Co-Tech Development Corporation and Subsidiaries

Consolidated Financial Statements for the Years Ended December 31, 2022 and 2021 and Independent Auditors' Report

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the "Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises" for the year ended December 31, 2022 are all the same as the companies required to be included in the consolidated financial statements of parent and subsidiary companies as provided in International Financial Reporting Standard No. 10 "Consolidated Financial Statements". Relevant information that should be disclosed in the consolidated financial statements of parent and subsidiary companies. Hence, we did not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

CO-TECH DEVELOPMENT CORPORATION

By

RAYMOND SOONG Chairman

February 24, 2023

Deloitte.



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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders Co-Tech Development Corporation

Opinion

We have audited the accompanying consolidated financial statements of Co-Tech Development Corporation and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and 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.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters identified in the Group's consolidated financial statements for the year ended December 31, 2022 are as follows:

Occurrence of Revenue

Refer to Note 4 to the accompanying consolidated financial statements for disclosures regarding the accounting policies and detailed information on income.

The Group's revenue mainly comes from the production and sale of copper foil. The contribution of customers' sales is highly affected by the demand of the copper foil industry and the fluctuation of international copper prices. Since sales revenue recognized can have a significant impact on the Group's financial performance the main significant risk of the Group is the occurrence of sales revenue. Therefore, we identified the occurrence of revenue as a key audit matter.

In response to the key audit matter on the occurrence of revenue, we performed the following audit procedures:

- 1. We obtained an understanding and evaluated the appropriateness of the accounting policies on revenue recognition.
- 2. We obtained an understanding and evaluated the effectiveness of its internal control on revenue recognition and confirmed the occurrence of sales.
- 3. We selected samples and tested sales transactions of the current year, and we checked the relevant internal and external vouchers and verified the shipments; we checked the sales target and the recipients of the payments and the post-receipt collections for any major abnormalities; we checked the general ledger of sales revenue for any significant debit amount; and we checked the sales returns and allowances ledger for any significant sales returns and discounts and confirmed that sales transactions did occur.

Other Matter

We have also audited the parent company only financial statements of Co-Tech Development Corporation as of and for the years ended December 31, 2022 and 2021 on which we have issued an unmodified opinion with other matter paragraph.

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 IFRS, IAS, IFRIC and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements 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.

The engagement partners on the audits resulting in this independent auditors' report are Chin-Fu Chang and Yung-Hsiang Chao.

Deloitte & Touche Taipei, Taiwan Republic of China

February 24, 2023

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	2022		2021	
ASSETS	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 1,648,159	22	\$ 2,898,149	35
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	458	-	6,372	-
Trade receivables (Notes 4 and 8)	1,678,894	22	2,038,948	25
Other receivables (Note 4) Current tax assets (Notes 4 and 18)	10,041	-	7,491 24,236	-
Inventories (Notes 4 and 9)	675,661	- 9	770,091	- 9
Other current assets	72,470	1	74,953	1
Total current assets	4,085,683	54	5,820,240	70
NON-CURRENT ASSETS				
Property, plant and equipment (Notes 4, 11 and 23)	3,033,949	40	2,336,042	28
Right-of-use assets (Notes 4 and 12)	4,081	-	3,127	-
Other intangible assets, net (Note 4)	1,640	-	1,511	-
Deferred tax assets (Notes 4 and 18)	66,973	1	79,259	1
Prepayments for equipment Refundable deposits	368,808 42,050	5	78,224 37,940	1
Other non-current assets	42,030	-	12,722	-
other non-current assets			12,722	
Total non-current assets	3,529,292	46	2,548,825	30
TOTAL	<u>\$ 7,614,975</u>	<u>100</u>	<u>\$ 8,369,065</u>	<u> 100 </u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 13)	\$ 369,276	5	\$ 381,387	5
Short-term bills payable (Note 13)	145,291	2	159,000	2
Financial liabilities at fair value through profit or loss - current (Notes 4 and 7)	14,863	-	-	-
Trade payables	430,375	6	665,672	8
Other payables (Note 14)	405,142	5	396,372	5 4
Current tax liabilities (Notes 4 and 18) Lease liabilities - current (Notes 4 and 12)	30,893 1,743	-	337,126 1,927	4
Current portion of long-term borrowings (Notes 13 and 23)	55,300	1	110,600	1
Other current liabilities	26,498		30,143	
Total current liabilities	1,479,381	19	2,082,227	25
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 13 and 23)	-	_	55,300	-
Deferred tax liabilities (Notes 4 and 18)	3,547	-	2,529	-
Lease liabilities - non-current (Notes 4 and 12)	2,356	-	1,232	-
Net defined benefit liabilities - non-current (Notes 4 and 15)	45,019	1	58,396	<u> </u>
Total non-current liabilities	50,922	<u>1</u>	117,457	1
Total liabilities	1,530,303	20	2,199,684	26
EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT COMPANY				
Ordinary shares	2,525,880	33	2,525,880	30
Capital surplus	1,560,897	21	1,560,897	19
Retained earnings	107 502	<i>.</i>	225 777	4
Legal reserve Special reserve	487,583 8,244	6	335,777 8,302	4
Unappropriated earnings	1,510,214	20	1,746,769	21
Total retained earnings	2,006,041	$\frac{20}{26}$	2,090,848	$\frac{21}{25}$
Other equity	(8,146)		(8,244)	
Total equity (Note 16)	6,084,672	80	6,169,381	74
TOTAL	<u>\$ 7,614,975</u>	100	<u>\$ 8,369,065</u>	_100

The accompanying notes are an integral part of the consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
OPERATING REVENUE Sales (Note 4)	\$ 7,407,454	100	\$ 8,914,783	100
OPERATING COSTS Cost of goods sold (Notes 9 and 17)	(6,051,321)	<u>(81</u>)	(6,735,488)	<u>(76</u>)
GROSS PROFIT	1,356,133	<u> 19</u>	2,179,295	24
OPERATING EXPENSES (Note 17) Selling and marketing expenses General and administrative expenses Research and development expenses	(79,651) (78,273) (45,309)	(1) (1) <u>(1</u>)	(121,416) (87,906) (62,370)	(1) (1) <u>(1</u>)
Total operating expenses	(203,233)	(3)	(271,692)	<u>(3</u>)
OPERATING INCOME	1,152,900	<u> 16</u>	1,907,603	21
NON-OPERATING INCOME AND EXPENSES Interest income Other income Other gains and losses (Note 17) Finance costs (Notes 4 and 17) Total non-operating income and expenses	12,625 27,165 (2,478) (5,305) 32,007		7,124 8,270 (12,017) (6,033) (2,656)	
		<u> </u>		
PROFIT BEFORE INCOME TAX	1,184,907	16	1,904,947	21
INCOME TAX EXPENSE (Notes 4 and 18)	(217,695)	<u>(3</u>)	(381,709)	<u>(4</u>)
NET PROFIT FOR THE YEAR	967,212	13	<u>1,523,238</u> (Co	<u>17</u> ntinued)

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	t %	Amou	nt %
OTHER COMPREHENSIVE INCOME (LOSS) Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 15) Items that may be reclassified subsequently to profit or loss:	\$ 8,8	51 -	\$ (5	,180) -
Exchange differences on translation of the financial statements of foreign operations		<u>98</u>		
Other comprehensive income (loss) for the year, net of income tax	8,9	49	(5	,122)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 976,1</u>	<u>61 13</u>	<u>\$ 1,518</u>	<u>,116 _17</u>
EARNINGS PER SHARE (Note 19) Basic Diluted	<u>\$3.</u> <u>\$3.</u>	<u>83</u> 82	<u>\$</u> \$	<u>6.03</u> <u>6.02</u>

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Parent Company				pany	
	Issue of Shares	Capital Surplus Additional Paid-in Capital from Share	,	Retained Earnings	···· J	
	Capital Amount	Issuance in Excess of Par Value	Legal Reserve	Special Reserve	Unappropriated Earnings	_]
	Amount		Legal Reserve	Special Reserve	Laimigs	
BALANCE AT JANUARY 1, 2021	\$ 2,525,880	\$ 1,583,629	\$ 282,039	\$ 8,279	\$ 764,915	
Appropriation of 2020 earnings			52 720		(52,720)	
Legal reserve Special reserve	-	-	53,738	- 23	(53,738)	
Cash dividends distributed by the Company	-	-	-	25	(23) (482,443)	
Cash dividends distributed by the Company	-	_	-	_	(+02,++3)	
Issuance of share dividends from capital surplus	-	(22,732)	-	-	-	
Net profit for the year ended December 31, 2021	-	-	-	-	1,523,238	
Other comprehensive income (loss) for the year ended December 31, 2021, net of income tax	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u> _	(5,180)	
BALANCE AT DECEMBER 31, 2021	2,525,880	1,560,897	335,777	8,302	1,746,769	
Appropriation of 2021 earnings						
Legal reserve	-	-	151,806	-	(151,806)	
Reversal of Special reserve	-	-	-	(58)	58	
Cash dividends distributed by the Company	-	-	-	-	(1,060,870)	
Net profit for the year ended December 31, 2022	-	-	-	-	967,212	
Other comprehensive income for the year ended December 31, 2022, net of income tax	<u>-</u>	<u> </u>	<u> </u>	<u>-</u> _	8,851	
BALANCE AT DECEMBER 31, 2022	<u>\$ 2,525,880</u>	<u>\$ 1,560,897</u>	<u>\$ 487,583</u>	<u>\$ 8,244</u>	<u>\$ 1,510,214</u>	

The accompanying notes are an integral part of the consolidated financial statements.

