Kaori Heat Treatment Co., Ltd.

Financial Statements for the Years Ended December 31, 2023 and 2022 and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Kaori Heat Treatment Co., Ltd.

Opinion

We have audited the accompanying financial statements of Kaori Heat Treatment Co., Ltd. (the "Company"), which comprise the balance sheets as of December 31, 2023 and 2022, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Financial Statements section of our report. We are independent of the Company 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, 2023. 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 matter identified in the Company's financial statements for the year ended December 31, 2023 is stated as follows:

Validity of Specific Customer's Revenue Recognition

Kaori Heat Treatment Industry Co., Ltd. provide two or more types of delivery conditions to certain customers based on consideration of order requirements. As the timing of recognizing sales revenue is related to the delivery conditions of orders, we identified revenue recognition for these specific customers was identified it as a key audit matter. For the accounting policies related to revenue recognition, see Notes 4(l) and 20 of the financial statements.

The key audit procedures that we performed in respect of revenue recognition for these specific customers included the following:

1. We understood the internal control processes related to the recognition of revenue from specific customers and evaluated the design and implementation of relevant controls.

2. We sampled the sales from these specific customers, and verified related sales orders, shipment records and the received payments.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company'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 Company 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 Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 Company'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 Company'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 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 Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the 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 financial statements for the year ended December 31, 2023 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 Wen-Hsiang Chen and Shu-Lin Liu.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 8, 2024

Notice to Readers

The accompanying financial statements are intended only to present the 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 financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying 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 financial statements shall prevail.

KAORI HEAT TREATMENT CO., LTD.

BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023		2022	
ASSETS	**Amount**	**%**	**Amount**	**%**
CURRENT ASSETS				
Cash and cash equivalents (Notes 6 and 25)	$ 506,370	11	$ 175,473	4
Financial assets at fair value through profit or loss - current (Notes 7 and 25)	-	-	42,214	1
Notes receivable (Notes 9 and 25)	14,479	-	20,849	1
Trade receivables (Notes 9 and 25)	745,233	15	517,729	13
Trade receivables from related parties (Notes 25 and 26)	8,431	-	13,534	-
Other receivables (Notes 9 and 25)	825	-	99	-
Inventories (Note 10)	1,150,564	24	1,098,545	27
Other current assets	39,083	1	170,681	4
Total current assets	2,464,985	51	2,039,124	50
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 8 and 25)	68,634	2	86,225	2
Investments accounted for using equity method (Note 11)	293,460	6	262,142	6
Property, plant and equipment (Notes 12 and 27)	1,783,867	37	1,569,386	38
Right-of-use assets (Note 13)	6,462	-	3,363	-
Investment properties (Notes 14 and 27)	22,225	1	23,325	1
Insurance swaps	2,592	-	-	-
Deferred tax assets (Note 22)	15,326	-	12,314	-
Other non-current assets	129,849	3	110,484	3
Net defined benefit assets - non-current (Notes 4 and 18)	12,205	-	10,628	-
Total non-current assets	2,334,620	49	2,077,867	50
TOTAL	$ 4,799,605	100	$ 4,116,991	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term loans (Notes 15 and 25)	$ -	-	$ 750,000	18
Notes payable (Note 25)	1,132	-	1,301	-
Trade payables (Note 25)	194,475	4	241,696	6
Trade payables from related parties (Notes 25 and 26)	4,369	-	1,149	-
Other payables (Notes 17 and 25)	344,912	7	230,114	6
Current tax liabilities (Notes 4 and 22)	117,998	3	54,357	1
Lease liabilities - current (Note 13)	2,864	-	2,262	-
Current portion of long-term borrowings (Notes 15 and 25)	254,650	5	88,050	2
Other current liabilities	46,108	1	68,350	2
Total current liabilities	966,508	20	1,437,279	35
NON-CURRENT LIABILITIES				
Financial liabilities at fair value through profit or loss - non-current (Notes 7, 16 and 25)	7,100	-	-	-
Bonds payable (Note 16 and 25)	907,030	19	-	-
Long-term borrowings (Notes 15, 25 and 27)	184,505	4	594,665	14
Deferred income tax liabilities (Note 22)	26,936	1	24,701	1
Lease liabilities - non-current (Note 13)	3,631	-	1,136	-
Guarantee deposits received	213	-	213	-
Total non-current liabilities	1,129,415	24	620,715	15
Total liabilities	2,095,923	44	2,057,994	50
EQUITY (Note 20)				
Share capital				
Ordinary shares	893,841	18	893,841	22
Capital surplus	816,351	17	593,414	14
Retained earnings				
Legal reserve	220,836	5	190,165	5
Unappropriated earnings	778,056	16	367,629	9
Total retained earnings	998,892	21	557,794	14
Other equity				
Unrealized gain on financial assets at fair value through other comprehensive income	(5,545)	-	8,330	-
Exchange differences on translating the financial statements of foreign operations	143	-	5,618	-
Total other equity	(5,402)	-	13,948	-
Total equity	2,703,682	56	2,058,997	50
TOTAL	$ 4,799,605	100	$ 4,116,991	100

