>26,524</u>	<u>2</u>	<u>42,471</u>	<u>3</u>
	Non-operating income and expenditures (Note 20)				
7100	Interest income	1,089	-	363	-
7010	Other income (Note 23)	2,205	-	5,178	-
7020	Other gains and losses	12,042	1	(1,887)	-
7050	Financial costs	(<u>4,890</u>)	=	(<u>3,586</u>)	=
7000	Total non-operating income and expenditures	<u>10,446</u>	<u>1</u>	<u>68</u>	=

(Continue)

(Previous)		2022		2021	
Code		Amount	%	Amount	%
7900	Profit from continuing operations before tax	\$ 36,970	3	\$ 42,539	3
7950	Tax expense (Note 4 & 21)	(5,776)	(1)	(6,518)	(1)
8200	Net profit	<u>31,194</u>	<u>2</u>	<u>36,021</u>	<u>2</u>
	Other comprehensive income (Note 17, 18 & 21)				
8310	Items not to be reclassified into profit or loss				
8311	remeasurements of defined benefit plans	2,324	-	1,281	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	(465)	-	(256)	-
8360	Items might be reclassified subsequently into profit or loss:				
8361	Exchange differences in conversion of the financial statements of operations	13,030	1	(3,150)	-
8399	Income taxes related to items that may be reclassified to profit or loss	(2,606)	-	630	-
8300	Total other comprehensive income (after tax)	<u>12,283</u>	<u>1</u>	(1,495)	-
8500	Total comprehensive income	<u>\$ 43,477</u>	<u>3</u>	<u>\$ 34,526</u>	<u>2</u>
	Profit attributable to:				
8610	Owners of parent company	\$ 32,254	2	\$ 35,482	3
8620	Non-controlling interests	(1,060)	-	539	-
8600		<u>\$ 31,194</u>	<u>2</u>	<u>\$ 36,021</u>	<u>3</u>
	Comprehensive income attributable to:				
8710	Owners of parent company	\$ 44,537	3	\$ 33,987	2
8720	Non-controlling interests	(1,060)	-	539	-
8700		<u>\$ 43,477</u>	<u>3</u>	<u>\$ 34,526</u>	<u>2</u>
	Earnings per share (Note 22)				
9710	Basic	<u>\$ 0.47</u>		<u>\$ 0.52</u>	
9810	Diluted	<u>\$ 0.47</u>		<u>\$ 0.52</u>	

The accompanying notes are an integral part of these financial statements.

Chairman : Liao, Yi-Yen

Manager : Liao, Yi-Yen

Accounting : Chang,

Chia-Rong

CIPHERLAB CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
January 1 to December 31, 2022 and 2021

Unit: Thousands of New Taiwan Dollars

Code		Equities attributable to owners of parent company					Other Equity		Total	Non-controlling interests	Total equity
		Ordinary share capital	Capital Surplus	Legal Reserve	Special reserve	Retained Earnings Undistributed Earnings (to be made up for losses)	Exchange differences in conversion the financial statements of foreign operation	Unrealized gains or losses on financial assets measured at fair value through other comprehensive income			
A1	Balance at Jan 1, 2021	\$ 684,891	\$ 1,144	\$ 133,053	\$ 3,062	(\$62,117)	(\$6,808)	(\$2,180)	\$ 751,045	\$ 242	\$ 751,287
B13	Offsetting for losses in 2020 (Note 18) Legal reserve used to cover accumulated deficits "	-	-	(62,117)	-	62,117	-	-	-	-	-
C17	Change in other capital surplus: Unclaimed dividends	-	7	-	-	-	-	-	7	-	7
D1	Net Profit of 2021	-	-	-	-	35,482	-	-	35,482	539	36,021
D3	Other profit and loss of 2021	=	=	=	=	1,025	(2,520)	=	(1,495)	=	(1,495)
D5	Total profit and loss of 2021	=	=	=	=	36,507	(2,520)	=	33,987	539	34,526
Z1	Balance at Dec 31, 2021	684,891	1,151	70,936	3,062	36,507	(9,328)	(2,180)	785,039	781	785,820
	Appropriation and distribution of 2021 earnings (Note 18)										
B1	Legal reserve	-	-	3,651	-	(3,651)	-	-	-	-	-
B3	Special reserve	-	-	-	8,446	(8,446)	-	-	-	-	-
B5	Cash dividend attributable to shareholders of parent company	-	-	-	-	(23,971)	-	-	(23,971)	-	(23,971)
D1	Net Profit of 2022	-	-	-	-	32,254	-	-	32,254	(1,060)	31,194
D3	Other profit and loss of 2022	=	=	=	=	1,859	10,424	=	12,283	=	12,283
D5	Total profit and loss of 2022	=	=	=	=	34,113	10,424	=	44,537	(1,060)	43,477
Z1	Balance at Dec 31, 2022	\$ 684,891	\$ 1,151	\$ 74,587	\$ 11,508	\$ 34,552	\$ 1,096	(\$2,180)	\$ 805,605	(\$279)	\$ 805,326

The accompanying notes are an integral part of the financial statements

Chairman : Liao, Yi-Yen

Manager : Liao, Yi-Yen

Accounting : Chang, Chia-Rong

CIPHERLAB CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS

January 1 to December 31, 2022 and 2021

Unit: Thousands of New Taiwan Dollars

Code	2022	2021
Cash flows from operating activities		
A10000	\$ 36,970	\$ 42,539
A20010	Profit before tax	
Adjustments to reconcile profit (loss)		
A20100	48,706	53,940
A20200	5,265	5,242
A20300	1,827	3,325
A20900	4,890	3,586
A21200	(1,089)	(363)
A22500	Losses on disposal of property, plant, and equipment (gains)	
	86	(369)
A23700	Losses on Impairment for inventory value and obsolescence	
	6,800	11,853
A23500	Impairment losses on intangible assets	
	2,610	-
A24100	Unrealized foreign exchange gains- net	
	(3,235)	(4,133)
A29900	Gains on lease modification	
	(5)	-
A30000	Changes in operating assets and liabilities - net	
A31130	680	(1,481)
A31150	6,887	(28,776)
A31180	(26,529)	(22,571)
A31200	12,866	(169,169)
A31240	(18,385)	2,797
A32130	(125)	79
A32150	(24,099)	35,388
A32180	7,897	42,213
A32220	26,226	5,912
A32240	(509)	(557)
A32990	<u>32,870</u>	<u>9,677</u>
A33000	Cash flows from business operation (outflow)	
	120,604	(10,868)
A33100	973	376
A33500	(4,245)	<u>7,565</u>
AAAA	Net cash flows from operating activities (outflow)	
	<u>117,332</u>	(2,927)
Cash flows from investing activities		
B02700	Acquisition of property, plant and equipment	
	(4,868)	(9,450)
B02800	Disposal of property, plant and equipment	
	-	726

(Continue)

(Previous)

<u>Code</u>		<u>2022</u>	<u>2021</u>
B04500	Acquisition of intangible assets	(\$1,955)	(\$9,258)
B06500	Increase in other financial assets	-	(913)
B06700	Increase in other non-current assets	(<u>1,637</u>)	(<u>1,948</u>)
BBBB	Net cash outflows used in investing activities	(<u>8,460</u>)	(<u>20,843</u>)
	Cash flows from financing activities		
C00100	Increase in short-term borrowings	-	81,419
C00200	Decrease in short-term borrowings	(22,341)	-
C01600	Long-term borrowings	-	4,000
C01700	Repayment for long-term borrowings	(8,290)	(2,710)
C04020	Repayment of the principal portion of lease liabilities	(26,677)	(25,848)
C04500	Appropriation of cash dividends	(23,971)	-
C05600	Interest paid	(<u>4,912</u>)	(<u>3,563</u>)
CCCC	Net cash flows from financing activities (in and out)	(<u>86,191</u>)	<u>53,298</u>
DDDD	Effect of changes in exchange rate on cash and cash equivalents	<u>4,319</u>	<u>3,431</u>
EEEE	Increase in cash and cash equivalents	27,000	32,959
E00100	Cash and cash equivalents at beginning of the year	<u>189,779</u>	<u>156,820</u>
E00200	Cash and cash equivalents at end of the year	<u>\$ 216,779</u>	<u>\$ 189,779</u>

The accompanying notes are an integral part of the financial statements

Chairman : Liao, Yi-Yen
Chia-Rong

Manager : Liao, Yi-Yen

Accounting : Chang,

CIPHERLAB CO., LTD. AND SUBSIDIARIES
Notes to Consolidated Financial Statements
January 1 to December 31, 2022 and 2021
(In thousands of New Taiwan Dollar, Unless Stated Otherwise)

1. HISTORY AND ORGANISATION

- (1) CIPHERLAB CO., LTD. (hereinafter referred to as "the company," the Company and entities controlled by the Company, hereinafter referred to as the "consolidated company") was established in October 1988 with the approval of the Ministry of Economic Affairs and officially started business operations in June 1989. The Company specializes in manufacturing and selling various computer-related products, such as peripheral equipment, electronic cash registers, barcode scanners, magnetic card readers, electronic measuring instruments, and software programs. They also provide services for skincare products, import and export trade, and acting as domestic and foreign manufacturers' agents for distribution. In addition, the Company is involved in importing and manufacturing telecommunications control radio frequency equipment.
- (2) The Company's stocks have been listed on the OTC market through Taipei Exchange for trading since March 1, 2002.
- (3) The Company does not have an ultimate parent entity or ultimate financial controller due to the shareholding dispersion
- (4) The consolidated financial statements are expressed in New Taiwan dollars, the company's functional currency.

2. THE DATE OF AUTHORISATION FOR ISSUANCE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND PROCEDURES FOR AUTHORISATION

These consolidated financial statements were authorized for issuance by the Board of Directors on March 29, 2023.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

- (1) Initial application of the amendments to the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) (collectively, "IFRSs") endorsed and issued into effect by the Financial Supervisory Commission (FSC).

The adoption of the amendments to IFRSs approved and issued by the FSC will not significantly affect the consolidated company's accounting policies:

- (2) IFRSs applicable for the year 2023 and endorsed by the Financial Supervisory Commission

<u>New/Revised/Amended Standards and Interpretations</u>	<u>Effective Date Issued by IASB</u>
Amendment to IAS 1 "Disclosure of Accounting Policies"	Jan. 1, 2023 (Note 1)
Amendments to IAS 8 "Definition of Accounting Estimates"	Jan. 1, 2023 (Note 2)

<u>New/Revised/Amended Standards and Interpretations</u>	<u>Effective Date Issued by IASB</u>
Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”	Jan. 1, 2023 (Note 3)

Note 1: The amendments will be applied prospectively for annual reporting periods beginning on or after January 1, 2023.

Note 2: The amendments are applicable to changes in accounting estimates and changes in accounting policies that occur on or after the beginning of the annual reporting period beginning on or after January 1, 2023.

Note 3: Except for deferred taxes that will be recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments will be applied prospectively to transactions that occur on or after January 1, 2022.

As of the approval date of the consolidated financial statements, the consolidated company continues to evaluate the impact of the amendments to the other standards and interpretations on the financial status and financial performance; the relevant impact will be disclosed upon completion of the assessment.

(3) IFRSs issued by the IASB but not yet endorsed and issued into effect by the FSC.

<u>New/Revised/Amended Standards and Interpretations</u>	<u>Effective Date Issued by IASB (Note 1)</u>
Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets between an Investor and its Associate or Joint Venture”	To be determined by IASB
Amendments to IFRS 16 “Leases Liability in a Sale and Leaseback”	Jan. 1, 2024 (Note 2)
Amendments to IFRS 17 “Insurance Contract”	Jan. 1, 2023
Amendments to IFRS 17	Jan. 1, 2023
Amendments to IFRS 17 "Initial Application of IFRS 17 and IFRS 9 - Comparative Information"	Jan. 1, 2023
Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”	Jan. 1, 2024
Amendments to IAS 1, “Classification of Debt with Covenants as Non-current”	Jan. 1, 2024

Note 1: Unless stated otherwise, the above new, amended or revised IFRSs are effective for annual periods beginning on or after their respective effective dates.