Ex Diffe Transla	er Equity achange erences on ating Foreign erations	Total Equity
\$	(8,302)	\$ 5,156,440
	-	-
	-	(482,443)
	-	(22,732)
	-	1,523,238
	50	(5.100)
	58	(5,122)
	(8,244)	6,169,381
	-	-
	-	(1,060,870)
	-	967,212
	98	8,949
<u>\$</u>	(8,146)	<u>\$ 6,084,672</u>

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,184,907	\$ 1,904,947
Adjustments for:	<i> </i>	φ 1 , 9 0 1, 9 1, 9
Depreciation expense	171,765	200,321
Amortization expense	747	943
Net loss (gain) on fair value changes of financial instruments as at		
fair value through profit or loss	14,405	(6,372)
Finance costs	5,305	6,033
Interest income	(12,625)	(7,124)
Net loss (gain) on disposal of property, plant and equipment	(73)	5,325
Write-down of inventories (reversal of write-down)	2,866	(3,452)
Net loss on foreign currency exchange	15,477	11,696
Gain on lease modification	(18)	-
Other non-cash items	5,726	5,726
Changes in operating assets and liabilities		
Notes receivable	-	74
Trade receivables	335,797	(426,765)
Other receivables	(2,010)	82,102
Inventories	91,564	(287,686)
Other current assets	2,483	(28,479)
Trade payables	(233,865)	329,485
Other payables	(51,610)	48,631
Other current liabilities	(3,492)	7,994
Net defined benefit liabilities	(2,314)	(1,492)
Cash generated from operations	1,525,035	1,841,907
Interest received	12,085	7,261
Interest paid	(5,250)	(6,134)
Income tax paid	(488,600)	(167,816)
Net cash generated from operating activities	1,043,270	1,675,218
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property, plant and equipment	(813,510)	(716,848)
Proceeds from disposal of property, plant and equipment	199	733
Increase in refundable deposits	-	(249)
Purchases of intangible assets	(876)	(506)
Decrease in other non-current assets	931	678
Increase in prepayments for equipment	(290,584)	(78,224)
Net cash used in investing activities	(1,103,840)	(794,416)
-		(Continued)

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	2022	2021
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	\$ -	\$ 26,134
Repayments of short-term borrowings	(8,526)	-
Proceeds from short-term bills payable	-	17,587
Repayments of short-term bills payable	(7,375)	-
Repayments of long-term borrowings	(110,600)	(110,600)
Repayments of the principal portion of lease liabilities	(2,147)	(2,377)
Cash dividends paid	(1,060,870)	(505,175)
Net cash used in financing activities	(1,189,518)	(574,431)
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES	98	58
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(1,249,990)	306,429
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	2,898,149	2,591,720
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 1,648,159</u>	<u>\$ 2,898,149</u>

The accompanying notes are an integral part of the consolidated financial statements. (Concluded)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

Co-Tech Development Corporation (the "Company") was established in May 1998. The Company mainly manufactures and sells standard, low profile and high performance series of copper foil products to supply the printed circuit board industry.

The Company's shares have been traded on the Taipei Exchange (formerly known as Taiwan GreTai Securities Market) since September 2010.

For the purpose of resource integration and operational synergies, the Company merged with Essence Optics Technology Inc. with the Company as the surviving entity, and Essence Optics Technology Inc. was dissolved. The resolution was passed in the board of directors' meeting on February 20, 2020 and the merger took effect on February 24, 2020.

The consolidated financial statements of the Company are presented in the Company's functional currency, the New Taiwan dollar.

2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company's board of directors and authorized for issue on February 24, 2023.

3. APPLICATION OF NEW, AMENDED AND REVISED STANDARDS AND INTERPRETATIONS

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

The initial application of the IFRSs endorsed and issued into effect by the FSC did not have material impact on the Group's accounting policies.

b. The IFRSs endorsed by the FSC for application starting from 2023

New IFRSs	Effective Date Announced by IASB
Amendments to IAS 1 "Disclosure of Accounting Policies"	January 1, 2023 (Note 1)
Amendments to IAS 8 "Definition of Accounting Estimates"	January 1, 2023 (Note 2)
Amendments to IAS 12 "Deferred Tax Related to Assets and	January 1, 2023 (Note 3)
Liabilities Arising from a Single Transaction"	

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

- Note 2: The amendments will be 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 were recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments were applied prospectively to transactions that occurred on or after January 1, 2022.

As of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact of the application of other standards and interpretations on the Group's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

- **Effective Date** Announced by IASB (Note 1) **New IFRSs** Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets To be determined by IASB between an Investor and its Associate or Joint Venture" Amendments to IFRS 16 "Leases titled Lease Liability in a Sale and January 1, 2024 (Note 2) Leaseback" IFRS 17 "Insurance Contracts" January 1, 2023 January 1, 2023 Amendments to IFRS 17 Amendments to IFRS 17 "Initial Application of IFRS 9 and IFRS 17 -January 1, 2023 Comparative Information" Amendments to IAS 1 "Classification of Liabilities as Current or January 1, 2024 Non-current" Amendments to IAS 1 "Regarding the Classification of Liabilities January 1, 2024 with Covenants"
- c. New IFRSs in issue but not yet endorsed and issued into effect by the FSC

- Note 1: Unless stated otherwise, the above New IFRSs are effective for annual reporting 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 date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact of the application of other standards and interpretations on the Group's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Statement of compliance

The consolidated 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.

b. Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

The fair value measurements, which are grouped into Levels 1 to 3 based on the degree to which the fair value measurement inputs are observable and based on the significance of the inputs to the fair value measurement in its entirety, are described as follows:

- 1) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- 2) Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- 3) Level 3 inputs are unobservable inputs for an asset or liability.
- c. Classification of current and non-current assets and liabilities

Current assets include:

- Assets held primarily for the purpose of trading;
- Assets expected to be realized within 12 months after the reporting period; and
- Cash and cash equivalents unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current liabilities include:

- Liabilities held primarily for the purpose of trading;
- Liabilities due to be settled within 12 months after the reporting period; and
- Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period.

Assets and liabilities that are not classified as current are classified as non-current.

d. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company (i.e., its subsidiaries). Income and expenses of subsidiaries acquired or disposed of during the period are included in the consolidated statements of profit or loss and other comprehensive income from the effective dates of acquisitions up to the effective dates of disposals, as appropriate. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the Company. All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the owners of the Company.

See Note 10, Table 2 and 3 for detailed information on subsidiaries, including the percentages of ownership and main businesses.

e. Foreign currencies

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

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement or translation are recognized in profit or loss in the period.

Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Exchange differences arising on the retranslation of non-monetary items are included in profit or loss for the period except for exchange differences arising from the retranslation of non-monetary items in respect of which gains and losses are recognized directly in other comprehensive income, in which case, the exchange differences are also recognized directly in other comprehensive income.

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

For the purpose of presenting consolidated financial statements, the functional currencies of Company and its foreign operations (including subsidiaries and associates that use currencies which are different from the currency of the Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income (attributed to the owners of the Company and non-controlling interests as appropriate).

f. Inventories

Inventories consist of raw materials, supplies, finished goods and work in progress 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. The 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 the weighted-average cost on the balance sheet date.

g. Property, plant and equipment

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

Property, plant and equipment in the course of construction are measured at cost less any recognized impairment loss. Cost includes professional fees and borrowing costs eligible for capitalization. Such assets are depreciated and classified to the appropriate categories of property, plant and equipment when completed and ready for their intended use.

The depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. 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.

h. Intangible assets

1) 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.

2) Derecognition of intangible assets

On derecognition of an intangible asset, the difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss.

i. Impairment of property, plant and equipment, right-of-use asset and intangible assets

At the end of each reporting period, the Group reviews the carrying amounts of its property, plant and equipment, right-of-use asset and intangible assets, 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 Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Corporate assets are allocated to the smallest group of 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.

Impairment loss from the assets related to the contract costs is recognized to the extent that the carrying amount of the assets exceeds the remaining amount of consideration that the Group expects to receive in exchange for related goods or services less the costs which relate directly to providing those goods or services and which have not been recognized as expenses. The assets related to the contract costs are then included in the carrying amount of the cash-generating unit to which they belong for the purpose of evaluating impairment of that cash-generating unit.