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

KAORI HEAT TREATMENT CO., LTD.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	**%**	**Amount**	**%**
REVENUE (Notes 4, 20 and 26)	$ 4,143,285	100	$ 2,684,398	100
COST OF GOODS SOLD (Notes 10, 21 and 26)	3,016,333	73	1,990,218	74
GROSS PROFIT	1,126,952	27	694,180	26
UNREALIZED GAIN ON ASSOCIATES/AND JOINT VENTURES	(5,878)	-	(4,473)	-
REALIZED GAIN ON TRANSACTIONS WITH ASSOCIATES/AND JOINT VENTURES	4,473	-	2,549	-
REALIZED GROSS PROFIT	1,125,547	27	692,256	26
OPERATING EXPENSES (Notes 18 and 21)				
Selling and marketing expenses	122,225	3	118,082	4
General and administrative expenses	253,363	6	200,795	8
Research and development expenses	83,813	2	80,561	3
Expected credit loss	1,768	-	3,913	-
Total operating expenses	461,169	11	403,351	15
PROFIT FROM OPERATIONS	664,378	16	288,905	11
NON-OPERATING INCOME AND EXPENSES (Note 21)				
Interest income	7,678	-	893	-
Other income	14,722	-	4,684	-
Other gains and losses	25,140	1	48,931	2
Finance costs	(33,394)	(1)	(13,344)	(1)
Share of profit of subsidiaries	38,198	1	44,869	2
Total non-operating income and expenses	52,344	1	86,033	3
PROFIT BEFORE INCOME TAX	716,722	17	374,938	14
INCOME TAX EXPENSE (Notes 4 and 22)	140,196	3	73,918	3
NET PROFIT FOR THE YEAR	576,526	14	301,020	11

(Continued)

KAORI HEAT TREATMENT CO., LTD.

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2023		2022	
	Amount	**%**	**Amount**	**%**
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	$ (1,690)	-	$ 7,114	-
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	(17,591)	(1)	(2,207)	-
Income tax related to items that will not be reclassified subsequently to profit or loss	4,054	-	(782)	-
	(15,227)	(1)	4,125	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations	(5,475)	-	3,089	-
Other comprehensive income (loss) for the year, net of income tax	(20,702)	(1)	7,214	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 555,824	13	$ 308,234	11
EARNINGS PER SHARE (Note 23)				
From continuing operations				
Basic	$ 6.45		$ 3.37	
Diluted	$ 6.45		$ 3.37	

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

KAORI HEAT TREATMENT CO., LTD.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

				Retained Earnings		Others		
	Shares (In Thousands)	Share Capital	Capital Surplus	Legal Reserve	Unappropriated Earnings	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Exchange Differences on Translating the Financial Statements of Foreign Exchange	Total Equity
BALANCE AT JANUARY 1, 2022	89,384	$ 893,841	$ 593,414	$ 175,303	$ 209,856	$ 9,896	$ 2,529	$ 1,884,839
Appropriation of 2021 earnings								
Legal reserve	-	-	-	14,862	(14,862)	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(134,076)	-	-	(134,076)
Net profit for the year ended December 31, 2022	-	-	-	-	301,020	-	-	301,020
Other comprehensive income (loss) for the year ended December 31, 2022, net of income tax	-	-	-	-	5,691	(1,566)	3,089	7,214
Total comprehensive income for the year ended December 31, 2022	-	-	-	-	306,711	(1,566)	3,089	308,234
BALANCE AT DECEMBER 31, 2022	89,384	893,841	593,414	190,165	367,629	8,330	5,618	2,058,997
Appropriation of 2022 earnings								
Legal reserve	-	-	-	30,671	(30,671)	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(134,076)	-	-	(134,076)
Equity component recognized on the issuance of convertible corporate bonds - stock options	-	-	222,937	-	-	-	-	222,937
Net profit for the year ended December 31, 2023	-	-	-	-	576,526	-	-	576,526
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	(1,352)	(13,875)	(5,475)	(20,702)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	575,174	(13,875)	(5,475)	555,824
BALANCE AT DECEMBER 31, 2023	89,384	$ 893,841	$ 816,351	$ 220,836	$ 778,056	$ (5,545)	$ 143	$ 2,703,682