Note 2: A seller-lessee shall apply the Amendments to IFRS 16 retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16.

As of the approval date of the consolidated financial statements, the consolidated company continues to evaluate the impact of the amendments to the other standards and interpretations on the financial status and financial performance; the relevant impact will be disclosed upon completion of the assessment.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(1) Statement of Compliance

The financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs as endorsed and issued into effect by the FSC.

(2) Basis of Preparation

The financial statements have been prepared based on the historical cost except for financial instruments measured at fair values and the defined benefit liability recognized by the present value of the defined benefit obligation minus the fair value of the plan assets.

The fair value measurements are classified into levels 1 to 3 based on the observation level and significance of the inputs:

- A. Level 1 inputs: the quoted price (unadjusted) in active markets for identical assets or liabilities at the date of measurement.
- B. Level 2 inputs: observable inputs of the direct (i.e. as prices) or indirect (i.e. derive from prices) for assets or liabilities other than quoted prices of Level 1.
- C. Level 3 inputs: unobservable inputs for the assets or liabilities.

(3) Standard for Classification of Current and Non-current Assets and Liabilities

Current assets include:

- A. Assets held primarily for the purpose of trading;
- B. Assets expected to be realized within 12 months after the date of balance sheet; and
- C. Cash and cash equivalents (excluding assets restricted from being exchanged or used to settle a liability exceed 12 months after the date of balance sheet).

Current liabilities include:

- A. Liabilities held primarily for the purpose of trading;
- B. Liabilities due to be settled within 12 months after the date of the balance sheet; and
- C. Liabilities with settlement dates that cannot be deferred unconditionally to at least 12 months after the balance sheet date.

Assets and liabilities that cannot be classified as listed above should be classified as non-current.

(4) Basis of Consolidation

The consolidated financial statements include the financial statements of the consolidated company and the individual entities (the subsidiaries) in control of the consolidated company. The financial statements of the subsidiaries have been adjusted so that its accounting policy is in accordance with the consolidated company. All intra-entity transactions, account balance, profit, and loss are eliminated in full when preparing the consolidated financial statements. The total consolidated comprehensive income of the subsidiaries is attributed to the owners of the consolidated company and non-controlling interests even if it causes the deficit balance.

When the change of the consolidated company's and its subsidiaries' ownership interest of the subsidiaries does not cause loss of control, it is treated as an equity transaction. The carrying amounts of the consolidated company and its subsidiaries and non-controlling interests have been adjusted to reflect the related change in interests of the subsidiaries. The difference between the adjusted amount of the non-controlling interests and the fair values of the paid or received considerations are directly recognized as equity and attributed to the consolidated company owner.

When the consolidated company loses control of a subsidiary, disposal of profit or loss is calculated as the difference between (i) the aggregate of the fair value of the consideration received and any investment retained in the former subsidiary at its fair value at the date when control is lost, and (ii) the total of the assets (including goodwill) and liabilities and any non-controlling interests of the former subsidiary at their carrying amounts at the date when control is lost. The consolidated company accounts for all amounts recognized in other comprehensive income in relation to that subsidiary on the same basis as required if the consolidated company had directly disposed of the related assets or liabilities.

For the detailed information about subsidiaries, including the percentage of ownership and main business, please refer to note 9, chart 4 and chart 5 as attached.

(5) Foreign Currencies

In preparing the financial statements of the consolidated company, transactions in currencies other than the consolidated company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing on the dates of the transactions.

Monetary items denominated in foreign currencies are retranslated at the closing rates prevailing on the date of the balance sheet. Exchange differences arising on the settlement of monetary items or on translating monetary items shall be recognized in the profit or loss in the period in which they arise.

Non-monetary items that are measured at historical cost in a foreign currency are not retranslated.

In preparing the financial report, the assets and liabilities of the foreign operating (Including the Company's subsidiaries that operate in countries with different functional currencies) are converted to NTD at the exchange rate on the date of the balance sheet. The income and expense items are converted at the average exchange rate of the period, and the resulting exchange differences are included in other comprehensive income (and attributable respectively to the Company's owners and non-controlling interest).

If the consolidated company disposes of all equities of the foreign operation, all of the exchange differences accumulated in equity in respect of foreign operation attributable to the owners of the consolidated company are reclassified to profit or loss.

(6) Inventory

Inventories consist of raw materials and finished goods and are stated at the lower of cost or net realizable value. Inventory write-downs are made by item, except where it may be appropriate to group similar or related items. Net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale. Inventories are recorded at standard cost and adjusted to approximate weighted-average cost.

(7) Property, Plant, and Equipment

Property, plant, and equipment are measured at cost, less recognized accumulated depreciation and accumulated impairment loss.

Except for freehold land which is not depreciated, the depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. If their respective lease terms are shorter than their useful lives, such assets are depreciated over their lease terms. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effects of any changes in the estimates accounted for on a prospective basis.

On derecognition of an item of property, plant and equipment, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

(8) Intangible Assets

A. Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line basis. The estimated useful lives, residual values, and amortization methods are reviewed at the end of each reporting period, with the effect of any changes in the estimates accounted for on a prospective basis.

B. Derecognition

When derecognizing an intangible asset, the difference between the net disposal proceeds and the asset's book value is recognized in the profit or loss for the year.

(9) Impairment of the Property, Plant and Equipment and Intangible Assets

At the end of each reporting period, the consolidated company reviews the carrying amounts of its tangible and intangible assets, excluding goodwill, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the consolidated company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Corporate assets are allocated to individual cash-generating units on a reasonable and consistent basis of allocation.

The recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount (less amortization and depreciation), but only to the extent of the carrying amount that would have been determined with no impairment loss having been recognized for the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognized in profit or loss.

(10) Financial Instruments

Financial assets and financial liabilities are recognized in the consolidated balance sheet when the consolidated company becomes a party to the contractual provisions of the instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

A. Financial Assets

The regular way purchases or sales of financial assets is recognized and derecognized on a trade date

(I) Measurement category

Categories of financial assets held by the consolidated company are financial assets measured at amortized cost and equity instrument investments measured at fair value through other comprehensive income.

a. Financial assets measured at amortized cost

Financial assets of the consolidated company, in compliance with the following two conditions simultaneously, are to be classified as financial assets measured by amortized cost:

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

Financial assets at amortized costs after initial recognition are measured at amortized cost and equal the total of the carrying amount determined by the effective interest method less any impairment loss. Any difference in foreign currency exchange is recognized in profit or loss.

Except for the following two cases, the interest income is calculated as the effective interest rate multiplied by the total carrying amount of financial assets:

- i. Interest income of purchase or originated credit-impaired financial assets is calculated as the credit-adjusted effective interest rate multiplied by the amortized cost of the financial assets;
- ii. Interest income of the financial assets that are not classified as purchased or originated credit-impaired, but subsequently become credit-impaired, should be calculated from the next reporting period after the credit impairment as the effective interest rate multiplied by the financial asset at amortized cost.

A financial asset is credit-impaired when the issuer or the borrower has significant financial difficulties and breach contract; it becomes probable that the borrower might enter bankruptcy or other financial reorganization, or have the active market for that financial asset disappeared due to financial difficulties.

Cash equivalents include time deposits within 3 months from the date of acquisition, which are highly liquid, can be converted into a known amount of cash at any time, with only an insignificant risk of value changes, and are held for meeting short-term cash commitments.

- b. Investments in equity instruments measured at fair value through other comprehensive income

The consolidated company can make an irrevocable election at initial recognition to designate the non-held for trading and not recognized as business mergers or investments in equity instruments be measured at fair value through other comprehensive income.

Investments in equity instruments carried at fair value through other comprehensive income are measured at fair value. Subsequent changes in fair value are recognized in other comprehensive income and accumulated in other equity. Accumulated profit or loss will directly

transfer to retained earnings but not reclassified to profit or loss when disposing of the investment.

The dividends of the investments in equity instruments measured at fair value through other comprehensive income are recognized in profit or loss when the consolidated company has confirmed its right of receivables, unless the dividends are clearly a recoverable amount of the investment cost.

(II) Impairment of financial assets

The consolidated company shall evaluate, with the expected credit loss, the impairment loss of the financial assets measured at amortized cost, including accounts receivable, on each balance sheet date

Accounts receivable are recorded as loss allowance by expected credit losses in the duration. For other financial assets, it shall evaluate whether the credit risk has increased significantly since the initial recognition. If the credit risk hasn't increased significantly, the financial assets shall be recognized as loss allowance based on a 12-month expected credit loss. However, if the credit risk has increased significantly, the financial assets will be recognized as loss allowance by the expected credit loss in the duration.

Expected credit loss takes the risk of default as the weighted average credit loss. 12-month expected credit loss is the expected credit loss of possible violation of the financial instrument within 12 months after the reporting date. Expected credit loss in the duration is the expected credit loss of possible violation of the financial instrument in the duration

For the purpose of internal credit risk management, the consolidated company, without considering the collateral held, determines that the following conditions represent a default in financial assets:

- a. There is internal or external information indicating that it is unlikely that the borrower will pay off the debt.
- b. An overdue payment of more than 90 days; unless there is reasonable and corroborated information showing that the delayed default is more appropriate

The carrying amount of all financial assets with impairment loss are adjusted and reduced through the use of an allowance account.

(III) Derecognition of financial assets

The consolidated company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to other enterprise.

On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss. However, on derecognition of an investment in an equity instrument at FVTOCI, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, and the cumulative gain or loss which had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

B. Financial Liabilities

(I) Subsequent measurement

All financial liabilities are measured at amortized cost by the effective interest method.

(II) Derecognition of financial liabilities

When derecognizing the financial liabilities, the difference between the carrying amount derecognized and the consideration paid, (including any non-cash asset transferred or liabilities assumed), is recognized in profit or loss

(11) Revenue Recognition

Upon confirming with the customers in regards to the contractual obligations, the consolidated company allocates the transaction price to the performance obligations and recognizes the revenue when the performance obligations are satisfied.

A. Sale of Goods

Revenue from sales of goods comes from the sales of handheld industrial computer and handheld barcode scanner. As the customers will have the full discretion over the right to pricing and the usage of the products upon shipment of goods, the customers should take primary responsibility for the resale of the products and the obsolescence risk onwards. The revenue will be recognized as accounts receivable concurrently.

The Company does not recognize revenue on outward processing because it does not involve a transfer of control over the processed products.

B. Rendering of Service

Revenue from the rendering of service comes from product maintenance service. As the Company provides the service, customers simultaneously receive and consume the benefits provided by the Company's performance. The income generated by the provision of the services under the contract is recognized, according to the degree of completion of the contract.

(12) Lease

The consolidated company evaluates whether the contract is (or contains) a lease on the date of the establishment of the contract.

The consolidated company as lessee

Except for the exempted low-value asset leases and short-term leases, the lease payments are recognized as expenses during the lease term on a straight-line basis. For other leases, the right-of-use assets and lease liabilities are recognized on the lease start date.

The right-of-use asset is initially measured at cost (including the original measured amount of the lease liability, the lease payment paid before the lease start date less the lease incentive received, the original direct cost, and the estimated cost of recovering the underlying asset). Subsequently, the right-of-use asset is measured with a deduction of accumulated depreciation and the amount after the accumulated impairment loss is determined, and the remeasurement of the lease liability is adjusted. Right-of-use assets are presented separately on the balance sheet.

Depreciation of right-of-use asset is recognized on a straight-line basis from the beginning of the lease over the shorter of the useful life of the asset and the lease term.

Lease liabilities are initially measured at the present value (including fixed payments, actual fixed payments, variable lease payments which depend on an index or a rate, expected payables by the consolidated company under residual value guarantees, and the exercise price of a purchase option if the consolidated company is reasonably certain to exercise that option, the exercise price for an option to purchase reasonably believed will be exercised, and the lease termination penalties reflected in the lease terms, less any lease incentives) of the lease payments. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the consolidated company uses the lessee's incremental borrowing rate.