When an impairment loss is subsequently reversed, the carrying amount of the corresponding asset, cash-generating unit or assets related to contract costs is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized on the asset, cash-generating unit or assets related to contract costs in prior years. A reversal of an impairment loss is recognized in profit or loss.

j. Financial instruments

Financial assets and financial liabilities are recognized when the Group 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 issuance of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) 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 FVTPL are recognized immediately in profit or loss.

1) Financial assets

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

a) Measurement category

Financial assets are classified into the following categories: Financial assets at FVTPL, financial assets at amortized cost.

i. Financial assets at FVTPL

Financial assets are classified as at FVTPL when such a financial asset is mandatorily classified or designated as at FVTPL. Financial assets mandatorily classified as at FVTPL include investments in equity instruments which are not designated as at FVTOCI and debt instruments that do not meet the amortized cost criteria or the FVTOCI criteria.

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. Refer to Note 21 for the determination of fair value of the financial assets.

ii. Financial assets at amortized cost

Financial assets that meet the following conditions are subsequently measured at amortized cost:

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

Subsequent to initial recognition, financial assets at amortized cost, including cash and cash equivalents, trade receivables at amortized cost, are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

Cash equivalents include time deposits with original maturities within 3 months from the date of acquisition, which are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These cash equivalents are held for the purpose of meeting short-term cash commitments.

b) Impairment of financial assets

The Group recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including trade receivables).

The Group recognizes lifetime ECLs for trade receivables. For all other financial instruments, the Group recognizes lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECLs.

Expected credit losses reflect the weighted average of credit losses with the respective risks of default occurring as the weights. Lifetime ECLs represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECLs represent the portion of lifetime ECLs that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognized in other comprehensive income and the carrying amounts of such financial assets are not reduced.

c) Derecognition of financial assets

The Group 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 another party.

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.

2) Equity instruments

Equity instruments issued by the Group are recognized at the proceeds received, net of direct issue costs.

The repurchase of the Group's own equity instruments is recognized in and deducted directly from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Company's own equity instruments.

- 3) Financial liabilities
 - a) Subsequent measurement

Except the following situations, all financial liabilities are measured at amortized cost using the effective interest method:

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when such financial liabilities are held for trading.

Financial liabilities held for trading are stated at fair value, and any remeasurement gains or losses on such financial liabilities are recognized in other gains or losses. Fair value is determined in the manner described in Note 21.

b) Derecognition of financial liabilities

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

4) Derivative financial instruments

The Group enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts and currency swaps.

Derivatives are initially recognized at fair value at the date on which the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. When the fair value of a derivative financial instrument is positive, the derivative is recognized as a financial asset; when the fair value of a derivative financial instrument is negative, the derivative is recognized as a financial liability.

k. Revenue recognition

The Group identifies contracts with the customers, allocates the transaction price to the performance obligations, and recognizes revenue when performance obligations are satisfied.

Revenue from the sale of goods

Revenue from the sale of goods are recognized as revenue when the goods are delivered to the customer's specific location/the goods are shipped because it is the time when the customer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility for sales to future customers and bears the risks of obsolescence. Trade receivables are recognized concurrently.

1. Leases

At the inception of a contract, the Group assesses whether the contract is, or contains, a lease.

The Group as lessee

The Group recognizes right-of-use assets and lease liabilities for all leases at the commencement date of a lease, except for short-term leases and low-value asset leases accounted for applying a recognition exemption where lease payments are recognized as expenses on a straight-line basis over the lease terms.

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities. Right-of-use assets are presented on a separate line in the balance sheets.

Right-of-use assets are depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms.

Lease liabilities are initially measured at the present value of the lease payments, which comprise fixed 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 Group uses the lessee's incremental borrowing rate.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term, a change in the amounts expected to be payable, the Group re-measure the lease liabilities with a corresponding adjustment to the right-of-use assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. Lease liabilities are presented on a separate line in the balance sheets.

m. Borrowing costs

Borrowing costs directly attributable to an acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other than those stated above, all other borrowing costs are recognized in profit or loss in the period in which they are incurred.

- n. Employee benefits
 - 1) 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 services.

2) Retirement benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered services 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 cost (including current service cost) and net interest on the net defined benefit liabilities (assets) are recognized as employee benefits expense in the period they occur. Remeasurement, comprising actuarial gains and losses and the return on plan assets (excluding interest), is recognized in other comprehensive income in the period in which it occurs. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liabilities represent the actual deficit in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any refunds from the plans or reductions in future contributions to the plans.

o. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

1) Current tax

Income tax payable (recoverable) 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 in 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.

2) 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 and unused loss carryforwards 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, except where the Group 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 such temporary differences 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 period in which the liabilities are settled or the assets are 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 Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3) Current and deferred taxes for the year

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 JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, management is required to make judgments, estimations, 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 estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

6. CASH AND CASH EQUIVALENTS

	December 31			
	2022		2021	
Cash on hand Checking accounts and demand deposits Cash equivalents (investments with original maturities of 3 months	\$	275 647,884	\$	297 947,852
or less) Time deposits	1,	000,000	1	,950,000
	<u>\$ 1,</u>	<u>648,159</u>	<u>\$ 2</u>	,898,149

The following is the market interest rate range of bank deposits at the end of each reporting period:

	Decem	ber 31
	2022	2021
Bank deposit	0.001%-3.00%	0.001%-0.35%

7. FINANCIAL INSTRUMENTS AT FVTPL

	December 31		
	2022	2021	
Financial assets at FVTPL - current			
Financial assets mandatorily classified as at FVTPL Derivative financial assets (not under hedge accounting) Foreign exchange forward contracts Currency swaps	\$ 458 	\$ 4,059 2,313 <u>\$ 6,372</u>	
Financial liabilities at FVTPL - current			
Financial liabilities held for trading Derivative financial assets (not under hedge accounting) Foreign exchange forward contracts Currency swaps	\$ 3,196 <u>11,667</u>	\$ - 	
	<u>\$ 14,863</u>	<u>\$</u>	

At the end of the reporting period, outstanding foreign exchange forward contracts and currency swaps not under hedge accounting were as follows:

	Currency	Maturity Date	Notional Amount (In Thousands)
December 31, 2022			
Sell foreign exchange forward contracts Currency swaps	USD/NTD USD/NTD	2023.1.6-2023.3.24 2023.1.6-2023.1.19	USD23,250/NTD707,514 USD7,000/NTD202,832
December 31, 2021			
Sell foreign exchange forward contracts Currency swaps	USD/NTD USD/NTD	2022.1.6-2022.4.27 2022.1.7-2022.8.15	USD37,300/NTD1,032,778 USD7,000/NTD195,545

The Group entered into foreign exchange forward contracts and cross-currency swap contracts to manage exposures to exchange rate fluctuations of foreign currency denominated assets and liabilities. The derivative contracts entered into by the Group did not meet the criteria for hedge accounting. Thus, the derivative contracts are classified as financial assets or financial liabilities at FVTPL.

8. NOTES AND TRADE RECEIVABLES, NET

	Decem	ber 31
	2022	2021
Trade receivables		
At amortized cost Gross carrying amount	\$ 1,678,894	\$ 2,038,948
Less: Allowance for impairment loss	<u> </u>	÷ 2,000,210
	<u>\$ 1,678,894</u>	<u>\$ 2,038,948</u>

In order to minimize credit risk, the management of the Group has delegated a team responsible for determining credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Group reviews the recoverable amount of each individual trade debt at the end of the year to ensure that adequate allowance is made for possible irrecoverable amounts. In this regard, the management believes the Group's credit risk was significantly reduced.

The Group measures the loss allowance for trade receivables at an amount equal to lifetime ECLs. The expected credit losses on trade receivables are estimated using a provision matrix approach considering the past default experience of the customer, the customer's current financial position, economic condition of the industry in which the customer operates, as well as the GDP forecasts and industry outlook. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Group's different customer base.

The Group writes off a trade receivable when there is information indicating that the debtor is experiencing severe financial difficulty and there is no realistic prospect of recovery, e.g., when the debtor has been placed under liquidation. For trade receivables that have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables which are due. Where recoveries are made, these are recognized in profit or loss.