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

KAORI HEAT TREATMENT CO., LTD.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	$ 716,722	$ 374,938
Adjustments for:		
Depreciation expense	115,508	101,325
Amortization expense	3,638	4,833
Expected credit loss	1,768	3,913
Net loss (gain) on fair value change of financial assets and liabilities at fair value through profit or loss	1,844	6,233
Finance costs	33,394	13,344
Interest income	(7,678)	(893)
Share of gain of subsidiaries	(38,198)	(44,869)
Gain on disposal of property, plant and equipment	(4,323)	-
(Reversed of) write-down of inventories	4,882	(1,274)
Unrealized gain on the transactions with subsidiaries	5,878	4,473
Realized gain on the transactions with subsidiaries	(4,473)	(2,549)
Gain on lease modification	(5)	-
Changes in operating assets and liabilities:		
Financial assets mandatorily classified as at fair value through profit or loss	43,170	(6,771)
Notes receivable	6,402	(4,706)
Trade receivables	(229,304)	(239,537)
Trade receivables from related parties	5,103	742
Other receivables	(726)	10,844
Inventories	(56,901)	(567,126)
Other current assets	131,598	(107,604)
Net defined benefit assets	(3,267)	(3,053)
Notes payable	(169)	342
Trade payables	(47,221)	58,118
Trade payables to related parties	3,220	1,149
Other payables	110,272	74,302
Provisions	-	(1,248)
Other current liabilities	(22,242)	28,056
Cash (used in) generated from operations	768,892	(297,018)
Interest paid	(32,382)	(12,893)
Income tax paid	(73,278)	(18,200)
Net cash generated from (used in) operating activities	663,232	(328,111)
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment	(341,189)	(186,010)
Proceeds from disposal of property, plant and equipment	9,700	-
Payments for intangible assets	(3,150)	-
Increase in other non-current assets	(7,641)	(6,261)
Interest received	7,678	893
Net cash used in investing activities	(334,602)	(191,378)

(Continued)

KAORI HEAT TREATMENT CO., LTD.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023	2022
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds (repayment) from short-term borrowings	$ (750,000)	$ 130,000
Issuance of convertible bonds payable	1,132,768	-
Proceeds from long-term borrowings	110,890	297,300
Repayments of long-term borrowings	(354,450)	(86,537)
Proceeds from guarantee deposits received	-	(31)
Repayment of the principal portion of lease liabilities	(2,865)	(2,715)
Dividends paid to owners of the Company	(134,076)	(134,076)
Net cash generated from financing activities	2,267	203,941
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	330,897	(315,548)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	175,473	491,021
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 506,370	$ 175,473

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

KAORI HEAT TREATMENT CO., LTD.

NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

Kaori Heat Treatment Co., Ltd. (the “Company” or “Kaori”) was incorporated in the Republic of China (ROC) in October 1970.

The Company specializes in producing mechanical hardware, processing of fabricated metals and the manufacturing and developing of heat exchange products or thermal products. Factories are established in Zhongli, Kaohsiung, etc.

Kaori’s shares have been listed on the Taiwan Stock Exchange since December 2013.

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

2. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved by the Company’s board of directors on March 8, 2024.

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 “IFRS Accounting Standards”) endorsed and issued into effect by the Financial Supervisory Commission (FSC)

   Except for the following, the initial application of the IFRS Accounting Standards endorsed and issued into effect by the FSC did not have material impact on the Company’s accounting policies.

   1) Amendments to IAS 1 “Disclosure of Accounting Policies”

      When applying the amendments, the Company refers to the definition of material to determine its material accounting policy information to be disclosed. Accounting policy information is material if it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Moreover:

      - Accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed;

      - The Company may consider the accounting policy information material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial; and

      - Not all accounting policy information relating to material transactions, other events or conditions is itself material.

The accounting policy information is likely to be considered material to the financial statements if that information relates to material transactions, other events or conditions and:

a) The Company changed its accounting policy during the reporting period and this change resulted in a material change to the information in the financial statements;

b) The Company chose the accounting policy from options permitted by the standards;

c) The accounting policy was developed in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" in the absence of an IFRS that specifically applies;

d) The accounting policy relates to an area for which The Company is required to make significant judgments or assumptions in applying an accounting policy, and The Company discloses those judgments or assumptions; or

e) The accounting is complex and users of the financial statements would otherwise not understand those material transactions, other events or conditions.

Refer to Note 4 for related accounting policy information.