Subsequently, lease liability is measured at the amortized cost using the effective interest method, and the interest expense is allocated over the lease term. If the lease term, expected payables under residual value guarantees, assessment of an option to purchase an underlying asset, or the change in the index or rate used to determine the lease payments results in a change in the future lease payments, the Company will remeasure the lease liability and adjust the right-of-use asset accordingly. If the carrying amount of the right-of-use asset has been reduced to zero, the remaining remeasured amount is recognized in profit or loss. Lease liabilities are presented separately on the balance sheet.

(13) Government Grants

Government grants are not recognized until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received.

Government grants related to revenue intended to compensate for the costs incurred by the consolidated company over the period are recognized in other income.

When the consolidated company receives government grants as compensation for expenses or losses that have already been incurred or to provide immediate financial

support with no future related costs, these grants are recognized as the profit or loss during the period in which the grants can be collected.

(14) Employee Benefits

A. Short-term Employee Benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

B. Retirement Benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions

Defined benefit costs (including service cost, net interest and remeasurement) under the defined benefit retirement benefit plans are determined using the projected unit credit method. Service costs (including current service costs) and net interest on the net defined benefit liability (assets), are recognized as employee benefits expenses in the period they occur. Remeasurement, (comprising actuarial gains and losses and the return on plan assets less interest), is recognized in the period in which they occur in other comprehensive income which is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liabilities represent the consolidated company's actual defined benefit plan deficit.

(15) Income Tax

Income tax expense represents the sum of the current income tax and the deferred tax.

A. Current tax

Income tax payable (refundable) is based on taxable profit (loss) for the year determined according to the applicable tax laws of each tax jurisdiction.

According to the Income Tax Act of the ROC, an additional tax on unappropriated earnings is provided for in the year the shareholders approve to retain earnings.

Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision

B. Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, except where the consolidated

company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are recognized only to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered. A previously unrecognized deferred tax asset is also reviewed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the consolidated company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

C. Current and deferred taxes

Current and deferred taxes are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity; in which case, the current and deferred taxes are also recognized in other comprehensive income or directly in equity, respectively.

5. CRITICAL ACCOUNTING JUDGEMENT AND MAJOR SOURCE OF ESTIMATION UNCERTAINTY

In the application of the consolidated company's accounting policies, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

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

Main sources of uncertainty in estimates and assumptions

(1) Write down of inventories

The net realizable value of inventories is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to

make the sale. The estimation of net realizable value is based on current market conditions and historical experience with product sales of a similar nature. Changes in market conditions may have a material impact on the estimation of the net realizable value.

(2) Income tax

The possibility of realizing deferred income tax assets is primarily determined by whether there will be sufficient profits or taxable temporary differences in the future. Suppose the actual profit falls short of expectations. In that case, there may be significant reversals of deferred income tax assets, which are recorded as profit or loss during the period they occur.

6. CASH AND CASH EQUIVALENTS

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Cash on hand & revolving fund	\$ 104	\$ 259
Checking accounts	28,531	28,505
Demand deposits	132,866	161,015
Cash equivalents (investments with original maturities of less than 3 months)		
Time deposits	<u>55,278</u>	<u>-</u>
	<u>\$ 216,779</u>	<u>\$ 189,779</u>

Cash equivalent market interest rate for the above interest-bearing financial assets at the date of the balance sheet is as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Bank deposit(including time deposits classified as cash equivalent)	0.005%~4.20%	0.001%~0.05%

7. NOTES RECEIVABLE, ACCOUNTS RECEIVABLES, OTHER RECEIVABLES AND OVERDUE RECEIVABLES

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Notes receivable</u>		
Measurement at amortized costs		
Total carrying amount	\$ 803	\$ 1,483
Less: loss allowance	<u>-</u>	<u>-</u>
	<u>\$ 803</u>	<u>\$ 1,483</u>
Due to business operation	<u>\$ 803</u>	<u>\$ 1,483</u>

(Continue)

(Previous)

	December 31, 2022	December 31, 2021
<u>Accounts receivable</u>		
Measurement at amortized costs		
Total carrying amount	\$ 236,574	\$ 243,554
Less: loss allowance	(<u>3,452</u>)	(<u>5,914</u>)
	<u>\$ 233,122</u>	<u>\$ 237,640</u>
	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Other receivables</u>		
Receivables for Outward processing	\$ 49,405	\$ 23,086
Tax refund receivable	7,082	6,893
Others	<u>146</u>	<u>9</u>
	<u>\$ 56,633</u>	<u>\$ 29,988</u>
<u>Overdue receivables (set aside as other non-current assets)</u>		
Measurement at amortized costs		
Total carrying amount	\$ -	\$ 660
Less: loss allowance	<u>-</u>	(<u>660</u>)
	<u>\$ -</u>	<u>\$ -</u>

(1) Notes receivable

The consolidated company recognizes the loss allowance for notes and accounts receivable based on lifetime expected credit losses. The lifetime expected credit losses are measured by the customers' past default records and the current financial situation. As of December 31, 2022, there are no outstanding notes receivable. According to the assessment by the consolidated company, it is not necessary to set aside notes receivable for expected credit losses.

(2) Accounts receivable

The revenue arising from sales of goods is collected monthly with average credit period of 15~120 days. In order to minimize credit risk, the management of the consolidated company has appointed a team responsible for the determination of credit limit, credit approval and other monitoring procedures to ensure that proper action is taken for recovery of overdue debts. In addition, the consolidated company reviews the recoverable amount of the overdue notes and accounts receivable on the balance sheet date to ensure that adequate allowances are made for the irrecoverable amounts. In this regard, the management believes that the credit risk of the consolidated company has been significantly reduced.

The consolidated company recognizes the loss allowance for notes and accounts receivable based on lifetime expected credit losses. The lifetime expected credit losses are measured by the customers' past default records and the current financial situation using a provision matrix and also considering the GPD forecast. According to the consolidated company's past experience of credit losses, there is no significant difference in the loss patterns for different customer entities. Thus, the expected credit loss rate is determined solely by the number of overdue days for the receivables.

If there is evidence indicating that a counterparty is facing serious financial difficulties and the consolidated company cannot reasonably estimate the recoverable amount, the consolidated company will write off the related notes and accounts receivable, but continue with recourse. The amount recovered due to recourse is recognized in profit or loss.

The consolidated company's loss allowance for the receivables and overdue receivables is estimated using a provision matrix as follows:

December 31, 2022

	Not past due	1-30 days overdue	31-60 days overdue	61-90 days overdue	91-120 days overdue	120 days overdue	Total
Expected credit loss rate	0.00%~0.20%	0.00%~0.74%	0.17%~3.77%	16.41%~100%	100%	100%	
Total carrying amount	\$ 194,233	\$ 32,536	\$ 6,676	\$ 2,160	\$ 679	\$ 290	\$ 236,574
Loss allowance (Lifetime ECL)	(41)	(78)	(247)	(2,117)	(679)	(290)	(3,452)
Amortized cost	<u>\$ 194,192</u>	<u>\$ 32,458</u>	<u>\$ 6,429</u>	<u>\$ 43</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 233,122</u>

December 31, 2021

	Not past due	1-30 days overdue	31-60 days overdue	61-90 days overdue	91-120 days overdue	120 days overdue	Total
Expected credit loss rate	0.00%~0.12%	0.00%~0.34%	0.00%~12.72%	100%	100%	100%	
Total carrying amount	\$ 216,215	\$ 18,856	\$ 3,017	\$ 228	\$ 946	\$ 4,952	\$ 244,214
Loss allowance (Lifetime ECL)	(77)	(52)	(319)	(228)	(946)	(4,952)	(6,574)
Amortized cost	<u>\$ 216,138</u>	<u>\$ 18,804</u>	<u>\$ 2,698</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 237,640</u>

Changes in loss allowance for accounts receivable and overdue receivables are as follows:

	<u>2022</u>	<u>2021</u>
Balance at the beginning of the year	\$ 6,574	\$ 3,566
Add: impairment losses recognized in current year	1,827	3,325
Less: amount written off	(5,149)	(255)
Exchange difference in foreign currencies	200	(62)
Balance at the end of the year	<u>\$ 3,452</u>	<u>\$ 6,574</u>

8. INVENTORY

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Finished goods	\$ 26,181	\$ 24,842
Work in process	16,647	8,280
Raw materials	474,410	489,552
Merchandise	<u>42,280</u>	<u>50,195</u>
	<u>\$ 559,518</u>	<u>\$ 572,869</u>

The costs of goods sold related to inventories in 2022 and 2021 were NT\$783,697 thousand and NT\$916,372 thousand, respectively.

The costs of goods sold in 2022 and 2021, including inventory depreciation and obsolescence losses, were NT\$6,800 thousand and NT\$11,853 thousand, respectively.

9. SUBSIDIARIES

(1) Subsidiaries included in the consolidated financial statements:

The consolidated entities of the consolidated financial report were as follows:

Investor company	Subsidiaries	Main business	Percentage of ownership		Note
			Dec. 31, 2022	Dec. 31, 2021	
The Company	CIPHERLAB USA, INC.	Electronics sales	100	100	The main business risk is foreign currency risk
"	CIPHERLAB LIMITED (SAMOA)	Investment holding	100	100	The main business risk is foreign currency risk
"	MPLUS TECHNOLOGY CO., LTD	Development and sales of electronic products	94	94	The main business risk is foreign currency risk
CIPHERLAB LIMITED (SAMOA)	Saifulai Electron Trade (Shanghai) Limited Company	Electronics sales	100	100	The main business risks are political risks and foreign currency risks due to government orders and cross-strait relations

- A. CIPHERLAB LIMITED (SAMOA) was established on May 29, 2006 by the relevant laws and regulations of Samoa.
- B. Saifulai Electron Trade (Shanghai) Limited Company (hereinafter referred to as Saifulai (Shanghai)) was approved and established in Shanghai on November 15, 2006, with an effective operation term from November 15, 2006, to November 14, 2036.
- C. CIPHERLAB USA, INC. was approved and established in the USA on January 11, 2007.
- D. MPLUS TECHNOLOGY CO., LTD. (hereinafter referred to as MPLUS Technology) was approved and established in ROC on May 19, 2016.

(2) Subsidiaries included in the consolidated financial statements: None

10. PROPERTY, PLANT, AND EQUIPMENT

	Land	Buildings	Machinery and equipment	Molding equipment	Transportation	Income-generati ng equipment	Other equipment	Total
<u>Cost</u>								
Balance at January 1, 2022	\$ 57,996	\$ 55,493	\$ 16,406	\$ 220,869	\$ 1,190	\$ 97,321	\$ 457	\$ 449,732
Addition	-	-	-	2,157	-	6,067	39	8,263
Disposals	-	-	-	(360)	-	(970)	(200)	(1,530)
Reclassification (Note)	-	-	-	912	-	792	-	1,704
Net exchange difference	-	-	-	-	130	139	12	281
Balance at December 31, 2022	<u>\$ 57,996</u>	<u>\$ 55,493</u>	<u>\$ 16,406</u>	<u>\$ 223,578</u>	<u>\$ 1,320</u>	<u>\$ 103,349</u>	<u>\$ 308</u>	<u>\$ 458,450</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2022	\$ -	\$ 23,462	\$ 15,578	\$ 197,415	\$ 1,190	\$ 89,770	\$ 416	\$ 327,831
Depreciation	-	991	111	16,153	-	4,544	6	21,805
Disposals	-	-	-	(360)	-	(904)	(180)	(1,444)
Net exchange difference	-	-	-	-	130	101	11	242
Balance at December 31, 2022	<u>\$ -</u>	<u>\$ 24,453</u>	<u>\$ 15,689</u>	<u>\$ 213,208</u>	<u>\$ 1,320</u>	<u>\$ 93,511</u>	<u>\$ 253</u>	<u>\$ 348,434</u>
Net balance at December 31,								
2022	<u>\$ 57,996</u>	<u>\$ 31,040</u>	<u>\$ 717</u>	<u>\$ 10,370</u>	<u>\$ -</u>	<u>\$ 9,838</u>	<u>\$ 55</u>	<u>\$ 110,016</u>
<u>Cost</u>								
Balance at January 1, 2021	\$ 57,996	\$ 55,336	\$ 16,818	\$ 209,184	\$ 1,225	\$ 100,949	\$ 461	\$ 441,969
Addition	-	157	-	6,426	-	1,959	-	8,542
Disposals	-	-	(412)	(697)	-	(5,552)	-	(6,661)
Reclassification (Note)	-	-	-	5,956	-	-	-	5,956
Net exchange difference	-	-	-	-	(35)	(35)	(4)	(74)
Balance at December 31, 2021	<u>\$ 57,996</u>	<u>\$ 55,493</u>	<u>\$ 16,406</u>	<u>\$ 220,869</u>	<u>\$ 1,190</u>	<u>\$ 97,321</u>	<u>\$ 457</u>	<u>\$ 449,732</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2021	\$ -	\$ 22,473	\$ 15,875	\$ 176,147	\$ 1,225	\$ 90,747	\$ 409	\$ 306,876
Depreciation	-	989	115	21,608	-	4,600	11	27,323
Disposals	-	-	(412)	(340)	-	(5,552)	-	(6,304)
Net exchange difference	-	-	-	-	(35)	(25)	(4)	(64)
Balance at December 31, 2021	<u>\$ -</u>	<u>\$ 23,462</u>	<u>\$ 15,578</u>	<u>\$ 197,415</u>	<u>\$ 1,190</u>	<u>\$ 89,770</u>	<u>\$ 416</u>	<u>\$ 327,831</u>
Net balance at December 31,								
2021	<u>\$ 57,996</u>	<u>\$ 32,031</u>	<u>\$ 828</u>	<u>\$ 23,454</u>	<u>\$ -</u>	<u>\$ 7,551</u>	<u>\$ 41</u>	<u>\$ 121,901</u>

Note: Reclassified from other non-current assets-prepayments for business facilities, to property, plant, and equipment.