December 31, 2022

	Not Past Due	and l	ss Than Including) Days	61 to 9	0 Days		o 120 ays		e Than Days	Total
Expected credit loss rate	0%		0%	0	%	()%	1	00%	
Gross carrying amount Loss allowance (Lifetime	\$ 1,677,505	\$	1,135	\$	-	\$	-	\$	254	\$ 1,678,894
ECLs)			<u> </u>		-					
Net carrying amount	<u>\$ 1,677,505</u>	<u>\$</u>	1,135	<u>\$</u>		<u>\$</u>		<u>\$</u>	254	<u>\$ 1,678,894</u>

December 31, 2021

	Not Past Due	and	ss Than Including) Days	61 to 9	0 Days		o 120 ays		e Than l Days	Total
Expected credit loss rate	0%		0%	0	%	0	%	1	00%	
Gross carrying amount Loss allowance (Lifetime ECLs)	\$ 2,032,496	\$	6,202	\$	-	\$	-	\$	250	\$ 2,038,948
Net carrying amount	<u>\$ 2,032,496</u>	\$	- 6,202	\$		<u>\$</u>		\$	250	<u> </u>

The movements of the loss allowance of trade receivables were as follows:

	For the Year Ended December 31				
	202	2	202	21	
Balance at January 1 Less: Net remeasurement of loss allowance	\$	-	\$	-	
Balance at December 31	<u>\$</u>		<u>\$</u>		

9. INVENTORIES, NET

	December 31		
	2022	2021	
Finished goods	\$ 378,753	\$ 414,805	
Work in progress	41,724	50,071	
Raw materials	233,472	281,975	
Supplies	21,712	23,240	
	<u>\$ 675,661</u>	<u>\$ 770,091</u>	

The nature of the cost of goods sold is as follows:

	For the Year Ended December 31			
	2022	2021		
Cost of inventories sold Inventory write-downs (reversed)*	\$ 6,048,455 	\$ 6,738,940 (3,452)		
	<u>\$ 6,051,321</u>	<u>\$ 6,735,488</u>		

* Inventory write-downs were reversed as a result of increased selling prices in the copper market.

10. SUBSIDIARIES

a. Subsidiaries included in consolidated financial statements

			% of Ov Decem	- 1
Investor	Investee	Nature of Activities	2022	2021
The Company	Co-Tech Copper Foil (BVI) Inc.	Investment activities	100	100
Co-Tech Copper Foil (BVI) Inc.	Co-Tech Copper Foil Shanghai Trade Ltd.	Selling of copper foil products	100	100

b. Subsidiaries excluded from consolidated financial statements: None.

11. PROPERTY, PLANT AND EQUIPMENT, NET

	For the Year Ended December 31, 2021							
	Freehold Land	Buildings	Machinery	Transportation Equipment	Office Equipment	Other Equipment	Property under Construction	Total
Cost								
January 1, 2021 Additions Disposals Effect of foreign currency	\$ 824,098 - -	\$ 1,387,797 8,787 (9,957)	\$ 5,763,084 23,030 (65,846)	\$ 42,907 (180)	\$ 13,134 1,327 (2,365)	\$ 11,626 63	\$ 13,547 753,192	\$ 8,056,193 786,399 (78,348)
exchange difference Reclassification	- 	- 	13,864	- 	1 1		(14,095)	<u>-</u>
December 31, 2021	<u>\$ 824,098</u>	<u>\$ 1,386,627</u>	\$ 5,734,132	<u>\$ 42,727</u>	<u>\$ 12,328</u>	<u>\$ 11,689</u>	<u>\$ 752,644</u>	<u>\$ 8,764,245</u>
Accumulated depreciation and impairment								
January 1, 2021 Depreciation expense Disposals Effect of foreign currency	\$ - - -	\$ 1,130,336 43,299 (3,899)	\$ 5,105,280 152,875 (65,846)	\$ 40,342 846 (180)	\$ 12,631 569 (2,365)	\$ 8,250 338	\$ - - -	\$ 6,296,839 197,927 (72,290)
exchange difference Reclassification		- 	5,726					1 5,726
December 31, 2021	<u>\$</u>	<u>\$ 1,169,736</u>	\$ 5,198,035	<u>\$ 41,008</u>	<u>\$ 10,836</u>	<u>\$ 8,588</u>	<u>\$</u>	\$ 6,428,203
December 31, 2021, net	<u>\$ 824,098</u>	<u>\$ 216,891</u>	<u>\$ 536,097</u>	<u>\$ 1,719</u>	<u>\$ 1,492</u>	<u>\$ 3,101</u>	<u>\$ 752,644</u>	<u>\$ 2,336,042</u>

	For the Year Ended December 31, 2022							
	Freehold Land	Buildings	Machinery	Transportation Equipment	Office Equipment	Other Equipment	Property under Construction	Total
Cost								
January 1, 2022 Additions Disposals Effect of foreign currency	\$ 824,098 - -	\$ 1,386,627 379 (23,903)	\$ 5,734,132 34,184 (33,076)	\$ 42,727 1,898 (198)	\$ 12,328 1,568 (65)	\$ 11,689 372 (417)	\$ 752,644 834,972	\$ 8,764,245 873,373 (57,659)
exchange difference Reclassification		2,717	50,640			(2,717)	(50,640)	
December 31, 2022	<u>\$ 824,098</u>	<u>\$ 1,365,820</u>	\$ 5,785,880	<u>\$ 44,427</u>	<u>\$ 13,832</u>	\$ 8,927	<u>\$ 1,536,976</u>	<u>\$ 9,579,960</u>
Accumulated depreciation and impairment								
January 1, 2022 Depreciation expense Disposals Effect of foreign currency	\$ - - -	\$ 1,169,736 42,978 (23,777)	\$ 5,198,035 124,942 (33,076)	\$ 41,008 671 (198)	\$ 10,836 659 (65)	\$ 8,588 364 (417)	\$ - - -	\$ 6,428,203 169,614 (57,533)
exchange difference Reclassification	-	952	5,533	-		(759)	-	1 5,726
December 31, 2022	<u>\$</u>	<u>\$ 1,189,889</u>	<u>\$ 5,295,434</u>	<u>\$ 41,481</u>	<u>\$ 11,431</u>	<u>\$ 7,776</u>	<u>\$</u>	<u>\$ 6,546,011</u>
December 31, 2022, net	<u>\$ 824,098</u>	<u>\$ 175,931</u>	<u>\$ 490,446</u>	<u>\$ 2,946</u>	<u>\$ 2,401</u>	<u>\$ 1,151</u>	<u>\$ 1,536,976</u>	<u>\$_3,033,949</u>

The above items of property, plant and equipment are depreciated on a straight-line basis at the following rates per annum:

Buildings	
Main building	14-20 years
Plant construction	3-21 years
Machinery equipment	4-16 years
Transportation equipment	3-6 years
Office equipment	4 years
Other equipment	4-11 years

Property, plant and equipment used by the Group and pledged as collateral for bank borrowings are set out in Note 23.

12. LEASE ARRANGEMENTS

a. Right-of-use assets

	December 31			
	2022	2021		
Carrying amount				
Buildings Transportation equipment	\$ 2,967 1,114	\$ 2,872 		
	<u>\$ 4,081</u>	<u>\$ 3,127</u>		

	For the Year Ended December 31			
	2022	2021		
Additions to right-of-use assets	<u>\$ 4,146</u>	<u>\$ 1,090</u>		
Depreciation charge for right-of-use assets Buildings Transportation equipment	\$ 1,578 573	\$ 1,629 765		
	<u>\$ 2,151</u>	<u>\$ 2,394</u>		

Except for the aforementioned additions and recognized depreciation, the Group did not have significant sublease or impairment of right-of-use assets during the years ended December 31, 2022 and 2021.

b. Lease liabilities

December 31		
2022	2021	
<u>\$ 1,743</u> \$ 2,256	<u>\$ 1,927</u> \$ 1,222	
	2022	

Range of discount rates for lease liabilities was as follows:

	December 31	
	2022	
Buildings Transportation equipment	1.615%-1.990% 1.865%	1.615% 1.615%

c. Other lease information

	For the Year Ended December 31	
	2022	2021
Expenses relating to short-term leases Total cash outflow for leases	<u>\$ 135</u> <u>\$ (2,338</u>)	<u>\$223</u> <u>\$(2,668</u>)

The Group has elected to apply the recognition exemption and, thus, did not recognize right-of-use assets and lease liabilities for short-term leases and low-value asset leases.

13. BORROWINGS

a. Short-term borrowings

	December 31	
	2022	2021
Unsecured borrowings		
Letter of credit borrowings Bank loans	\$ 102,447 	\$ 290,225 91,162
	<u>\$ 369,276</u>	<u>\$ 381,387</u>

The range of weighted average effective interest rates on bank loans was 4.92%-5.15% and 0.52%-0.73% per annum on December 31, 2022 and 2021, respectively.

b. Short-term bills payable

	December 31	
	2022	2021
Bank acceptances	<u>\$ 145,291</u>	<u>\$ 159,000</u>

Outstanding short-term bills payable were as follows:

December 31, 2022

Promissory Institution	Nominal Amount	Discount Amount	Carrying Amount	Collateral	Carrying Amount of Collateral
Bank acceptances					
Bank SinoPac Far Eastern International Bank E.Sun Bank Taipei Fubon Bank	\$ 36,625 60,775 23,761 24,130 \$ 145,291	\$ <u>\$</u>	\$ 36,625 60,775 23,761 24,130 <u>\$ 145,291</u>	\$ - - - <u>-</u> <u>-</u>	\$ <u>\$</u>
December 31, 2021					
Promissory Institution	Nominal Amount	Discount Amount	Carrying Amount	Collateral	Carrying Amount of Collateral
Bank acceptances					
Bank SinoPac Far Eastern International Bank Mega International Commercial Bank	\$ 14,012 97,945	\$ - -	\$ 14,012 97,945 16,798	\$ - - -	\$ - -
Taipei Fubon Bank Land Bank of Taiwan	16,798 16,875 <u>13,370</u>	- - -	16,798 16,875 13,370		

c. Long-term borrowings

	Maturity		Decem	ber 31
	Date	Major Clause	2022	2021
Floating rate borrowings				
Bank loans	2023.01.11	From January 11, 2018 to 2023, the line of credit of the bank borrowings from Bank SinoPac, secured by the Company's freehold land and buildings, was \$340,000 thousand. The grace period is 2 years. After the grace period expires, payments will be made by installments of 6 months, and the principal amount will be amortized in 6 installments.	\$ 55,300	\$ 165,900
Less: Current portion		instannents.	(55,300)	(110,600)
			<u>\$</u>	<u>\$ 55,300</u>
Interest rate			2.115%	1.615%

During the term of loan contract, the Group shall maintain the following financial ratios:

- 1) Current ratio: The ratio of current assets to current liabilities shall not be less than 100%.
- 2) Debt ratio: The ratio of total liabilities to (shareholders' equity minus intangible assets) shall not be higher than 200%.
- 3) Net tangible assets: Shall not be less than \$1,700,000 thousand.