2) Amendments to IAS 8 "Definition of Accounting Estimates"

The Company has applied the amendments since January 1, 2023, which defines accounting estimates as monetary amounts in financial statements that are subject to measurement uncertainty. In applying accounting policies, The Company may be required to measure items at monetary amounts that cannot be observed directly and must instead be estimated. In such a case, The Company uses measurement techniques and inputs to develop accounting estimates to achieve the objective. The effects on an accounting estimate of a change in a measurement technique or a change in an input are changes in accounting estimates unless they result from the correction of prior period errors.

b. The IFRS Accounting Standards endorsed by the FSC for application starting from 2024

New, Amended and Revised Standards and Interpretations	**Effective Date Announced by IASB (Note 1)**
Amendments to IFRS 16 "Leases Liability in a Sale and Leaseback"	January 1, 2024 (Note 2)
Amendments to IAS 1 "Classification of Liabilities as Current or Non-current"	January 1, 2024
Amendments to IAS 1 "Non-current Liabilities with Covenants"	January 1, 2024
Amendments to IAS 7 and IFRS 7 "Supplier Finance Arrangements"	January 1, 2024 (Note 3)

Note 1: Unless stated otherwise, the above IFRS Accounting Standards will be 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.

Note 3: The amendments provide some transition relief regarding disclosure requirements.

As of the release date of financial statements, the Corporation is assessing that the application of other standards and interpretations will not have an material impact on the Corporation's financial position and financial performance.

c. The IFRS Accounting Standards in issue but not yet endorsed and issued into effect by the FSC

New, Amended and Revised Standards and Interpretations	Effective Date Announced by IASB (Note 1)
Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between an Investor and its Associate or Joint Venture"	To be determined by IASB
IFRS 17 "Insurance Contracts"	January 1, 2023
Amendments to IFRS 17	January 1, 2023
Amendments to IFRS 17 "Initial Application of IFRS 9 and IFRS 17 - Comparative Information"	January 1, 2023
Amendments to IAS 21 "Lack of Exchangeability"	January 1, 2025 (Note 2)

Note 1: Unless stated otherwise, the above IFRS Accounting Standards are effective for annual reporting periods beginning on or after their respective effective dates.

Note 2: An entity shall apply those amendments for annual reporting periods beginning on or after January 1, 2025. Upon initial application of the amendments, the entity recognizes any effect as an adjustment to the opening balance of retained earnings. When the entity uses a presentation currency other than its functional currency, it shall, at the date of initial application, recognize any effect as an adjustment to the cumulative amount of translation differences in equity.

Except for the above impact, as of the date the consolidated financial statements were authorized for issue, The Company is continuously assessing the possible impact that the application of other standards and interpretations will have on The Company's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

d. Presentation reclassification

The management of the Company considers the bank deposits repatriated for restricted purpose for the use of substantial investments and financial investments in accordance with the Management, Utilization, and Taxation of Repatriated Offshore Funds Act. do not change the nature of the deposit as the entity can access those amounts on demand. The management concludes that the presentation of cash and cash equivalents is more appropriate and, therefore, has changed the presentation of the consolidated balance sheets and consolidated statements of cash flows in 2023. The financial assets at amortized cost were reclassified to cash and cash equivalents with a carrying amount of $1,887 thousand, $10,256 thousand and $35,816 thousand on December 31, 2023, December 31, 2022 and January 1, 2022. The impact on cash flows for the year ended December 31, 2022 was as follows:

	Adjustments
Net cash used in investing activities	$ (25,560)
Net decrease in cash and cash equivalents	$ (25,560)

4. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

a. Statement of compliance

The financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

b. Basis of preparation

The financial statements have been prepared on the historical cost basis except for financial instruments that are measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for 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 the 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 the asset or liability.

When preparing its parent company only financial statements, the Company used equity method to account for its investment in subsidiaries, associates and jointly controlled entities. In order for the amounts of the net profit for the year, other comprehensive income for the year and total equity in the parent company only financial statements to be the same with the amounts attributable to the owner of the Company in its financial statements, adjustments arising from the differences in accounting treatment between parent company only basis and consolidated basis were made to investments accounted for by equity method, share of profit or loss of subsidiaries, associates and joint ventures, share of other comprehensive income of subsidiaries, associates and joint ventures and related equity items, as appropriate, in the parent company only financial statements.

c. Classification of current and non-current assets and liabilities

Current assets include:

1) Assets held primarily for the purpose of trading;

2) Assets expected to be realized within 12 months after the reporting period; and

3) 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:

1) Liabilities held primarily for the purpose of trading;

2) Liabilities due to be settled within 12 months after the reporting period, even if an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the financial statements are authorized for issue; and

3) Liabilities for which the Company 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. Foreign **currencies**

In preparing the Company’s financial statements, transactions in currencies other than the Company’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 from 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 cases, the exchange differences are also recognized directly in other comprehensive income.