Related depreciation is calculated on a straight-line basis over the estimated useful lives as follows:

Buildings	50 years
Mechanical equipment	2~10 years
Molding equipment	2~5 years
Transportation equipment	5 years
Income-generating equipment	2~6 years
Other equipment	3~5 years

Property, plant, and equipment pledged as collateral for bank borrowings are set out in Note 28

11. LEASE ARRANGEMENT

(1) Right-of-use assets

	<u>Buildings</u>	<u>Transportation</u>	<u>Total</u>
<u>Cost</u>			
Balance at January 1, 2022	\$ 73,503	\$ 4,782	\$ 78,285
Addition	42,719	1,577	44,296
Less	(43,667)	(1,308)	(44,975)
Net exchange difference	<u>3,021</u>	<u>(37)</u>	<u>2,984</u>
Balance at December 31, 2022	<u>\$ 75,576</u>	<u>\$ 5,014</u>	<u>\$ 80,590</u>
	<u>Buildings</u>	<u>Transportation</u>	<u>Total</u>
<u>Accumulated depreciation</u>			
Balance at January 1, 2022	\$ 43,768	\$ 1,651	\$ 45,419
Depreciation	25,691	1,210	26,901
Less	(43,630)	(167)	(43,797)
Net exchange difference	<u>696</u>	<u>(4)</u>	<u>692</u>
Balance at December 31, 2022	<u>\$ 26,525</u>	<u>\$ 2,690</u>	<u>\$ 29,215</u>
Net Balance at December 31, 2022	<u>\$ 49,051</u>	<u>\$ 2,324</u>	<u>\$ 51,375</u>
<u>Cost</u>			
Balance at January 1, 2021	\$ 73,809	\$ 3,797	\$ 77,606
Addition	2,679	3,159	5,838
Less	(2,136)	(2,099)	(4,235)
Net exchange difference	<u>(849)</u>	<u>(75)</u>	<u>(924)</u>
Balance at December 31, 2021	<u>\$ 73,503</u>	<u>\$ 4,782</u>	<u>\$ 78,285</u>
<u>Accumulated depreciation</u>			
Balance at January 1, 2021	\$ 20,881	\$ 2,316	\$ 23,197
Depreciation	25,160	1,457	26,617
Less	(2,136)	(2,099)	(4,235)
Net exchange difference	<u>(137)</u>	<u>(23)</u>	<u>(160)</u>
Balance at December 31, 2021	<u>\$ 43,768</u>	<u>\$ 1,651</u>	<u>\$ 45,419</u>

	<u>Buildings</u>	<u>Transportation</u>	<u>Total</u>
Net Balance at December 31, 2021	\$ <u>29,735</u>	\$ <u>3,131</u>	\$ <u>32,866</u>

(2) Lease liabilities

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Carrying amount of lease liabilities		
Current	\$ <u>24,901</u>	\$ <u>10,374</u>
Non-current	\$ <u>29,185</u>	\$ <u>24,537</u>

The range of the discount rates for lease liabilities is as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Buildings	1.111% ~ 5.5%	1.167% ~ 5.5%
Transportation equipment	1.111% ~ 1.167%	1.167% ~ 1.3%

(3) Lease-in activities and terms

The consolidated company leases certain buildings and transportation equipment with lease terms of 2 to 12 years. The consolidated company does not have bargain purchase options to acquire the leasehold buildings and transportation equipment at the end of the lease terms.

(4) Other lease information

	<u>2022</u>	<u>2021</u>
Expenses relating to low-value asset leases	(\$ <u>189</u>)	(\$ <u>173</u>)
Expenses relating to short-term leases	(\$ <u>155</u>)	(\$ <u>165</u>)
Total cash outflow for leases	(\$ <u>28,741</u>)	(\$ <u>27,845</u>)

All lease commitments for which the lease period begins after the balance sheet date are as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Lease commitments	\$ <u>-</u>	\$ <u>2,110</u>

12. OTHER INTANGIBLE ASSETS

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Computer software	\$ <u>9,804</u>	\$ <u>15,420</u>
	<u>2022</u>	<u>2021</u>
<u>Cost</u>		
Balance at the beginning of the year	\$ 61,609	\$ 52,351
acquired separately	1,955	9,258
Reclassification (Note)	304	-
Net exchange difference	<u>2</u>	<u>-</u>
Balance at the end of year	\$ <u>63,870</u>	\$ <u>61,609</u>

(2) Long-term borrowings

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Unsecured loans</u>		
Bank loan (1)	\$ 4,000	\$ -
Bank loan (2)	-	8,333
Bank loan (3)	-	3,957
Less: set aside as part due within 1 year	(<u>724</u>)	(<u>7,505</u>)
Long-term borrowings	<u>\$ 3,276</u>	<u>\$ 4,785</u>

The consolidated company followed the "Directions for Business Financial Relief and Interest Supplement by the Ministry and Economic Affairs for Businesses with Operational Difficulties Due to COVID-19," and entered into a borrowing contract with the Land Bank of Taiwan.

- A. As of December 31, 2022, the total amount of the loan was NT\$ 4,000 thousand. The interest rate was calculated based on the Central Bank's guaranteed lending rate plus 0.9%, with an interest subsidy applied. The maximum period for subsidized interest is one year, with an upper limit of NT\$ 220 thousand. The loan is paid back in installments, with a due date of March 8, 2027. The repayment method entails paying monthly interest before April 8, 2023, with the principal and interest amortized every month from April 8, 2023.
- B. As of December 31, 2021, a loan of NT\$10,000 thousand was borrowed with interest calculated based on the two-year fixed deposit mobile interest rate of Chunghwa Post Co., LTD plus 0.705%. The maturity date was set for August 17, 2023, and the repayment method involved monthly interest payments for the first year. Starting from August 17, 2020, the principal was amortized monthly, and the loan was repaid in full in January 2022, earlier than the agreed-upon date.
- C. As of December 31, 2021, the total loan amount was NT\$ 5,000 thousand. The interest rate was calculated based on the two-year fixed deposit rate of Chunghwa Post Company plus 0.705%, and an interest subsidy was applied. The subsidy rate was determined by the two-year fixed deposit rate of Chunghwa Post Company. The interest is calculated using a flexible rate, and the subsidy period is up to one year, with a maximum of NT\$ 220 thousand. The loan is paid back in installments and is due on July 21, 2023. Interest payments are due every month before August 21, 2021, with the principal being amortized on average starting from August 21, 2021. The loan has already been repaid in full in October 2022.

15. NOTES PAYABLE AND ACCOUNTS PAYABLE

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Notes payable</u>		
Due to business operation	<u>\$ -</u>	<u>\$ 125</u>
<u>Accounts payable</u>		
Due to business operation	<u>\$ 107,944</u>	<u>\$ 133,417</u>

16. OTHER LIABILITIES

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Current</u>		
Other payables		
Processing fee payable	\$ 55,237	\$ 33,621
Salaries and bonus payable	40,199	46,707
Employee and directors' compensations payable	5,471	6,213
Payables on machinery and equipment	5,110	1,715
Insurance expenses payable	3,433	3,281
Business tax payable	162	236
Export expense payable	151	5,433
Others	<u>15,887</u>	<u>17,126</u>
	<u>\$ 125,650</u>	<u>\$ 114,332</u>
Other liabilities		
Contractual liabilities (Note 19)	\$ 43,575	\$ 18,670
Others	<u>4,237</u>	<u>3,067</u>
	<u>\$ 47,812</u>	<u>\$ 21,737</u>
<u>Non-current</u>		
Other liabilities		
Contractual liabilities (Note 19)	\$ 42,698	\$ 9,677
Guarantee deposits paid	<u>6,458</u>	<u>6,458</u>
	<u>\$ 49,156</u>	<u>\$ 16,135</u>

17. RETIREMENT CONTRIBUTION PLAN

(1) Defined contribution plan

The Company and MPLUS Technology Co., LTD adopted a pension plan under the Labor Pension Act (LPA), which is a state-managed defined contribution plan. Under the LPA, the Company and MPLUS Technology Co., LTD make monthly contributions to employees' individual pension accounts at 6% of monthly salaries and wages.

Saifulai Electron Trade (Shanghai) Limited Company distributes pensions to pension management companies by a specific percentage of the local employees' monthly salary.

(2) Defined Benefit Plan

The defined benefit plan adopted by the Company in accordance with the Labor Standard Law is operated by the government. Pension benefits are calculated on the basis of the length of service and average monthly salaries of the six months before retirement. The Company contributes amounts equal to 2% of total monthly salaries and wages to a pension fund administered by the pension fund monitoring committee. The pension fund is deposited in the Bank of Taiwan in the name of the committee. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor, and the Company has no right to influence the investment policy and strategy.