The financial ratios are based on the interim and annual consolidated financial statements which have been audited. The Company complies with the financial ratio specifications.

14. OTHER LIABILITIES

	December 31	
	2022	2021
Payables for salaries or bonuses	\$ 59,287	\$ 57,614
Payables for utility	54,082	48,242
Payables for equipment	151,418	91,555
Payables for repair and maintenance	15,121	21,028
Payables for compensation of employees and remuneration of		
directors	30,382	48,845
Payables for annual leave	11,765	11,710
Others	83,087	117,378
	\$ 405,142	<u>\$ 396,372</u>

15. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

The Company of the Group adopted a pension plan under the Labor Pension Act (LPA), which is a state-managed defined contribution plan. Under the LPA, an entity makes monthly contributions to employees' individual pension accounts at 6% of monthly salaries and wages. Also, Co-Tech Copper Foil Shanghai Trade Ltd. contributes the retirement benefit in accordance the provisions of the local government, and the remaining subsidiaries did not have employee retirement plans due to no employees.

b. Defined benefit plans

The defined benefit plan adopted by the Company in accordance with the Labor Standards Act 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. Pension contributions are deposited in the Bank of Taiwan in the committee's name. Before the end of each year, the Company assesses the balance in the pension fund. If the amount of the balance in the pension fund is inadequate to pay retirement benefits for employees who conform to retirement requirements in the next year, the Company is required to fund the difference in one appropriation that should be made before the end of March of the next year. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor (the "Bureau"); the Company has no right to influence the investment policy and strategy.

The amounts included in the balance sheets in respect of the Company's defined benefit plans were as follows:

	December 31	
	2022	2021
Present value of defined benefit obligation Fair value of plan assets	\$ 67,392 (22,373)	\$ 76,733 (18,337)
Net defined benefit liabilities	<u>\$ 45,019</u>	<u>\$ 58,396</u>

Movements in net defined benefit liabilities were as follows:

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities
Balance at January 1, 2021	<u>\$ 69,724</u>	<u>\$ (16,311</u>)	<u>\$ 53,413</u>
Current service cost	-	-	-
Net interest expense (income)	349	(86)	263
Recognized in profit or loss	349	(86)	263
Remeasurement			
Return on plan assets (excluding amounts			
included in net interest)	-	(185)	(185)
Actuarial loss			
Changes in demographic assumptions	2,607	-	2,607
Experience adjustments	4,053		4,053
2 °			(Continued)

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities
Recognized in other comprehensive loss			
(gain)	<u>\$ 6,660</u>	<u>\$ (185</u>)	<u>\$ 6,475</u>
Contributions from the employer		(1,755)	(1,755)
Balance at December 31, 2021	76,733	(18,337)	58,396
Current service cost	-	-	-
Net interest expense (income)	384	(96)	288
Recognized in profit or loss	384	(96)	288
Remeasurement			
Return on plan assets (excluding amounts			
included in net interest)	-	(1,338)	(1,338)
Actuarial loss (gain)			
Changes in demographic assumptions	382	-	382
Changes in financial assumptions	(8,948)	-	(8,948)
Experience adjustments	(1,159)		(1,159)
Recognized in other comprehensive loss			
(gain)	<u>(9,725</u>)	(1,338)	(11,063)
Contributions from the employer		(2,602)	(2,602)
Balance at December 31, 2022	<u>\$ 67,392</u>	<u>\$ (22,373</u>)	<u>\$ 45,019</u> (Concluded)

Through the defined benefit plans under the Labor Standards Act, the Group is exposed to the following risks:

- 1) 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 should not be below the interest rate for a 2-year time deposit with local banks.
- 2) 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 plan's debt investments.
- 3) 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.

	December 31	
	2022	2021
Discount rate Expected rate of salary increase	1.500% 2.250%	0.500% 2.250%

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

	December 31	
	2022	2021
Discount rate		
0.25% increase	<u>\$ (2,021)</u>	<u>\$ (2,546)</u>
0.25% decrease	<u>\$ 2,103</u>	\$ 2,658
Expected rate of salary increase		
0.25% increase	<u>\$ 2,048</u>	<u>\$ 2,567</u>
0.25% decrease	<u>\$ (1,978</u>)	<u>\$ (2,473</u>)

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

	December 31	
	2022	2021
The expected contributions to the plan for the next year	<u>\$ 2,865</u>	<u>\$ 1,896</u>
The average duration of the defined benefit obligation	12.2 years	13.4 years

16. EQUITY

a. Share capital

Ordinary shares

	December 31	
	2022	2021
Number of shares authorized (in thousands) Amount of shares authorized Number of shares issued and fully paid (in thousands) Amount of shares issued	$ 300,000 \underline{\$} 3,000,000 252,588 \underline{\$} 2,525,880 $	300,000 \$ 3,000,000 252,588 \$ 2,525,880

b. Capital surplus

The premium from shares issued in excess of par (including share premium from issuance of ordinary shares and the difference between the consideration received or paid and the carrying amount of the subsidiaries' net assets during actual disposal or acquisition) and donations may be used to offset a deficit. In addition, when the Company has no deficit, the capital surplus may be distributed as cash dividends or transferred to capital (restricted to a certain percentage of the Company's capital surplus).

Investments accounted for using the equity method, the capital surplus arising from employees' shares and share options may not be used for any purposes.

c. Retained earnings and dividend policy

Under the dividends policy as set forth in the Articles, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, unless the accumulated legal reserve is equal to the total capital of the Company, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. For the policies on the distribution of compensation of employees and remuneration of directors refer to compensation of employees and remuneration of directors in Note 17-e.

The Company's dividend policy is designed to meet present and future development projects and takes into consideration the investment environment, funding requirements, international or domestic competitive conditions while simultaneously meeting shareholders' interests. In consideration of the funding needs and the degree of diluted earnings per share, the distribution will be made in the form of share dividends or cash dividends. The way to distribute dividends could be either through cash or shares, and cash dividends shall not be less than 10% of the total dividends.

Appropriation of earnings to legal reserve shall be made until the legal reserve equals the Company's paid-in capital. The legal reserve may be used to offset deficit. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The appropriations of earnings for 2021 and 2020, which were approved in the shareholders' meetings on June 21, 2022 and August 6, 2021, respectively, were as follows:

	Appropriation of Earnings	
	For the Year Ended December 31	
	2021	2020
Legal reserve	<u>\$ 151,806</u>	<u>\$ 53,738</u>
Special reserve	<u>\$ (58)</u>	<u>\$ 23</u>
Cash dividends	<u>\$ 1,060,870</u>	<u>\$ 482,443</u>
Cash dividends per share (NT\$)	\$ 4.2	\$ 1.91

On August 6, 2021, the Company's shareholders also resolved in the shareholders' meeting to issue cash dividends of \$22,732 thousand (\$0.09 per share) from the capital surplus.