Non-monetary item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

For the purpose of presenting financial statements, the functional currencies of the Company and its foreign operations (including subsidiaries, associates, joint ventures and branches in other countries 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).

On the disposal of a foreign operation (i.e., a disposal of the Company’s entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, a disposal involving loss of joint control over a jointly controlled entity that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

In a partial disposal of a subsidiary that does not result in the Company losing control over the subsidiary, the proportionate share of accumulated exchange differences is not recognized in profit or loss. For all other partial disposals (i.e., partial disposals of associates or jointly controlled entities that do not result in the Company losing significant influence or joint control), the proportionate share of the accumulated exchange differences recognized in other comprehensive income is reclassified to profit or loss.

e. Inventories

Inventories consist of raw materials, supplies, finished goods and work-in-process and are stated at the lower of cost or net realizable value. Inventory write-downs are made by item, except where it may be appropriate to group similar or related items. Net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale. Inventories are recorded at specific identification of cost on the balance sheet date.

f. Investments in subsidiaries

The Company uses the equity method to account for its investments in subsidiaries.

Subsidiary is an entity that is controlled by the Company.

Under the equity method, investment in a subsidiary is initially recognized at cost and adjusted thereafter to recognize the Company’s share of the profit or loss and other comprehensive income of the subsidiary. The Company also recognizes the changes in the Company’s share of equity of subsidiaries.

Changes in the Company’s ownership interest in a subsidiary that do not result in the Company losing control of the subsidiary are accounted for as equity transactions. The Company recognizes directly in equity any difference between the carrying amount of the investment and the fair value of the consideration paid or received.

When the Company’s share of loss of a subsidiary exceeds its interest in that subsidiary (which includes any carrying amount of the investment accounted for using the equity method and long-term interests that, in substance, form part of the Company’s net investment in the subsidiary), the Company continues recognizing its share of further loss, if any.

Any excess of the cost of acquisition over the Company’s share of the net fair value of the identifiable assets and liabilities of a subsidiary that constitutes a business at the date of acquisition is recognized as goodwill, which is included within the carrying amount of the investment and is not amortized. Any excess of the Company’s share of the net fair value of the identifiable assets and liabilities of a subsidiary that constitutes a business over the cost of acquisition is recognized immediately in profit or loss.

The Company assesses its investment for any impairment by comparing the carrying amount with the estimated recoverable amount as assessed based on the investee’s financial statements as a whole. Impairment loss is recognized when the carrying amount exceeds the recoverable amount. If the recoverable amount of the investment subsequently increases, the Company recognizes a reversal of the impairment loss; the adjusted post-reversal carrying amount should not exceed the carrying amount that would have been recognized (net of amortization or depreciation) had no impairment loss been recognized in prior years. An impairment loss recognized on goodwill cannot be reversed in a subsequent period.

When the Company loses control of a subsidiary, it recognizes the investment retained in the former subsidiary at its fair value at the date when control is lost. The difference between the fair value of the retained investment plus any consideration received and the carrying amount of the previous investment at the date when control is lost is recognized as a gain or loss in profit or loss. Besides this, the Company accounts for all amounts previously recognized in other comprehensive income in relation to that subsidiary on the same basis as would be required had the Company directly disposed of the related assets or liabilities.

Profit or loss resulting from downstream transactions is eliminated in full only in the parent company only financial statements. Profit and loss resulting from upstream transactions and transactions between subsidiaries is recognized only in the parent company only financial statements and only to the extent of interests in the subsidiaries that are not related to the Company.

g. Property, plant and equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost less 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.

Freehold land is not depreciated.

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. Investment properties

Investment properties are properties held to earn rental and/or for capital appreciation. Investment properties include right-of-use assets and properties under construction that meet the definition of investment properties. Investment properties also include land held for a currently undetermined future use.

Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at cost less accumulated depreciation and accumulated impairment loss.

Depreciation is recognized using the straight-line method.

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

i. Impairment of property, plant and equipment, investment properties, and right-of-use asset

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

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

When an impairment loss is subsequently reversed, the carrying amount of the asset or cash-generating unit is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized on the asset or cash-generating unit 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 Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or 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 categories

Financial assets are classified into the following categories: Financial assets at FVTPL, financial assets at amortized cost and investments in equity instruments at FVTOCI.

i. Financial assets at FVTPL

Financial assets are classified as at FVTPL when such financial assets are mandatorily classified 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 subsequently measured at fair value, and any dividends or interest earned on such financial assets are recognized in other income and interest income, respectively; any remeasurement gains or losses on such financial assets are recognized in other gains or losses. Fair value is determined in the manner described in Note 25.

ii. Financial assets at amortized cost

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

i) The financial assets are 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, note and trade receivables at amortized cost, other receivables, and refundable deposits, 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.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of such a financial asset, except for:

i) Purchased or originated credit-impaired financial asset, for which interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost of such financial assets; and

ii) Financial asset that is not credit impaired on purchase or origination but has subsequently become credit impaired, for which interest income is calculated by applying the effective interest rate to the amortized cost of such financial assets in subsequent reporting periods.