The amount of the defined benefit plans presented in the consolidated balance sheet is as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Present value of defined benefit obligation	\$ 25,482	\$ 26,454
Fair value of planned assets	(16,718)	(14,857)
Deficit contribution	<u>8,764</u>	<u>11,597</u>
Net defined benefit liability	<u>\$ 8,764</u>	<u>\$ 11,597</u>

Changes on net defined benefit liabilities (assets) are as follows:

	<u>Present value of defined benefit obligation</u>	<u>Fair value of plan assets</u>	<u>Net defined benefit liabilities</u>
Balance at January 1, 2022	<u>\$ 26,454</u>	<u>(\$ 14,857)</u>	<u>\$ 11,597</u>
Interest expense (income)	<u>198</u>	<u>(113)</u>	<u>85</u>
Recognized in profit or loss	<u>198</u>	<u>(113)</u>	<u>85</u>
Remeasurement			
Return on planned assets (excluding the amount included in the net interest)	-	(1,154)	(1,154)
Actuarial gain - changes in financial assumption	(1,594)	-	(1,594)
Actuarial loss - experience adjustment	<u>424</u>	<u>-</u>	<u>424</u>
Recognized in other comprehensive income	(<u>1,170</u>)	(<u>1,154</u>)	(<u>2,324</u>)
Contribution from the employer	<u>-</u>	(<u>594</u>)	(<u>594</u>)
Balance at December 31, 2022	<u>\$ 25,482</u>	<u>(\$ 16,718)</u>	<u>\$ 8,764</u>
Balance at January 1, 2021	<u>\$ 28,617</u>	<u>(\$ 15,182)</u>	<u>\$ 13,435</u>
Interest expense (income)	<u>100</u>	<u>(54)</u>	<u>46</u>
Recognized in profit or loss	<u>100</u>	<u>(54)</u>	<u>46</u>
Remeasurement			
Return on planned assets (excluding the amount included in the net interest)	-	(224)	(224)
Actuarial gain - changes in financial assumptions	(1,125)	-	(1,125)
Actuarial loss - Changes in demographic assumptions	1,233	-	1,233
Actuarial gain - experience adjustments	(<u>1,165</u>)	<u>-</u>	(<u>1,165</u>)
Recognized in other comprehensive income	(<u>1,057</u>)	(<u>224</u>)	(<u>1,281</u>)
Contribution from the employer	<u>-</u>	(<u>603</u>)	(<u>603</u>)
Employer-paid fees	(<u>1,206</u>)	<u>1,206</u>	<u>-</u>
Balance at December 31, 2021	<u>\$ 26,454</u>	<u>(\$ 14,857)</u>	<u>\$ 11,597</u>

The amount recognized in profit or loss in respect of the defined benefit plan is summarized by function as follows:

	<u>2022</u>	<u>2021</u>
Operating costs	\$ 45	\$ 24
Sales and marketing expenses	24	14
Administrative expenses	11	5
Research and study expenses	<u>5</u>	<u>3</u>
	<u>\$ 85</u>	<u>\$ 46</u>

Due to the pension system under the “Labor Standards Act”, the consolidated company is exposed to the following risks:

- A. Investment risk: The plan assets are invested in domestic and foreign equity and debt securities, bank deposits, etc. The investment is conducted at the discretion of the Bureau or under the mandated management. However, in accordance with relevant regulations, the return generated by plan assets shall not be below the interest rate for a 2-year time deposit with local banks
- B. Interest risk: A decrease in the government bond interest rate will increase the present value of the defined benefit obligation; however, this will be partially offset by an increase in the return on the debt investments of the plan assets.
- C. Salary risk: The present value of the defined benefit obligation is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the present value of the defined benefit obligation.

The actuarial valuations of the present value of the defined benefit obligation were carried out by qualified actuaries. The significant assumptions used for the purposes of the actuarial valuations are as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Discount rate	1.400%	0.750%
Expected rate of salary increase	3.000%	3.000%

If possible reasonable changes in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation will increase (decrease) as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Discount rate		
Increased by 0.25%	(<u>\$ 623</u>)	(<u>\$ 713</u>)
Decrease by 0.25%	<u>\$ 646</u>	<u>\$ 740</u>
Expected rate of salary increase		
Increased by 0.5%	<u>\$ 620</u>	<u>\$ 707</u>
Decrease by 0.5%	(<u>\$ 602</u>)	(<u>\$ 685</u>)

The sensitivity analysis presented above may not be representative of the actual changes in the present value of the defined benefit obligation as it is unlikely that changes in assumptions will occur in isolation of one another as some of the assumptions may be correlated.

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Expected contributions to the plans for the next year	\$ <u>593</u>	\$ <u>602</u>
Average duration of the defined benefit obligation	11 years	12 years

18. EQUITY

(1) Ordinary shares

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Authorized shares (in thousands of shares)	<u>90,000</u>	<u>90,000</u>
Authorized capital	<u>\$ 900,000</u>	<u>\$ 900,000</u>
Number of shares issued and fully paid (in thousands of shares)	<u>68,489</u>	<u>68,489</u>
Capital issued	<u>\$ 684,891</u>	<u>\$ 684,891</u>

The par value of each ordinary share issued is NT\$ 10, and each share possesses one voting right and a right to receive dividends.

(2) Capital surplus

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (1)</u>		
Additional paid-in capita	\$ 1,062	\$ 1,062
<u>May only be used to offset a deficit</u>		
Unclaimed dividends (2)	<u>89</u>	<u>89</u>
	<u>\$ 1,151</u>	<u>\$ 1,151</u>

A. Such capital surplus may be used to offset a deficit. In the case when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital limited to a certain percentage of the Company's capital surplus once a year.

B. According to the letter Jingshangzi No. 10602420200 issued by the Ministry of Economic Affairs on September 21, 2017, unclaimed dividends should be recognized as capital reserves.

(3) Retained Earnings and Dividends Policy

Suppose the consolidated company made a profit in a fiscal year. In that case, the profit shall be first utilized for paying taxes, offsetting accumulated losses of previous years, and setting aside as legal reserve 10% of the remaining profit by the laws and regulations

except when the legal reserve has reached the company's paid-in capital. The rest shall be setting aside or reversing a special reserve; any remaining profit together with any undistributed retained earnings shall be used by the consolidated company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholder's meeting for distribution of dividends and bonus to shareholders. For the policies on the distribution of employees' compensation and directors' remuneration, refer to Note 20-7.

The Company's dividend policy evaluates the Company's future capital requirement, long-term financial planning, and shareholders' profit expectations. The actual distribution of share dividends should be accounted for not less than 50% of the distributable earnings of the current year. The company is in the steady growth stage with consistent profit increases and a solid financial structure. While maintaining a stable profit per share, the cash dividends shall account for at least 10% of the total dividends.

The statutory surplus reserve can be used to offset losses. When the company has no losses, the portion of the statutory surplus reserve exceeding 25% of the total paid-in capital may be allocated as share capital and can also be distributed as cash.

The Company follows the regulations outlined in the letter Jinguanzhengfazi No. 1090150022 and "Questions and Answers on Applicable for the Provision of Special Reserve after the Adoption of International Financial Reporting Standards (IFRSs)" to set aside and reverse the special reserve.

The appropriations for the earnings used to make up losses incurred in 2020, approved at the shareholders' meeting on August 24, 2021, is NT\$ 62,117 thousand.

The appropriations for the earnings of years 2021 approved at the shareholders' meeting on June 21, 2022 are as follows

	<u>Earning appropriations</u>	<u>Dividend per share (NT\$)</u>
Legal reserve	\$ 3,651	
Special reserve	8,446	
Cash dividend	23,971	\$ 0.35

The appropriations for the earnings of years 2022 proposed at the board of directors meeting on March 29, 2023, are as follows:

	<u>Earning appropriations</u>	<u>Dividend per share (NT\$)</u>
Legal reserve	\$ 3,411	
Special reserve (reversal)	(10,423)	
Cash dividend	41,093	\$ 0.60

The appropriations for the earnings of years 2022 are yet to be determined at the shareholders' meeting in June 2023.

(4) Special reserve

	<u>2022</u>	<u>2021</u>
Balance at the beginning of the year	\$ 3,062	\$ 3,062
Special reserve		
Deducted items listed in other equity items	<u>8,446</u>	<u>-</u>
Balance at the end of the year	<u>\$ 11,508</u>	<u>\$ 3,062</u>

(5) Other equities

A. Exchange differences on translation of foreign financial statements

	<u>2022</u>	<u>2021</u>
Balance at the beginning of the year	(\$ 9,328)	(\$ 6,808)
Recognized for the year		
Exchange differences arising from translation of a foreign operation	13,030	(3,150)
Income tax related to exchange differences arising from translation of a foreign operation	(<u>2,606</u>)	<u>630</u>
Balance at the end of the year	<u>\$ 1,096</u>	(<u>9,328</u>)

B. Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income

	<u>2022</u>	<u>2021</u>
Balance at the beginning and the end of the year	(<u>2,180</u>)	(<u>2,180</u>)

19. REVENUE

	<u>2022</u>	<u>2021</u>
Revenue from contracts with customers		
Revenue from contract with customers	\$ 1,228,010	\$ 1,382,701
Revenue from the rendering of services	<u>29,952</u>	<u>36,175</u>
	<u>\$ 1,257,962</u>	<u>\$ 1,418,876</u>

(1) Contract balances

	December 31, 2022	December 31, 2021	January 1, 2021
Notes and accounts receivable (Note 7)	<u>\$ 233,925</u>	<u>\$ 239,123</u>	<u>\$ 213,215</u>
Contract liabilities (Note 16)			
Sale of goods	\$ 22,516	\$ 14,915	\$ 13,311
Warranty service	<u>21,059</u>	<u>3,755</u>	<u>-</u>
Contract liabilities-cur rent	43,575	18,670	13,311
Warranty service			
Contract liabilities-no n-current	<u>42,698</u>	<u>9,677</u>	<u>-</u>
	<u>\$ 86,273</u>	<u>\$ 28,347</u>	<u>\$ 13,311</u>

The changes in the balance of contract liabilities primarily resulted from the timing difference between the satisfaction of performance obligations and the respective customer's payment.

Revenue in 2022 and 2021 recognized from the contract liability balance at the beginning of the year were NT\$ 2,991 thousand and 7,107 thousand, respectively.

(2) Disaggregation of revenue from contracts with customers

Please refer to Note 32 for information regarding disaggregation of revenue.

20. NET PROFIT

(1) Interest income

	2022	2021
Bank deposits	\$ 1,040	\$ 291
Others	<u>49</u>	<u>72</u>
	<u>\$ 1,089</u>	<u>\$ 363</u>

(2) Other income

	2022	2021
Government Grants (Note 23)	\$ 1,369	\$ 4,520
Others	<u>836</u>	<u>658</u>
	<u>\$ 2,205</u>	<u>\$ 5,178</u>

(3) Other gains and losses

	<u>2022</u>	<u>2021</u>
Net foreign exchange gain (loss)	\$ 15,340	(\$ 2,256)
Impairment losses on intangible assets	(2,610)	-
Gains on lease modification	5	-
Gains (Losses) on disposal of property, plant and equipment	(86)	369
Others	(607)	-
	<u>\$ 12,042</u>	<u>(\$ 1,887)</u>

(4) Financial costs

	<u>2022</u>	<u>2021</u>
Interest on bank loans	\$ 3,170	\$ 1,927
Interest on lease liabilities	<u>1,720</u>	<u>1,659</u>
	<u>\$ 4,890</u>	<u>\$ 3,586</u>

(5) Depreciation and amortization

	<u>2022</u>	<u>2021</u>
Property, plant, and equipment	\$ 21,805	\$ 27,323
Right-of-use assets	26,901	26,617
Intangible assets	<u>5,265</u>	<u>5,242</u>
Total	<u>\$ 53,971</u>	<u>\$ 59,182</u>

Depreciation expenses by function

Operating costs	\$ 19,640	\$ 22,226
Operating expenses	<u>29,066</u>	<u>31,714</u>
	<u>\$ 48,706</u>	<u>\$ 53,940</u>

Amortization expenses by function

Operating costs	\$ 655	\$ 734
Sales and marketing expenses	317	408
Management expenses	1,819	1,001
Research and study expenses	<u>2,474</u>	<u>3,099</u>
	<u>\$ 5,265</u>	<u>\$ 5,242</u>

(6) Employee benefit expenses

	<u>2022</u>	<u>2021</u>
Post-retirement benefit (Note17)		
Defined contribution plan	\$ 11,099	\$ 11,568
Defined benefit plan	<u>85</u>	<u>46</u>
	11,184	11,614
Other employee benefit	<u>283,887</u>	<u>289,130</u>
Total employee benefit	<u>\$ 295,071</u>	<u>\$ 300,744</u>
Summarized by function		
Operating costs	\$ 53,768	\$ 52,452
Operating expenses	<u>241,303</u>	<u>248,292</u>
	<u>\$ 295,071</u>	<u>\$ 300,744</u>

(7) Employees' compensation and directors' remuneration

The company distributes 0.5% ~ 10% and no higher than 3% of pretax net profit of the current year as employees' compensation and directors' remuneration. The employees' compensation and directors' remuneration for the year of 2022 and 2021 distributed by the resolution of the board of directors t on March 29, 2023 and March 30, 2022, respectively, are as follows:

Accrual rate

	<u>2022</u>	<u>2021</u>
Compensation of employees	10%	10%
Remuneration of directors	3%	3%

Amount

	<u>2022</u>		<u>2021</u>	
	<u>Cash</u>	<u>Stocks</u>	<u>Cash</u>	<u>Stocks</u>
Compensation of employees	\$ 4,209	\$ -	\$ 4,827	\$ -
Remuneration of directors	1,262	-	1,448	-

If there is a change in the amounts after the annual consolidated financial statements are authorized for issue, the differences are recorded as a change in the accounting estimate in the next year.