17. PROFIT BEFORE TAX

Net income included the following items:

a. Other gains and losses

	For the Year Ended December 31	
	2022	2021
Net foreign exchange losses	\$ 14,635	\$ (9,665)
Net gain on fair value changes of financial instruments as at		
FVTPL	(14,405)	6,372
Net (loss) gain on disposal of property, plant and equipment	73	(5,325)
Others	(2,781)	(3,399)
	<u>\$ (2,478)</u>	<u>\$ (12,017</u>)

b. Finance costs

	For the Year Ended December 31	
	2022	2021
Interest on bank loans Interest on lease liabilities Total interest expense for financial liabilities not measured at fair	\$ 11,351 <u>56</u>	\$ 6,678 <u>68</u>
value through profit or loss Less: Amount included in the cost of qualifying assets	11,407 <u>6,102</u>	6,746 713
	<u>\$ 5,305</u>	<u>\$ 6,033</u>
Information on capitalized interest is as follows:		
	For the Year End	ed December 31
	2022	2021
Capitalized interest amount Capitalization rate	\$ 6,102 0.6164%-5.15%	\$ 713 0.6164%

c. Depreciation and amortization

	For the Year Ended December 31	
	2022	2021
An analysis of depreciation by function		
Recognized in operating costs	\$ 157,265	\$ 180,578
Recognized in operating expenses	14,500	19,743
	<u>\$ 171,765</u>	<u>\$ 200,321</u>
An analysis of amortization by function Recognized in operating expenses	<u>\$ 747</u>	<u>\$ 943</u>

d. Employee benefit expenses

	For the Year Ended December 31	
	2022	2021
Post-employment benefits		
Defined contribution plans	\$ 10,866	\$ 10,904
Defined benefit plans (Note 15)	288	263
1	11,154	11,167
Other employee benefits	306,900	329,269
	<u>\$ 318,054</u>	<u>\$ 340,436</u>
Employee benefit expenses summarized by function		
Recognized in operating costs	\$ 241,809	\$ 246,726
Recognized in operating expenses	76,245	93,710
	<u>\$ 318,054</u>	<u>\$ 340,436</u>

e. Compensation of employees and remuneration of directors

The Company distributed compensation of employees and remuneration of directors at rates of no less than 1% and no higher than 3%, respectively, of net profit before income tax, compensation of employees, and remuneration of directors. The appropriations of compensation of employees and remuneration of directors for 2022 and 2021, which have been approved by the Company's board of directors on February 24, 2023 and February 22, 2022, respectively, were as follows:

Amount

	For the Year Ended December 31	
	2022	2021
Compensation of employees Remuneration of directors	<u>\$ 18,229</u> <u>\$ 12,153</u>	<u>\$ 29,307</u> <u>\$ 19,538</u>

If there is a change in the proposed amounts after issuance of the annual consolidated financial report, the differences are recognized as a change in accounting estimate and will be adjusted in the following year.

There was no difference between the actual amounts of compensation of employees and the remuneration of directors paid and the amounts recognized in the consolidated financial statements for the years ended December 31, 2021 and 2020.

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

f. Gains or losses on foreign currency exchange

	For the Year Ended December 31	
	2022	2021
Foreign exchange gains Foreign exchange losses	\$ 290,928 (276,293)	\$ 76,755 (86,420)
Net gains (losses)	<u>\$ 14,635</u>	<u>\$ (9,665</u>)
18. INCOME TAX

a. Income tax recognized in profit or loss

The major components of tax expense were as follows:

	For the Year Ended December 31		
	2022	2021	
Current income tax expense			
In respect of the current year	\$ 227,066	\$ 391,151	
Adjustments for prior year	(20,463)	589	
	206,603	391,740	
Deferred tax			
In respect of the current year	9,936	(10,162)	
Adjustments for prior year	1,156	(131)	
5 1 5	11,092	(10,031)	
Income tax expense recognized in profit or loss	<u>\$ 217,695</u>	<u>\$ 381,709</u>	

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

	For the Year Ended December 31	
	2022	2021
Income before income tax	<u>\$ 1,184,907</u>	<u>\$ 1,904,947</u>
Income tax expense calculated at the statutory rate	\$ 236,981	\$ 380,989
Nondeductible items in determining taxable income	21	308
Unrecognized deductible temporary differences	633	-
Investment gains of foreign operations	(983)	(177)
Effect of different tax rates of entities in the Group operating in		
other jurisdictions	350	(131)
Adjustments for prior year's tax	(19,307)	720
Income tax expense recognized in profit or loss	<u>\$ 217,695</u>	<u>\$ 381,709</u>

b. Income tax recognized in other comprehensive income

	For the Year Ended December 31		
	2022	2021	
Deferred tax			
In respect of the current year Remeasurement on defined benefit plans	<u>\$ (2,212)</u>	<u>\$ 1,295</u>	

c. Current tax assets and liabilities

	December 31		
	2022	2021	
Current tax assets Tax refund receivable	<u>\$</u>	<u>\$ 24,236</u>	
Current tax liabilities Income tax payable	<u>\$ 30,893</u>	<u>\$ 337,126</u>	

d. Deferred tax assets and liabilities

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

For the year ended December 31, 2022

Deferred Tax Assets	Opening Balance	Recognized in Profit (Loss)	Recognized in Other Comprehensive Income (Loss)	Closing Balance
T				C
Temporary differences Unrealized losses of foreign				
subsidiaries	\$ 16,527	\$ 477	\$ -	\$ 17,004
Defined benefit obligations	11,649	φ <i>477</i> (480)	(2,212)	8,957
Unrealized loss on inventories	7,453	(5,565)	(2,212)	1,888
Unrealized foreign exchange	,,	(0,000)		1,000
losses	3,526	4,612	-	8,138
Valuation losses on financial				
instruments	-	2,973	-	2,973
Revenue recognized	15,976	(8,002)	-	7,974
Unrealized impairment loss of				
property, plant and equipment	15,942	(3,719)	-	12,223
Provisions	5,232	(474)		4,758
Others	2,954	104		3,058
	<u>\$ 79,259</u>	<u>\$(10,074</u>)	<u>\$ (2,212</u>)	<u>\$ 66,973</u>
			Recognized in Other	
Deferred Tax Liabilities	Opening Balance	Recognized in Profit (Loss)	Comprehensive Income (Loss)	Closing Balance
Temporary differences Valuation gains on financial				
instruments	\$ 1,274	\$ (1,182)	\$ -	\$ 92
Unrealized foreign exchange gains	1,255	2,200	<u> </u>	3,455

<u>\$ 1,018</u>

<u>\$</u>__

<u>\$ 3,547</u>

<u>\$ 2,529</u>

For the year ended December 31, 2021

Deferred Tax Assets	Opening Balance	Recognized in Profit (Loss)	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences Unrealized losses of foreign				
subsidiaries	\$ 16,704	\$ (177)	\$ -	\$ 16,527
Defined benefit obligations Unrealized loss on inventories	10,655	(301)	1,295	11,649
Unrealized foreign exchange	8,144	(691)	-	7,453
losses Valuation losses on financial	8,348	(4,822)	-	3,526
instruments	3	(3)	-	-
Revenue recognized Unrealized impairment loss of	7,090	8,886	-	15,976
property, plant and equipment	20,263	(4,321)	-	15,942
Provisions	525	4,707		5,232
Others	2,511	443		2,954
	<u>\$ 74,243</u>	<u>\$ 3,721</u>	<u>\$ 1,295</u>	<u>\$ 79,259</u>
Deferred Tax Liabilities	Opening Balance	Recognized in Profit (Loss)	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences Valuation gains on financial				
instruments Unrealized foreign exchange	\$ 5,860	\$ (4,586)	\$ -	\$ 1,274
gains	2,979	(1,724)		1,255
	<u>\$ 8,839</u>	<u>\$ (6,310</u>)	<u>\$</u>	<u>\$ 2,529</u>

e. Information about unused loss carryforward

As of December 31, 2022, the loss carryforwards of subsidiary Co-Tech Copper Foil Shanghai Trade Ltd. comprised:

	Unused Amount	Expiry Year
\$	2,048 2,602	2024 2025
	2,533	2027
<u>\$</u>	7,183	

f. Income tax assessments

The Company's tax returns through 2020 have been assessed by the tax authorities. The Group agreed with the tax authorities' assessment of tax returns.

19. EARNINGS PER SHARE

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

Net Profit for the Year

	For the Year 2022	Ended December 31 2021
Profit for the year attributable to owners of the Company Effects of potentially dilutive ordinary shares: Compensation of employees	\$ 967,21	2 \$ 1,523,238
Earnings used in the computation of diluted earnings per share	<u>\$ 967,21</u>	<u>2</u> <u>\$ 1,523,238</u>

Weighted Average Number of Ordinary Shares Outstanding

Unit: In Thousand Shares

	For the Year End	For the Year Ended December 31	
	2022	2021	
Weighted average number of ordinary shares outstanding in			
computation of basic earnings per share	252,588	252,588	
Effects of potentially dilutive ordinary shares:			
Compensation of employees	424	394	
Weighted average number of ordinary shares outstanding in			
computation of diluted earnings per share	253,012	252,982	

The Group may settle the bonuses or remuneration paid to employees in cash or shares; therefore, the Group assumes that the entire amount of the bonus or remuneration will be settled in shares and the resulting potential shares will be included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, if the effect is dilutive. The 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.

20. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Group's overall strategy remains unchanged.

The capital structure of the Group consists of net debt (borrowings offset by cash and cash equivalents) and equity of the Group (comprising issued capital, reserves, retained earnings, other equity and non-controlling interests).