Cash equivalents include time deposits and repurchase agreement 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.

iii. Investments in equity instruments at FVTOCI

On initial recognition, the Company may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation as at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognized by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are subsequently measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in other equity. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments; instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment.

b) Impairment of financial assets

The Company recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including trade receivables) and investments in debt instruments that are measured at FVTOCI.

The Company always recognizes lifetime expected credit losses (ECLs) for trade receivables. For all other financial instruments, the Company 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 Company 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 Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to 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. On derecognition of an investment in a debt instrument at FVTOCI, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss which had been recognized in other comprehensive income is recognized in profit or loss. However, on derecognition of an investment in an equity instrument at FVTOCI, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, and the cumulative gain or loss which had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

2) Equity instruments

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

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

The repurchase of the Company'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.

For a financial liability designated as at FVTPL, the amount of changes in fair value attributable to changes in the credit risk of the liability is presented in other comprehensive income and will not be subsequently reclassified to profit or loss. The remaining amount of changes in the fair value of that liability which any interest or dividends paid on such financial liability is presented in profit or loss. The gain or loss accumulated in other comprehensive income will be transferred to retained earnings when the financial liability is derecognized. Fair value is determined in the manner described in Note 25.

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) Convertible bonds

The component parts of compound instruments (i.e., convertible bonds) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

On initial recognition, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortized cost basis using the effective interest method until extinguished upon conversion or upon the instrument's maturity date. Any embedded derivative liability is measured at fair value.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognized and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised; in which case, the balance recognized in equity will be transferred to capital surplus - share premiums. When the conversion option remains unexercised at maturity, the balance recognized in equity will be transferred to capital surplus - share premiums.

Transaction costs that relate to the issuance of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognized directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component.

k. Provisions

Provisions, including those arising from contractual obligations specified in service concession arrangements to maintain or restore infrastructure before it is handed over to the grantor and levies imposed by governments, are measured at the best estimate of the discounted cash flows of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

l. Revenue recognition

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

1) Revenue from the sale of goods

Revenue from the sale of goods comes from sales of heat exchange products and thermal products. When the goods are delivered to the customer’s specific location, the goods are shipped and the goods are picked up by customers 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.

2) Revenue from the rendering of services

Revenue comes from services of mechanical hardware and processing of fabricated metals.

m. Leases

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

1) The Company as lessor

Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Lease payments (less any lease incentives payable) from operating leases are recognized as income on a straight-line basis over the terms of the relevant leases. Initial direct costs incurred in obtaining operating leases are added to the carrying amounts of the underlying assets and recognized as expenses on a straight-line basis over the lease terms.

2) The Company as lessee

The Company 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 by 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, plus any initial direct costs incurred and an estimate of costs needed to restore the underlying assets, and less any lease incentives received. 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 lessee’s incremental borrowing rate will be used.

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 the Company remeasures 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.

n. 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.

o. 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 expenses when employees have rendered services entitling them to the contributions.

Defined benefit costs (including service cost, net interest and remeasurement) under defined benefit retirement benefit plans are determined using the projected unit credit method. Service cost (including current service cost, past service cost, and net interest on the net defined benefit liabilities (assets) are recognized as employee benefits expense in the period in which they occur. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling 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 (assets) represent the actual deficit (surplus) 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.

3) Termination benefits

A liability for a termination benefit is recognized at the earlier of when the Company can no longer withdraw the offer of the termination benefit and when the Company recognizes any related restructuring costs.

p. 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 Law 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 to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are recognized only to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and 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 Company 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.

Where current tax or deferred tax arises from the initial accounting for a business combination and the acquisition of a subsidiary, the tax effect is included in the accounting for the business combination and investments in a subsidiary.

5. MATERIAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION AND UNCERTAINTY

In the application of the Company’s accounting policies, management is required to make judgments, estimations, and assumptions on 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	
	2023	**2022**
Cash on hand	$ 438	$ 534
Checking accounts and demand deposits	505,932	174,939
	$ 506,370	$ 175,473

7. FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

	December 31	
	2023	**2022**
Financial assets at FVTPL - current		
Financial assets mandatorily classified as at FVTPL		
Non-derivative financial assets		
Mutual funds	$ -	$ 42,214
Financial liabilities at FVTPL - non-current		
Financial assets mandatorily classified as at FVTPL		
Put option for convertible corporate bonds (Note 16)	$ 7,100	$ -

8. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	December 31	
	2023	**2022**
Non-current		
Investments in equity instruments at fair value through other comprehensive income (FVTOCI)	$ 68,634	$ 86,225
Non-current		
Domestic investments		
Listed shares and emerging market shares		
Ordinary shares - ACTi Corporation	$ 4,713	$ 1,643
Unlisted shares		
Ordinary shares - Semisils Applied Materials Corp., Ltd	300	2,378
Foreign investments		
Listed shares		
Ordinary shares - Bloom Energy	63,621	82,204
	$ 68,634	$ 86,225

These investments are held for medium- to long-term strategic purposes and are anticipated to earn profits through long-term investing. The management elected to designate these investments as FVTOCI, for they believe that recognizing short-term fluctuations in these investments' fair value in profit or loss would not be consistent with The Company's long-term investment strategy mentioned above.

9. NOTES, ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES

	December 31	
	2023	2022
Notes receivable		
Notes receivable - operating	$ 14,552	$ 20,954
Less: Allowance for impairment loss	(73)	(105)
	$ 14,479	$ 20,849
Trade receivables		
At amortized cost		
Gross carrying amount	$ 753,888	$ 524,584
Less: Allowance for impairment loss	(8,655)	(6,855)
	$ 745,233	$ 517,729
Other receivables		
Other receivable	$ 825	$ 99
Less: Allowance for impairment loss	-	-
	$ 825	$ 99

The average credit period of sales of goods is 30-120 days. No interest is charged on trade receivables.

The Company 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 prepared by reference to 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 there are different loss patterns for various customer segments, the Company uses different provision matrixes based on customer segments, and determines the expected credit loss rate by reference to past due days of accounts receivable.

The Company writes off a trade receivable when there is evidence indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, for trade receivables that have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The following table details the loss allowance of notes receivable and trade receivables based on the Company’s provision matrix.

December 31, 2023

Thermal products

	Not Past Due	1 to 120 Days Past Due	121 to 240 Days Past Due	241 to 360 Days Past Due	Over 360 Days Past Due	Total
Gross carrying amount	$ 388,446	$ 126,703	$ -	$ 106	$ -	$ 515,255
Loss allowance (Lifetime ECL)	(4,027)	(3,348)	-	(21)	-	(7,396)
Amortized cost	$ 384,419	$ 123,355	$ -	$ 85	$ -	$ 507,859

The expected credit loss rate for each above range of the Company is not more than 1% within the not overdue period; 2%-20% within the overdue period from 1 to 240 days; and 20%-100% when the overdue period exceeds 240 days.

Heat exchange products and other products

	Not Past Due	1 to 120 Days Past Due	121 to 240 Days Past Due	241 to 360 Days Past Due	Over 360 Days Past Due	Customers with Signs of Default	Total
Gross carrying amount	$ 246,148	$ 6,140	$ -	$ 16	$ -	$ 881	$ 253,185
Loss allowance (Lifetime ECL)	(318)	(130)	-	(3)	-	(881)	(1,332)
Amortized cost	$ 245,830	$ 6,010	$ -	$ 13	$ -	$ -	$ 251,853

The expected credit loss rate for each above range of the Company is not more than 0.1% within the not overdue period; 2%-20% within the overdue period from 1 to 240 days; and 20%-100% when the overdue period exceeds 240 days. Partial receivables due are currently uncollectable for the reason that certain customers are undergoing debt restructuring; therefore, the Company recognizes the full amount as expected credit loss.

December 31, 2022

Thermal products

	Not Past Due	1 to 120 Days Past Due	121 to 240 Days Past Due	241 to 360 Days Past Due	Over 360 Days Past Due	Total
Gross carrying amount	$ 220,434	$ 112,870	$ 239	$ -	$ -	$ 333,543
Loss allowance (Lifetime ECL)	(2,204)	(2,998)	(48)	-	-	(5,250)
Amortized cost	$ 218,230	$ 109,872	$ 191	$ -	$ -	$ 328,293

The expected credit loss rate for each above range of the Company is not more than 1% within the not overdue period; 2%-20% within the overdue period from 1 to 240 days; and 20%-100% when the overdue period exceeds 240 days.