There is no significant difference between the actual amounts of compensation of employees and remuneration of directors paid and the amounts recognized in the consolidated financial statements for the years ended December 31, 2021 and 2021.

The company incurred a loss before tax in the year 2020, and the board of directors decided not to distribute employee compensation and director remuneration. The resolution of the board of directors aligns with the estimate indicated in the 2020 consolidated financial report.

Information on the employees' compensation and directors' remuneration resolved by the Company's board of directors will be available at the Market Observation Post System website of the Taiwan Stock Exchange.

(8) Profit or loss on foreign currency exchange

	<u>2022</u>	<u>2021</u>
Total profit on foreign currency exchange	\$ 42,215	\$ 11,578
Total loss on foreign currency exchange	(<u>26,875</u>)	(<u>13,834</u>)
Net profit (loss)	<u>\$ 15,340</u>	<u>(\$ 2,256)</u>

21. INCOME TAX

(1) Income tax expense recognized in profit or loss

Income tax expense consisted of the following:

	<u>2022</u>	<u>2021</u>
Current income tax expense		
In respect of current year	\$ 7,859	\$ 2,438
Deferred income tax		
In respect of the current year	(<u>2,083</u>)	<u>4,080</u>
Income tax expense recognized in profit or loss	<u>\$ 5,776</u>	<u>\$ 6,518</u>

A reconciliation of accounting profit and income tax expense is as follows:

	<u>2022</u>	<u>2021</u>
Net profit before tax	<u>\$ 36,970</u>	<u>\$ 42,539</u>
Income tax expense calculated at the 20% statutory rate	\$ 7,394	\$ 8,508
Non-deductible losses	681	51
Tax-exempt income	(274)	(844)
Unrecognized temporary differences, loss deduction and investment offsets	(1,954)	(1,045)
Effect of different tax rates applicable to consolidated entities	(<u>71</u>)	(<u>152</u>)
Income tax expense recognized in profit or loss	<u>\$ 5,776</u>	<u>\$ 6,518</u>

The tax rates applicable to subsidiaries in China and the United States are 25% and 21%, respectively; the tax incurred for business operations in other locations is calculated according to the tax rates in each relevant jurisdiction.

(2) Income tax recognized in other comprehensive income

	<u>2022</u>	<u>2021</u>
<u>Deferred tax</u>		
In respect of the current year		
- Remeasurement of defined benefit plans	\$ 465	\$ 256
- Translation of foreign financial statements	<u>2,606</u>	(<u>630</u>)
Total income tax recognized in other comprehensive income	<u>\$ 3,071</u>	(<u>\$ 374</u>)

(3) Current deferred tax liabilities

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Current deferred tax liabilities		
Income tax payable	<u>\$ 6,051</u>	<u>\$ 2,438</u>

(4) Deferred tax assets and liabilities

The movements of deferred tax assets and deferred tax liabilities are as follows:

2022

	Beginning balance	Recognized in profit or loss	Recognized in other comprehensive income	Exchange differences	End balance
<u>Deferred tax assets</u>					
Temporary differences					
Inventory depreciation and obsolescence loss	\$ 15,922	(\$ 1,157)	\$ -	\$ -	\$ 14,765
Leave payable	20	2	-	-	22
Undistributed pension	2,569	(101)	-	-	2,468
Profit (loss) share of subsidiaries using the equity method	24,537	9,672	-	-	34,209
Unrealized gross profit from sales with subsidiaries	4,727	2,247	-	-	6,974
Loss allowance	288	(286)	-	-	2
Unrealized currency exchange losses	-	5	-	-	5
Exchange difference on foreign operations	<u>2,332</u>	<u>-</u>	(<u>2,332</u>)	<u>-</u>	<u>-</u>
	50,395	10,382	(2,332)	-	58,445

Loss deduction	<u>27,355</u>	(<u>7,708</u>)	<u>-</u>	<u>250</u>	<u>19,897</u>
	<u>\$ 77,750</u>	<u>\$ 2,674</u>	(<u>\$ 2,332</u>)	<u>\$ 250</u>	<u>\$ 78,342</u>

Deferred income tax
liabilities

Temporary differences					
Unrealized currency exchange gains	\$ 1,289	\$ 592	\$ -	\$ -	\$ 1,881
Exchange differences on foreign operations	-	-	274	-	274
Defined benefit retirement plan	<u>1,286</u>	<u>-</u>	<u>465</u>	<u>-</u>	<u>1,751</u>
	<u>\$ 2,575</u>	<u>\$ 592</u>	<u>\$ 739</u>	<u>\$ -</u>	<u>\$ 3,906</u>

2021

	Beginning balance	Recognized in profit or loss	Recognized in other comprehensive income	Exchange differences	End balance
Deferred tax assets					
Temporary differences					
Inventory depreciation and obsolescence loss	\$ 13,551	\$ 2,371	\$ -	\$ -	\$ 15,922
Leave payable	18	2	-	-	20
Undistributed pension	2,681	(112)	-	-	2,569
Profit (loss) share of subsidiaries using the equity method	29,905	(5,368)	-	-	24,537
Unrealized gross profit from sales with subsidiaries	4,943	(216)	-	-	4,727
Loss allowance	-	288	-	-	288
Exchange differences on foreign operations	<u>1,702</u>	<u>-</u>	<u>630</u>	<u>-</u>	<u>2,332</u>
	52,800	(3,035)	630	-	50,395
Loss deduction	<u>27,421</u>	<u>-</u>	<u>-</u>	(<u>66</u>)	<u>27,355</u>
	<u>\$ 80,221</u>	(<u>\$ 3,035</u>)	<u>\$ 630</u>	(<u>\$ 66</u>)	<u>\$ 77,750</u>

Deferred income tax
liabilities

Temporary differences					
Unrealized currency exchange gains	\$ 244	\$ 1,045	\$ -	\$ -	\$ 1,289
Defined benefit retirement plan	<u>1,030</u>	<u>-</u>	<u>256</u>	<u>-</u>	<u>1,286</u>
	<u>\$ 1,274</u>	<u>\$ 1,045</u>	<u>\$ 256</u>	<u>\$ -</u>	<u>\$ 2,575</u>

- (5) Deductible temporary differences and losses not recognized in the consolidated balance sheet as deferred income tax assets

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Loss deduction	<u>\$ 144,738</u>	<u>\$ 96,660</u>
Deductible temporary differences		
Impairment losses on intangible assets	\$ 2,610	\$ -
Financial assets measured at fair value through other comprehensive income	<u>2,180</u>	<u>2,180</u>
	<u>\$ 4,790</u>	<u>\$ 2,180</u>

- (6) Relevant information on unused loss deduction

As of December 31, 2011, relevant information on loss deduction is as follows:

The Company

<u>Un-deducted balance</u>	<u>Final deduction year</u>
<u>\$ 86,838</u>	2030

MPLUS TECHNOLOGY CO., LTD

<u>Un-deducted balance</u>	<u>Final deduction year</u>
\$ 4,904	2027
5,694	2028
8,099	2029
2,395	2030
<u>11,923</u>	2031
<u>\$ 33,015</u>	

Saifulai (Shanghai)

<u>Un-deducted balance</u>	<u>Final deduction year</u>
\$ 1,855	2023
3,561	2024
4,685	2025
<u>10,652</u>	2027
<u>\$ 20,753</u>	

CIPHERLAB USA, INC.

As per the United States income tax law, there is no time limit for deducting losses, but the maximum deduction limit is 80% of the taxable income in the year of profit. As of December 31, 2022, the unused loss deduction is \$3,354 thousand.

- (7) Income tax assessments

The tax authorities have assessed the income tax returns of the Company and its subsidiary, MPLUS TECHNOLOGY CO., LTD, through 2020.

22. EARNINGS PER SHARE

The earnings and weighted average number of ordinary shares outstanding used in the computation of earnings per share are as follows:

Net profit for the year

	<u>2022</u>	<u>2021</u>
Earnings used in the computation of basic earnings per share	<u>\$ 32,254</u>	<u>\$ 35,482</u>
Earnings used in the computation of diluted earnings per share	<u>\$ 32,254</u>	<u>\$ 35,482</u>

Number of shares

	<u>2022</u>	Units: thousands of Shares <u>2021</u>
Weighted average number of ordinary shares used in the computation of basic earnings per share	68,489	68,489
Effect of potentially dilutive ordinary shares:		
Compensation of employees	<u>320</u>	<u>252</u>
Weighted average number of ordinary shares used in the computation of diluted earnings per share	<u>68,809</u>	<u>68,741</u>

If the Company offered to settle the compensation or bonuses paid to employees in cash or shares, the Company assumed that the entire amount of the compensation or bonuses will be settled in shares, and the resulting potential shares were included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, as the effect is dilutive. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the number of shares to be distributed to employees is resolved in the following year.

23. GOVERNMENT GRANTS

According to the “Special Act for Prevention, Relief and Revitalization Measures for Severe Pneumonia with Novel Pathogens”, the consolidated company was eligible to apply for government grants. The subsidies received were 1,369 thousand from the government and NT\$ 4,520 thousand in salary subsidies from the Ministry of Economic Affairs for 2022 and 2021, respectively. The government grants of both years were recognized as other income.

24. CASH FLOW INFORMATION

(1) Non-cash transaction

The consolidated company entered into the following non-cash transaction investing activities in the years 2022 and 2021:

	<u>2022</u>	<u>2021</u>
Partial cash payment for real property, plant and equipment		
Acquisition of property, plant and equipment	\$ 8,263	\$ 8,542
Changes in payables on purchases of equipment (Net)	(<u>3,395</u>)	<u>908</u>
Cash paid	<u>\$ 4,868</u>	<u>\$ 9,450</u>

(2) Changes in liabilities arising from financing activities

2022

	January 1,		Non-cash changes			December 31,
	2022	Cash flows	Addition	Less	Effective rate	2022
Short-term loans	\$ 182,341	(\$ 22,341)	\$ -	\$ -	\$ -	\$ 160,000
Long-term loans	12,290	(8,290)	-	-	-	4,000
Lease liabilities	34,911	(26,677)	44,296	(1,183)	2,739	54,086
	<u>\$ 229,542</u>	<u>(\$ 57,308)</u>	<u>\$ 44,296</u>	<u>(\$ 1,183)</u>	<u>\$ 2,739</u>	<u>\$ 218,086</u>

2021

	January 1,		Non-cash changes			December 31,
	2021	Cash flows	Addition	Other profit or loss	Effective rate	2021
Short-term loans	\$ 101,000	\$ 81,419	\$ -	(\$ 78)	\$ -	\$ 182,341
Long-term loans	11,000	1,290	-	-	-	12,290
Lease liabilities	<u>55,697</u>	<u>(25,848)</u>	<u>5,838</u>	<u>-</u>	<u>(776)</u>	<u>34,911</u>
	<u>\$ 167,697</u>	<u>\$ 56,861</u>	<u>\$ 5,838</u>	<u>(\$ 78)</u>	<u>(\$ 776)</u>	<u>\$ 229,542</u>

25. CAPITAL MANAGEMENT

The consolidated company manages its capital to ensure that every entity within the group can function effectively and generate maximum returns for shareholders by optimizing the balance of liability and equity.

The capital structure is made up of the interests of the consolidated company.

The consolidated company is not subject to meeting other external capital requirements.

26. FINANCIAL INSTRUMENTS

(1) Fair value of financial instruments not measured at fair value

The consolidated company's management considers that book value of financial instruments that are not measured at fair value in the consolidated financial statements approximate the fair values.

(2) Categories of financial instruments

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Financial assets</u>		
Financial assets at amortized cost (Note 1)	\$ 508,076	\$ 461,615
<u>Financial liabilities</u>		
Financial liabilities at amortized cost (Note 2)	354,787	392,526

Note 1: Including financial assets measure at amortized cost such as cash, cash equivalents, notes receivable, accounts receivable, other receivables (excluding tax refund receivable), other financial assets-current and refundable deposits

Note 2 Including financial liabilities measured at amortized cost such as short-term loans, notes payable, accounts payable, other payables (excluding salaries and bonus payable, compensation of employee and directors, insurance expenses and operating tax), long-term loans with maturity within 1 year, long-term loans and guarantee deposits.