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

21. FINANCIAL INSTRUMENTS

- a. Fair value of financial instruments that are measured at fair value on a recurring basis
 - 1) Fair value hierarchy
 - December 31, 2022

	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL Derivative instruments	<u>\$</u>	<u>\$ 458</u>	<u>\$</u>	<u>\$ 458</u>
Financial liabilities at FVTPL Derivative instruments	<u>\$ -</u>	<u>\$ 14,863</u>	<u>\$ -</u>	<u>\$ 14,863</u>
December 31, 2021				
	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL Derivative instruments	<u>\$ -</u>	<u>\$ 6,372</u>	<u>\$</u>	<u>\$ 6,372</u>

There were no transfers between Levels 1 and 2 in the current and prior periods.

2) Valuation techniques and inputs applied for the purpose of measuring Level 2 fair value measurement

Financial Instruments	Valuation Techniques and Inputs
Derivatives - foreign exchange forward contracts	Discounted cash flow.
	Future cash flows are estimated based on observable forward exchange rates at the end of the year and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties.
Financial assets at FVTPL - currency swaps	Discounted cash flow.
	Estimation of fair value of a currency swap contract is based on its principal and interest rate on mutual agreement and the suitable discount rate that reflects the credit risk of various counterparties at the end of the reporting period.

b. Categories of financial instruments

	December 31		
	2022	2021	
Financial assets			
FVTPL Mandatorily classified as at FVTPL Financial assets at amortized costs (1)	\$ 458 3,379,144	\$ 6,372 4,982,528 (Continued)	

	2022	2021
Financial liabilities		
FVTPL Held for trading Amortized cost (2)	\$ 14,863 1,303,950	\$ - 1,650,162 (Concluded)

December 31

- 1) The balances included financial assets measured at amortized cost, which comprise cash and cash equivalents, notes receivable and trade receivables, other receivables, and refundable deposits.
- 2) The balances included financial liabilities measured at amortized cost, which comprise short-term loans, short-term bills payable, trade payables, other payables, and long-term loans (including current portion of long-term borrowings).
- c. Financial risk management objectives and policies

The Group's major financial instruments include notes receivable and trade receivables, other receivables, refundable deposits, short-term bills payable, trade payables, other payables, and loans. The Group's Corporate Treasury function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including foreign currency risk and interest rate risk), credit risk and liquidity risk.

The Group sought to minimize the effects of these risks by using financial derivatives to hedge risk exposures. The use of financial derivatives was governed by the Group's policies approved by the board of directors, which provided written guidelines on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits was reviewed by the internal auditors on a continuous basis. The Group did not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rates (see (b) below). The Group entered into a foreign exchange forward contracts to manage its exposure to foreign currency risk.

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

a) Foreign currency risk

The Group's had foreign currency sales and purchases, which exposed the Group to foreign currency risk. Exchange rate exposures were managed within approved policy parameters utilizing forward exchange contracts and currency swaps.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are set out in Notes 7 and 26.

Sensitivity analysis

The Group was mainly exposed to the fluctuation of the U.S. dollar.

The following table details the Group's sensitivity to a 5% increase and decrease in the New Taiwan dollar against the U.S. dollar. The sensitivity rate used when reporting foreign currency risk internally to key management personnel and representing management's assessment of the reasonably possible change in foreign exchange rates is 5%. The sensitivity analysis included only outstanding foreign currency denominated monetary items and foreign exchange forward contracts designated as cash flow hedges, and adjusts their translation at the end of the year for a 5% change in foreign currency rates. A positive number below indicates an increase in pre-tax profit associated with the New Taiwan dollar strengthening against the relevant currency. For a weakening of the New Taiwan dollar against the relevant currency, there would be an equal and opposite impact on pre-tax profit, and the balances below would be negative.

	USD II	mpact
	For the Year End	led December 31
	2022	2021
Profit or loss	\$ (1,124)	\$ (1,826)

b) Interest rate risk

The Group is exposed to interest rate risk because entities in the Group borrow funds at both fixed and floating interest rates. The risk is managed by the Group by maintaining an appropriate mix of fixed and floating rate borrowings. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetites ensuring the most cost-effective hedging strategies are applied.

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

	December 31			
	2022	2021		
Fair value interest rate risk				
Financial assets	\$ 1,000,000	\$ 1,650,000		
Financial liabilities	145,291	159,000		
Cash flow interest rate risk				
Financial assets	689,286	1,285,780		
Financial liabilities	424,576	547,287		

Sensitivity analysis

The sensitivity analysis below was determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the year. For floating rate liabilities, the analysis was prepared assuming the amount of each liability outstanding at the end of the year was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's pre-tax profit for the years ended December 31, 2022 and 2021 would have increased/decreased by \$1,324 thousand and \$3,692 thousand, respectively.

2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. At the end of the year, the Group's maximum exposure to credit risk, which would cause a financial loss to the Group due to the failure of the counterparty to discharge its obligation and due to the financial guarantees provided by the Group, could be equal to the total of the carrying amount of the respective recognized financial assets as stated in the balance sheets; and the maximum amount the entity would have to pay if the financial guarantee is called upon.

The receivables from major customers amounted to \$1,084,554 thousand and \$1,333,056 thousand, which both accounted for more than 40% of total trade receivables as of December 31, 2022 and 2021, respectively.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash and cash equivalents deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows. In addition, management monitors the utilization of bank borrowings and ensures compliance with loan covenants.

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

a) Liquidity and interest rate risk tables for non-derivative financial liabilities

The following table details the Group'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 Group 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

	or	n Demand Less than I Month	1-3	3 Months		Months to 1 Year		Year to Years	5+ Y	ears
Non-derivative financial liabilities										
Non-interest bearing Lease liabilities undiscounted Debt instruments	\$	543,165 150 543,301	\$	174,182 301 27,376	\$	118,170 1,353 -	\$	2,394	\$	
	<u>\$</u>	1,086,616	<u>\$</u>	201,859	<u>\$</u>	119,523	<u>\$</u>	2,394	<u>\$</u>	

Further information on the maturity analysis of the above lease liabilities was as follows:

	Less than 1 Year	1-5 Years	5-10 Years	10-15 Years	15-20 Years	20+ Years
Lease liabilities	<u>\$ 1,804</u>	<u>\$ 2,394</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$</u> -

December 31, 2021

	or	Demand Less than Month	1-3	3 Months		Ionths to 1 Year	-	Year to Years	5+ Y	ears
Non-derivative financial liabilities										
Non-interest bearing Lease liabilities undiscounted Debt instruments	\$	686,511 204 284,591	\$	148,508 408 311,483	\$	227,025 1,318 55,775	\$	1,270 56,193	\$	-
	<u>\$</u>	971,306	<u>\$</u>	460,399	<u>\$</u>	284,118	\$	57,463	<u>\$</u>	

Further information on the maturity analysis of the above lease liabilities was as follows:

	Less than 1 Year	1-5 Years	5-10 Years	10-15 Years	15-20 Years	20+ Years
Lease liabilities	<u>\$ 1,930</u>	<u>\$ 1,270</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities are subject to change if changes in variable interest rates differ from those estimates of interest rates determined at the end of the year.

b) Liquidity and interest rate risk table for derivative financial liabilities

The following table details the Group's liquidity analysis of its derivative financial instruments. The table is based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement.

December 31, 2022

	On Demand or Less than 1 Month	1-3 Months	3 Months to 1 Year
Net settled			
Foreign exchange forward contracts Outflows	<u>\$ (341</u>)	<u>\$ (194</u>)	<u>\$ </u>
Gross settled			
Foreign exchange forward contracts Inflows Outflows	\$ 145,029 (145,683) (654)	\$ 289,358 (291,365) (2,007)	\$ -
Foreign exchange swap Inflows Outflows	$ \begin{array}{r} (0.04) \\ 203,023 \\ (214,690) \\ (11,667) \\ \end{array} $		
	<u>\$ (12,321</u>)	<u>\$ (2,007</u>)	<u>\$</u>

c) Financing facilities

	Decem	ber 31
	2022	2021
Amount unused	<u>\$ 4,510,433</u>	<u>\$ 4,415,613</u>

22. TRANSACTIONS WITH RELATED PARTIES

Balances and transactions between the Company and its subsidiaries (the Company's related parties), which are related parties of the Company, have been eliminated upon consolidation and are not disclosed in this note. Besides information disclosed elsewhere in the other notes, details of transactions between the Group and other related parties are disclosed as follows:

Compensation of Key Management Personnel

	For the Year End	ded December 31
	2022	2021
Short-term employee benefits Post-employment benefits	\$ 46,097 	\$ 55,019 <u>1,274</u>
	<u>\$ 47,357</u>	<u>\$ 56,293</u>

The remuneration of directors and key executives was determined by the remuneration committee based on the performance of individuals and market trends.

23. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collateral for bank borrowings:

	December 31			
	2022	2021		
Land Buildings, net	\$ 345,346 <u>82,790</u>	\$ 345,346 <u>88,704</u>		
	<u>\$ 428,136</u>	<u>\$ 434,050</u>		

24. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Group were as follows:

a. Unused letters of credit for purchases of raw materials and machinery and equipment were as follows:

	Dece	ember 31
	2022	2021
USD JPY	\$ 14,094 167,018	\$ 24,706 303,120
NTD	-	7,318

b. Unrecognized commitments for the acquisition of property, plant and equipment were as follows:

	Dece	mber 31
	2022	2021
USD	\$ 3,272	\$ 3,527
NTD	1,198,211	2,171,878
JPY	208,598	420,378
CNY	19,901	46,950

25. OTHER ITEMS

Due to the impact of the COVID-19 pandemic, the global economy is still facing high risks and uncertainties. However, the Group's operating revenue was \$7,407,454 thousand and \$8,914,783 thousand in 2022 and 2021, respectively. The Group's operating revenue was 17% lower than the same period of 2021. The net income was \$967,212 thousand and \$1,523,238 thousand, respectively. The net income was 37% lower than the same period of 2021. The amount of EPS was \$3.83 and \$6.03, respectively. The Group's operations were normal, and there was no asset impairment or financing risk due to the epidemic in 2022 and 2021.

26. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The following information was aggregated by the foreign currencies other than the Group's functional currency, and the exchange rates between the respective foreign currencies and the functional currency were disclosed. The significant assets and liabilities denominated in foreign currencies were as follows:

December 31, 2022

	`oreign urrency	Exchange Rate	Carrying Amount
Financial assets			
Monetary items USD CNY Non-monetary items Derivative instruments USD	\$ 60,597 4,648 5,000	30.670 (USD:NTD) 4.4187 (CNY:NTD) 30.670 (USD:NTD)	\$ 1,858,497 20,539 458
Financial liabilities			
Monetary items USD Non-monetary items Derivative instruments	31,080	30.670 (USD:NTD)	953,211
USD	25,250	30.670 (USD:NTD)	14,863

December 31, 2021

	oreign irrency	Exchange Rate	Carrying Amount
Financial assets			
Monetary items			
USD	\$ 87,084	27.625 (USD:NTD)	\$ 2,405,690
CNY	8,043	4.3459 (CNY:NTD)	34,955
Non-monetary items Derivative instruments			
USD	44,300	27.625 (USD:NTD)	6,372
Financial liabilities			
Monetary items USD	44,106	27.625 (USD:NTD)	1,218,433

The significant realized and unrealized foreign exchange gains (losses) were as follows:

	For the Year Ended December 31							
	2022		2021					
Functional Currency	Functional Currency: Presentation Currency	Net Foreign Exchange Gain (Loss)	Functional Currency: Presentation Currency	Net Foreign Exchange Gain (Loss)				
NTD	1 (NTD:NTD)	<u>\$ 14,635</u>	1 (NTD:NTD)	<u>\$ (9,665</u>)				

27. SEPARATELY DISCLOSED ITEMS

- a. Information on significant transactions:
 - 1) Financing provided: None.
 - 2) Endorsements/guarantees provided: None.
 - 3) Marketable securities held (excluding investments in subsidiaries): None.
 - 4) Marketable securities acquired and disposed at costs or prices at least NT\$300 million or 20% of the paid-in capital: None.
 - 5) Acquisition of individual real estate properties at costs of at least NT\$300 million or 20% of the paid-in capital: (Table 1).
 - 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital: None.
 - 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None.
 - 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None.

- 9) Trading in derivative instruments: (Note 7).
- 10) Intercompany relationships and significant intercompany transactions: None.
- b. Information on investees: (Table 2).
- c. Information on investments in mainland China:
 - 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, net income of investees, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and limit on the amount of investment in the mainland China area. (Table 3).
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: None.
 - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the year.
 - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the year.
 - c) The amount of property transactions and the amount of the resultant gains or losses.
 - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the year and the purposes.
 - e) The highest balance, the ending balance, the interest rate range, and total current period interest with respect to the financing of funds.
 - f) Other transactions that have a material effect on the profit or loss for the year or on the financial position, such as the rendering or receipt of services.
- d. Information of 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 4).

28. SEGMENT INFORMATION

The Group has only copper foil segments, information reported to the chief operating decision maker is measured on the same basis as the financial statements. Therefore, the reportable revenue and operating results from January 1, 2022 and 2021 to December 31, 2022 and 2021 can be referred to the consolidated income statement for the period from January 1, 2022 and 2021 to December 31, 2022 and 2021.

a. Geographical information

The Group operates in two principal geographical areas - Taiwan and China.

The Group's revenue from continuing operations from external customers by location of operations and information about its non-current assets by location of assets are detailed below.

		Revenue from ExternalCustomersNon-current				
	For the Year End	ded December 31	Decem	iber 31		
	2022	2021	2022	2021		
Taiwan	\$ 729,894	\$ 883,106	\$ 3,461,903	\$ 2,468,786		
Asia	6,654,893	8,011,526	416	781		
Others	22,667	20,151				
	<u>\$ 7,407,454</u>	<u>\$ 8,914,783</u>	<u>\$ 3,462,319</u>	<u>\$ 2,469,567</u>		

Non-current assets exclude deferred tax assets.

b. Information about major customers

Single customers contributing 10% or more to the Group's revenue for both 2022 and 2021 were as follows:

	For the	For the Year Ended December 31			
	2022	2022			
	Amount	%	Amount	%	
Customer A	\$ 1,221,995	16	\$ 1,403,344	16	
Customer B	578,813	8	1,664,168	19	

CO-TECH DEVELOPMENT CORPORATION AND SUBSIDIARIES

ACQUISITION OF INDIVIDUAL REAL ESTATE AT COSTS OF AT LEAST NT\$300 MILLION OR 20% OF THE PAID-IN CAPITAL FOR THE YEAR ENDED DECEMBER 31, 2022 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Information on Previous Title Transfer If Counterparty Is A RelatedProperty OwnerRelationshipTransaction DateAmount Transaction **Event Date Payment Status** Counterparty Buyer Property Relationship Amount Co-Tech Development Corporation Property, plant and equipment engaging others to build on own land \$600,220 July 5, 2021 \$900,000 Rui Ying Contractor Non-related party N/A N/A N/A N/A Co., Ltd.

TABLE 1

d Party int	Pricing Reference	Purpose of Acquisition	Other Terms
A	Price comparison and price negotiation	Manufacturing and operating purpose	None

CO-TECH DEVELOPMENT CORPORATION AND SUBSIDIARIES

NAMES, LOCATIONS, AND RELATED INFORMATION ON INVESTEES FOR THE YEAR ENDED DECEMBER 31, 2022 (In Thousands of New Taiwan Dollars)

			Main Businesses and	0	nvestment ount	Balance	as of December	31, 2022	Net Income	Share of	
Investor Company	Investee Company	Location		December 31, 2022	December 31, 2021	Shares (In Thousands)	Percentage of Ownership (%)	Carrying Amount	(Loss) of the H Investee	Profit/Loss of Note Investee	
Co-Tech Development Corporation	Co-Tech Copper Foil (BVI) Inc.	Virgin Islands	Investment activities	\$ 113,683	\$ 113,683	3,500,002	100	\$ 4,891	\$ (2,384)	\$ (2,384) Su	ubsidiary

Note 1: Refer to Table 3 for information on investments in mainland China.

Note 2: The intercompany transactions have been eliminated upon consolidation.

TABLE 2

CO-TECH DEVELOPMENT CORPORATION AND SUBSIDIARIES

INFORMATION ON INVESTMENT IN MAINLAND CHINA FOR THE YEAR ENDED DECEMBER 31, 2022 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investee Company	Main Businesses and Products	Total Amount of Paid-in Capital	Method of Investment (Note 1)	Accumulated Outflow of Investment from Taiwan as of January 1, 2022		nt of Flows Inflow	Accumulated Outflow of Investment from Taiwan as of December 31, 2022	Net Income (Losses) of the Investee Company	% Ownership of Direct or Indirect Investment	Investment Gain (Loss) (Note 2)	Carrying Amount as of December 31, 2022	Accumulated Repatriation of Investment Income as of December 31, 2022
Co-Tech Copper Foil Shanghai Trade Ltd.	Selling of copper foil products	Registered and paid-in capital of US\$200	Note 1	\$ 6,796	\$-	\$ -	\$ 6,796	\$ (2,532)	100	\$ (2,532)	\$ 3,440	\$-

Accumulated Investment in Mainland China as of December 31, 2022				
\$6,796	US\$200	\$3,650,803 (Note 3)		

Note 1: Indirect investment in mainland China through Co-Tech Copper Foil (BVI) Inc.

Note 2: Investment gain (loss) was recognized based on the Company's audited financial statements.

Note 3: Net assets value x $60\% = $6,084,672 \times 60\% = $3,650,803$.

Note 4: The intercompany transactions have been eliminated upon consolidation.

TABLE 3

CO-TECH DEVELOPMENT CORPORATION

INFORMATION OF MAJOR SHAREHOLDERS DECEMBER 31, 2022

	Shares			
Name of Major Shareholder	Number of	Percentage of		
	Shares	Ownership (%)		
SONG, GONG-YUAN	13,812,998	5.46		

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 preference 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.