(3) Financial Risk Management Objectives and Policies

The consolidated company's major financial instruments include investments in equity and debt instruments, accounts receivable, accounts payable, and lease liabilities. The financial risks relating to the operation of the consolidated company include market risk (including foreign currency risk and interest risk), credit risk, and liquidity risk.

A. Market risk

The main financial risks borne by the consolidated company are foreign currency risk (please refer to (I) below) and interest risk (please refer to (II) below).

There has been no change to the consolidated company's exposure to market risks or the manner in which these risks are managed and measured.

(I) Foreign currency risk

The company engages in foreign currency sales and purchases, which exposes it to exchange rate fluctuations. To minimize risks, the company regularly assesses the net risk for sales and cost amounts in non-functional currencies and adjusts its cash holdings accordingly.

The carrying amounts of the consolidated company's foreign currency denominated monetary assets and monetary liabilities are set out in Note 30.

Sensitivity analysis

The consolidated company is mainly exposed to the US dollar exchange rate fluctuation.

The following table details the consolidated company's sensitivity to a 1% change in the functional currency against US dollars. 1% is the sensitivity rate used when reporting exchange rate risk to key management in the

consolidated company. This rate is based on management's evaluation of potential fluctuations in foreign currency exchange rates. The sensitivity analysis included only outstanding foreign currency denominated monetary items, and adjusts their translation at the end of the reporting period for a 1% change in foreign currency rates. It is imperative to consider the consolidated company's external borrowing, accounts receivable, and accounts payable in addition to internal receivables from foreign operating institutions and foreign currency bank account balances for sensitivity analysis.

The positive number in the table below means that when the functional currency depreciates by 1% against the U.S. dollar, it will increase the pre-tax net profit; when the functional currency appreciates by 1% relative to the U.S. dollar, the impact on the pre-tax net profit will be the same amount negative number.

	Impact of the US dollar	
	2022	2021
Profit or loss	\$ 2,506	\$ 1,335

The effects mentioned are primarily caused by the consolidated company's foreign currency borrowings, receivables, payables, and bank account balances that remain circulated on the balance sheet date and have not undergone cash flow hedging measures.

The consolidated company's sensitivity to exchange rates has increased this year, primarily because of the rise in net assets denominated in foreign currency.

(II) Interest risk

The consolidated company's bank deposits and borrowings consist of fixed and floating interest rates which may lead to the consolidated company's exposure to interest risk.

The carrying amounts of the consolidated company's financial assets and financial liabilities with exposure to interest rates at the end of the reporting period were as follows:

	December 31, 2022	December 31, 2021
Fair value interest rate risk		
- Financial assets	\$ 55,278	\$ -
- Financial liabilities	84,086	147,634
Cash flow interest rate risk		
- Financial assets	134,366	162,515
- Financial liabilities	134,000	81,908

Sensitivity analysis

The sensitivity analysis below was determined based on the consolidated company's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of each liability outstanding at the end of the reporting period was outstanding for the whole year. The rate of change used when reporting interest rates to the key management in the Consolidate company reflects a 25-basis point increase or decrease per annum. This rate serves as a reference for potential fluctuations to the management team in their evaluations.

If interest rates had been changed by 25 basis points and all other variables were held constant, the consolidated company's pre-tax profit for 2022 would change by NT\$ 1 thousand, and for 2021 NT\$ 202 thousand, respectively, which was mainly due to fluctuations in variable interest rate related to the consolidated company's bank deposits and borrowings

The consolidated company's sensitivity to interest rates decreased this year, mainly due to the decrease in financial assets with variable interest rates and the decrease in the difference with financial liabilities.

B. Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the consolidated company. As at the end of the reporting period, the consolidated company's maximum exposure to credit risk, which would cause a financial loss to the consolidated company due to the failure of the counterparty to discharge its obligation, could be equal to the total of the carrying amount of the respective recognized financial assets as stated in the consolidated balance sheets.

The consolidated company has adopted a policy to only carry out transactions with reputable counterparties; therefore, no significant credit risk is anticipated.

C. Liquidity risk

The consolidated company's objective is to finance its operations and mitigate the effects of fluctuations in cash flows through the use of cash and cash equivalents, equity investments and bank loans. In addition, management monitors the utilization of bank borrowings and ensures compliance with loan covenants

The consolidated company relies on bank borrowings as a significant source of liquidity. As of December 31, 2022 and 2021, the consolidated company had available unutilized short-term bank loan facilities set out in (II) below

(I) Liquidity and interest rate risk tables

The following table details the consolidated company's remaining contractual maturities for its non-derivative financial liabilities with agreed upon repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the consolidated company can be required to pay. The table includes both interest and principal cash flows. Specifically, bank loans with a repayment on demand clause were included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for other non-derivative financial liabilities were based on the agreed upon repayment dates.

December 31, 2022

Non-derivative financial liabilities	On demand or less than 1 month	1~3 months	3~12 months	1~5 years	5+ years
Non-interest-bearing liabilities	\$ 142,146	\$ 42,073	\$ 110	\$ 6,458	\$ -
Floating instrument					
Floating rate instrument	\$ 7	\$ 100,341	\$ 30,955	\$ 3,397	\$ -
Fixed rate instrument	\$ -	\$ 30,081	\$ -	\$ -	\$ -
Lease liabilities	\$ 1,998	\$ 4,582	\$ 19,908	\$ 20,463	\$ 14,109

December 31, 2021

Non-derivative financial liabilities	On demand or less than 1 month	1~3 months	3~12 months	1~5 years	5+ years
Non-interest-bearing liabilities	\$ 148,008	\$ 43,293	\$ 136	\$ 6,458	\$ -
Floating instrument					
Floating rate instrument	\$ 641	\$ 70,996	\$ 5,721	\$ 4,812	\$ -
Fixed rate instrument	\$ -	\$ 112,932	\$ -	\$ -	\$ -
Lease liabilities	\$ 2,143	\$ 4,286	\$ 4,229	\$ 14,579	\$ 15,992

(2) Financing facilities		
	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Amount of short-term bank loans		
—Amount used	\$ 160,000	\$ 182,341
- Amount unused	380,710	280,699
	<u>\$ 540,710</u>	<u>\$ 463,040</u>
Amount of long-term bank loans		
—Amount used	\$ 4,000	\$ 12,290
- Amount unused	<u>-</u>	<u>-</u>
	<u>\$ 4,000</u>	<u>\$ 12,290</u>

27. RELATED PARTY TRANSACTIONS

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Besides information disclosed elsewhere in the other notes, details of transactions between the consolidated company and other related parties are disclosed as follows:

(1) Related party name and category

<u>Related Party Name</u>	<u>Relationship with the Company</u>
AtechOEM	Substantive Related Parties
Weikeng Industrial Co., LTD.	Substantive Related Parties

(2) Operating transactions

	<u>2022</u>	<u>2021</u>
<u>Purchases of goods</u>		
Substantive Related Parties	<u>\$ 7,028</u>	<u>\$ 16,192</u>
<u>Cost of sales - production costs</u>		
Substantive Related Parties	<u>\$ -</u>	<u>\$ 189</u>

There is no significant difference regarding the terms and conditions for the purchase price and the payment terms between the consolidated company and related parties and those of the third parties.

(3) Payables to related parties

<u>Item</u>	<u>Related party category/Name</u>	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Accounts payable	Substantive related parties	<u>\$ 2,367</u>	<u>\$ 3,904</u>

The balance of payables to related parties has not been pledged as collateral.

(4) Compensation of key management personnel

	<u>2022</u>	<u>2021</u>
Short-term employee benefits	\$ 18,880	\$ 17,575
Post-employment benefits	<u>108</u>	<u>16</u>
	<u>\$ 18,988</u>	<u>\$ 17,591</u>

The compensation to directors and other key management personnel were determined by the Compensation Committee in accordance with the individual performance and market trends.

28. PLEDGED ASSESTS

The following assets have been provided in response to relevant tax laws and regulations as collateral for short-term bank loans:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Land	\$ 57,996	\$ 57,996
Building	31,040	32,031
Pledged time deposits (Classified as other financial assets – current)	<u>1,500</u>	<u>1,500</u>
	<u>\$ 90,536</u>	<u>\$ 91,527</u>

29. SIGNICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITIMENT

Significant contingent liabilities and unrecognized commitments of the consolidated company as of the end of the reporting period, excluding those disclosed in other notes, were as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Acquisition of property, plant and equipment	<u>\$ 10,226</u>	<u>\$ 1,266</u>

30. SIGNIFICANT FINANCIAL ASSETS AND LIABILITES DENOMIATED IN FOREIGN CURRENCIES

The consolidated company's significant financial assets and liabilities denominated in foreign currencies aggregated by the foreign currencies other than functional currencies of the entities in the consolidated company and the related exchange rates between the foreign currencies and the respective functional currencies were as follows:

(Continue)

(Previous)

December 31, 2022

	<u>Foreign currency</u>	<u>Exchange rate</u>	<u>Carrying amount</u>
<u>Foreign currency financial assets</u>			
<u>Monetary item</u>			
USD	\$ 11,783	30.710 (USD: NTD)	\$ 361,856
<u>Foreign currency financial liabilities</u>			
<u>Monetary item</u>			
USD	3,610	30.710 (USD: NTD)	110,864
USD	11	6.9646 (USD: CNY)	344

December 31, 2021

	<u>Foreign currency</u>	<u>Exchange rate</u>	<u>Carrying amount</u>
<u>Foreign currency financial assets</u>			
<u>Monetary item</u>			
USD	\$ 9,886	27.68 (USD: NTD)	\$ 273,634
USD	7	6.3757(USD: CNY)	193
<u>Foreign currency financial liabilities</u>			
<u>Monetary item</u>			
USD	4,389	27.68 (USD: NTD)	121,481
USD	679	6.3757(USD: CNY)	18,797

Foreign currency exchange gains and losses with significant impact (including realized and unrealized) are as follows:

	<u>2022</u>	<u>2021</u>		
<u>Foreign currency</u>	<u>Exchange rate</u>	<u>Net exchange gain (loss)</u>	<u>Exchange rate</u>	<u>Net exchange gain (loss)</u>
USD	29.805 (USD: NTD)	\$ 16,649	28.009(USD: NTD)	(\$ 2,569)
USD	6.7208(USD: CNY)	(1,309)	6.4512(USD: CNY)	313
		<u>\$ 15,340</u>		<u>(\$ 2,256)</u>

31. OTHER DISCLOSURE

(1) Information on significant transactions

- A. Financing provided to others: None;
- B. Endorsements/guarantees provided: None;
- C. Marketable securities held (excluding investments in subsidiaries, associates and jointly controlled entities): Table 1;
- D. Marketable securities acquired or disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital: None

- E. Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in capital: None;
 - F. Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital: None;
 - G. Total purchases from or sales to related parties of at least to NT\$100 million or 20% of the paid-in capital: Table 2;
 - H. Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None;
 - I. Trading in derivative instruments: None
 - J. Others: intercompany relationships and significant intercompany transactions: Table 3
- (2) Information on investees: Table 4;
- (3) Information on investment in Mainland China
- A. The name of the investee in mainland China, the main businesses and products, its issued capital, method of investment, information on inflow or outflow of capital, percentage of ownership, net income (losses) of the investee, investment income (losses), ending balance, amount received as dividends from the investee, and the limitation on investee: Table 5.
 - B. Significant direct or indirect transactions with the investee, its prices and terms of payment and unrealized gain or loss: Table 6;
 - (I) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.
 - (II) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.
 - (III) The amount of property transactions and the amount of the resultant gains or losses.
 - (IV) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes.
 - (V) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.
 - (VI) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receiving of services.
- (4) Information on major shareholders: List all shareholders with ownership of 5% or greater showing the name of the shareholder, the number of shares owned, and percentage of ownership of each shareholder: Table 7;

32. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The reportable segments of the consolidated company are as below:

(1) Segment Revenue and Operating Results

following was an analysis of the consolidated company's revenue and operating results by reportable segments:

	Segment Income		Segment Loss	
	2022	2021	2022	2021
Direct customer department	\$ 6,082	\$ 20,700	(\$ 2,124)	\$ 13,227
Agency department	905,194	996,031	81,614	9,829
US sales department	254,178	244,592	(3,103)	30,226
China sales department	78,856	85,079	(20,422)	(11,644)
Other segments	13,652	72,474	(16,324)	12,887
Total for operation units	\$ 1,257,962	\$ 1,418,876	39,641	54,525
Interest income			1,089	363
Other incomes			2,205	5,178
Other profit or loss			12,042	(1,887)
Headquarters' management costs and directors' remuneration			(13,117)	(12,054)
Financial costs			(4,890)	(3,586)
Net profit before tax			\$ 36,970	\$ 42,539

Segment profits refer to the earnings by each division, excluding apportionable interest income, other incomes, other profit or loss, headquarters' management costs and directors' remuneration, financial costs and income tax expense. The amount of measurement is then provided to the chief operating decision-maker to allocate resources to divisions and evaluate the division's performance.

(2) Total Segment assets and liabilities

The amount of measurement for the consolidate company's assets and liabilities was not provided to the chief operating decision-maker, so the relevant information will not be disclosed.

(3) Revenue from major products and services

The following is an analysis of the consolidated company's revenue from its major products and services:

	<u>2022</u>	<u>2021</u>
Electronic instruments	\$ 1,228,010	\$ 1,382,701
Technology, maintenance service	<u>29,952</u>	<u>36,175</u>
	<u>\$ 1,257,962</u>	<u>\$ 1,418,876</u>

(4) Geographical information

The consolidated company operates in three principal geographical areas - Taiwan, Mainland China and U.S.A.

The consolidated company's revenue from external customers by location of operations and information about its non-current assets by location of assets are detailed below:

	Revenue from External		<u>Non-current Assets</u>	
	Customers		December 31,	December 31,
	<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
Taiwan	\$ 924,928	\$ 1,089,205	\$ 157,767	\$ 156,776
Mainland China	78,856	85,079	1,184	1,356
USA	<u>254,178</u>	<u>244,592</u>	<u>22,479</u>	<u>22,617</u>
	<u>\$ 1,257,962</u>	<u>\$ 1,418,876</u>	<u>\$ 181,430</u>	<u>\$ 180,749</u>

Non-current assets exclude deferred tax assets.

(5) Information about Major customers

Customers accounted for more than 10 % of the consolidated company's operating income:

	<u>2022</u>	<u>2021</u>
Company A in USA	<u>\$ 146,847</u>	<u>\$ 157,529</u>

CIPHERLAB CO., LTD. AND SUBSIDIARIES
 Marketable securities held at the end of the period
 December 31, 2022

Table 1

Unit: in thousands of NTD

Holding Company Name	Marketable Securities Type and Name	Relationship with the holding company	Financial Statement Account	End of the reporting period				Note
				Shares / Units	Carrying Amount	Percentage of Ownership (%)	Fair Value	
CIPHERLAB CO., LTD.	<u>Shares</u> JRC INTERNATIONAL PTY LIMITED	None	Financial assets at fair value through other comprehensive income	760	\$ -	19	\$ -	Note
	WELCOM DESIGN K.K.	"	"	40	-	4	-	"

Note: The abovementioned unlisted (counter) stock investment held by the consolidated company was evaluated and measured at fair value as zero as of the balance sheet date. The unrealized loss of NT\$ 2,180 thousand has been adjusted.

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Total purchase from or sales to related parties of at least NT\$100 million or 20% of the paid-in capital
January 1 to December 31, 2022

Table 2

Unit: in thousands of NTD

Company Name	Related Party	Relationship	Transaction Details				Abnormal Transaction		Notes/Accounts Payable or Receivable		Note
			Purchases/Sales	Amount	% to Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% to Total	
CIPHERLAB CO., LTD.	CIPHERLAB USA, INC.	Subsidiary	Sales	(\$ 221,559)	(19)	210 days after monthly closing	\$ -	15~120 days after monthly closing	\$ 19,372	9	Note
CIPHERLAB USA, INC.	CIPHERLAB CO., LTD.	Parent company	Purchases	221,559	100	210 days after monthly closing	-	15~120 days after monthly closing	(19,372)	(100)	//

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

CIPHERLAB CO., LTD. AND SUBSIDIARIES
Intercompany relationships and significant intercompany transactions
January 1 to December 31, 2022

Table 3

Unit: in thousands of NTD

No. (Note 1)	Company Name	Counterparty	Relationship	Intercompany Transactions				
				Financial Statement Item,	Amount (Note 2)	Transaction Terms	Percentage of Consolidated Net Revenue or Total Assets (%) (Note 3)	
0	CIPHERLAB CO., LTD.	CIPHERLAB USA, INC.	Parent company to subsidiary.	Sale revenue	\$ 221,559	The payment period is 210 days after monthly closing, and the price is not significantly different from that of general sales	18	
				Accounts receivable- related parties	19,372		1	
				Unrealized profit of associated companies	34,364		3	
0	CIPHERLAB CO., LTD.	Saifulai Electron Trade (Shanghai) Limited Company	Parent company to subsidiary.	Sales and marketing expenses	15	Warranty fee	-	
				Sale revenue	25,136	The payment period is 210 days after monthly closing, and the price is not significantly different from that of general sales	2	
				Accounts receivable- related parties	344		-	
				Unrealized profit of associated companies	504		-	
0	CIPHERLAB CO., LTD.	MPLUS TECHNOLOGY CO., LTD.	Parent company to subsidiary.	Sales revenue	6,117	The payment period is 210 days after monthly closing, and the price is not significantly different from that of general sales	-	
				Revenue from the rendering of services	5		Maintenance service	-
				Other incomes	322		Consulting service	-
				Losses on disposal of property, plant and equipment	176		-	
				Accounts receivable- related parties	5,141		-	
				Other receivables- related parties	369		-	

The business relationship between the parent company and its subsidiaries:

The company is mainly engaged in the manufacture and sales of electronic products. CIPHERLAB LIMITED (SAMOA) is a holding company. CIPHERLAB USA, INC., the main business of Saifulai Electron Trade (Shanghai) Limited Company, is the sales of electronic products, and MPLUS TECHNOLOGY CO., LTD. is primarily involved in the development and sales of electronic products.

Note 1: Significant transaction between the parent company and its subsidiaries or among subsidiaries are numbered as follows:

1. Enter 0 for the parent company.
2. Subsidiaries are numbered sequentially from "1" according to company type.

Note 2: The table attached only discloses information regarding one-sided transactions that have been written off in the preparation of consolidated financial statements.

Note 3: Regarding the ratio of the transaction amount to the consolidated total operating income or total assets, it is calculated by the ending balance to the consolidated if it is recognized as liabilities; if as profit or loss, then by the ending cumulative amount to the consolidated total operating income.

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Name, location, and related information of investees
January 1 to December 31, 2022

Table 4

Unit: in thousands of NTD, unless specified otherwise

Investor Company	Investee Company	Location	Main Business and Products	Original Investment Amount		Balance as of December 31, 2022			Net Income (Losses) of the Investee	Recognized Investment Income/Losses	Note
				December 31, 2022	December 31, 2021	Shares	Percentage of Ownership	Carrying Amount			
CIPHERLAB CO., LTD.	CIPHERLAB USA, INC.	USA	Electronics sales	USD 5,150	USD 5,150	5,000,000	100	NTD 64,278 (Note 2)	(NTD 18,426)	(NTD 18,426)	Note 1 & 4
	CIPHERLAB LIMITED(SAMOA)	Samoa	investment holding	USD 4,150	USD 4,150	4,150,000	100	NTD 35,617 (Note 3)	(NTD 14,035)	(NTD 14,035)	//
	MPLUS TECHNOLOGY CO., LTD.	Taiwan	Electronic product development and design	NTD 30,000	NTD 30,000	3,000,000	94	(NTD 4,198)	(NTD 16,961)	(NTD 15,901)	//

Note 1: No market price is available, and the book value on the balance sheet date is the fair value.

Note 2: The unrealized sales gross profit amounting to NT\$34,364 thousand was deducted at the period's end.

Note 3: The unrealized sales gross profit amounting to NT\$ 504 thousand was deducted at the period's end.

Note 4: has been consolidated and written off when preparing this consolidated financial statement.

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Information on investment in Mainland China
January 1 to December 31, 2022

Table 5

Unit: in thousands of NTD, unless specified otherwise

1. Name of the investee company in Mainland China, main business and products, paid-in capital, investment method, investment flows, shareholding ratio, investment profit or loss, investment carrying amount, and inward remittance of investment earnings

Investee company name	Main business and products	Total Amount of Paid-in capital	Investment Method (Note 1)	Accumulated outflow of investment from Taiwan at the beginning of the period	Investment flows		Accumulated outflow of investment from Taiwan at the end of the reporting period	Current profit or loss of the investee company	% Ownership of direct or indirect investment	Current recognized investment profit or loss	Carrying value at the end of the period	Accumulated inward remittance of investment earnings at the end of reporting period	Note
					Out flow	Inflow							
Saifulai Electron Trade (Shanghai) Limited Company	Electronics sales	\$ 130,384 (USD 4,150)	(2)	\$ 130,384 (USD 4,150)	\$ -	\$-	\$130,384 (USD 4,150) (Note 4)	(\$ 14,006)	100	(\$ 14,006)	\$ 34,843	\$ -	has been consolidated and written off when preparing this consolidated financial statement.

2. Investment amount in Mainland China:

Accumulated Investment in Mainland China as of December 31, 2022	Investment Amounts Authorized by Investment Commission, MOEA	Upper Limit on Investment
\$ 130,384 (USD 4,150)	\$ 130,384 (USD 4,150)	\$ 483,196

Note 1: The methods for engaging in investment in mainland China include the following:

1. Direct investment in mainland China.
2. Indirect investment in mainland China through a third area (CIPHERLAB LIMITED (SAMOA)).
3. Other method

Note 2: The investment income (loss) recognized in current period:

1. No investment income (loss) has been recognized due to the investment is still in the development stage.
2. The investment income (loss) was determined based on the following basis:
 - (1) The financial report was reviewed and certified by an international accounting firm in cooperation with an accounting firm in the ROC.
 - (2) The financial statements were reviewed by the parent company's auditors.
 - (3) Others

Note 3: the figures presented in this table are in New Taiwan Dollars.

Note 4: the company has remitted a total of US\$4,150 thousand for investment.

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Significant transaction of direct or indirect investment in China through a third area in regards to the transaction price, payment term, unrealized profits or losses, and other relevant information:
January 1 to December 31, 2022

Table 6

Unit: in thousands of NTD

- (1) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period: None
(2) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period:

Investee Company	Transaction types and category	Purchases / Sales		Price	Transaction Terms		Notes and Accounts Payable or Receivable		Realized (Unrealized) Profit	Note
		Amount	%		Payment Terms	In Comparison to ordinary transactions	Amount	%		
Saifulai Electron Trade (Shanghai) Limited Company	Sales	(\$ 25,136)	(2)	According to the market price	210 days monthly closing	No significant difference	\$ 344	-	(\$ 504)	Note

Note : has been consolidated and written off when preparing this consolidated financial statement.

- (3) The amount of property transactions and the amount of the resultant gains or losses: None
(4) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes: None
(5) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds: None
(6) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receiving of services: None.

CIPHERLAB CO., LTD. AND SUBSIDIARIES

Information on major shareholders

December 31, 2022

Table 7

Name of Major Shareholders	Shares	
	Number of Shares	Percentage of Ownership(%)
Chang En Enterprise Management Co., Ltd	6,706,934	9.79
Lin, Yong-fa	6,613,376	9.65
Lin, Rong-yuan	5,374,000	7.84
Lin, Jun-yao	4,638,000	6.77
.		

Note: The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current quarter. The share capital in the consolidated financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.