Heat exchange products and other products

	Not Past Due	1 to 120 Days Past Due	121 to 240 Days Past Due	241 to 360 Days Past Due	Over 360 Days Past Due	Customers with Signs of Default	Total
Gross carrying amount	$ 200,138	$ 10,926	$ -	$ -	$ -	$ 931	$ 211,995
Loss allowance (Lifetime ECL)	(287)	(492)	-	-	-	(931)	(1,710)
Amortized cost	$ 199,851	$ 10,434	$ -	$ -	$ -	$ -	$ 210,285

The expected credit loss rate for each above range of the Company is not more than 0.1% within the not overdue period; 2%-20% within the overdue period from 1 to 240 days; and 20%-100% when the overdue period exceeds 240 days. Partial receivables due are currently uncollectable for the reason that certain customers are undergoing debt restructuring; therefore, the Company recognizes the full amount as expected credit loss.

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

	2023	2022
Balance at January 1	$ 6,960	$ 3,047
Add: Net remeasurement of loss allowance	1,768	3,913
Less: Impairment losses reversed	-	-
Balance at December 31	$ 8,728	$ 6,960

10. INVENTORIES

	December 31	
	2023	2022
Finished goods	$ 114,304	$ 139,345
Work in process	395,475	448,481
Raw materials	578,915	311,043
Supplies	14,145	7,298
Merchandise	683	1,531
Spare parts	14,552	16,908
Inventory in transit	32,490	173,939
	$ 1,150,564	$ 1,098,545

The cost of inventories recognized as cost of goods sold for the years ended December 31, 2023 and 2022 was $3,016,333 thousand and $1,990,218 thousand, respectively. The cost of goods sold for 2023 and 2022 included (reversal of) inventory write-downs of $4,882 thousand and $(1,274) thousand, respectively.

11. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

	December 31	
	2023	2022
Investments in subsidiaries	$ 293,460	$ 262,142

Investments in subsidiaries

	December 31	
	2023	2022
Kaori International	$ 293,460	$ 262,142

The proportion of the Company’s ownership was as follows:

	December 31	
	2023	2022
Kaori International	100%	100%

The detail information of the subsidiary is disclosed in Table 3.

The investment was accounted for using the equity method and the share of profit or loss and other comprehensive income; this investment was calculated based on financial statements which have been audited in 2023 and 2022.

12. PROPERTY, PLANT AND EQUIPMENT

	Freehold Land	Buildings	Machinery and Equipment	Electric Equipment	Transportation Equipment	Office Equipment	Property in Construction	Total
Cost								
Balance at January 1, 2023	$ 704,179	$ 772,356	$ 272,796	$ 164,849	$ 1,974	$ 141,283	$ 36,228	$ 2,093,665
Additions	-	5,102	217,202	15,029	734	89,191	4,140	331,398
Disposals	-	-	(85,696)	(9,052)	(256)	(45,866)	-	(140,870)
Reclassifications	-	8,830	-	27,398	-	-	(36,228)	-
Balance at December 31, 2023	$ 704,179	$ 786,288	$ 404,302	$ 198,224	$ 2,452	$ 184,608	$ 4,140	$ 2,284,193
Accumulated depreciation and impairment								
Balance at January 1, 2023	$ -	$ 197,029	$ 156,305	$ 97,437	$ 703	$ 72,805	$ -	$ 524,279
Depreciation expense	-	29,597	37,045	15,040	358	29,500	-	111,540
Disposals	-	-	(81,566)	(7,847)	(256)	(45,824)	-	(135,493)
Balance at December 31, 2023	$ -	$ 226,626	$ 111,784	$ 104,630	$ 805	$ 56,481	$ -	$ 500,326
Carrying amount at December 31, 2023	$ 704,179	$ 559,662	$ 292,518	$ 93,594	$ 1,647	$ 128,127	$ 4,140	$ 1,783,867
Cost								
Balance at January 1, 2022	$ 704,179	$ 704,965	$ 264,145	$ 153,310	$ 1,245	$ 135,328	$ 73,285	$ 2,036,457
Additions	-	17,243	24,801	1,161	729	33,339	24,091	101,364
Disposals	-	-	(16,150)	(622)	-	(27,384)	-	(44,156)
Reclassifications	-	50,148	-	11,000	-	-	(61,148)	-
Balance at December 31, 2022	$ 704,179	$ 772,356	$ 272,796	$ 164,849	$ 1,974	$ 141,283	$ 36,228	$ 2,093,665
Accumulated depreciation and impairment								
Balance at January 1, 2022	$ -	$ 168,764	$ 143,266	$ 84,707	$ 492	$ 73,702	$ -	$ 470,931
Depreciation expense	-	28,265	29,189	13,352	211	26,487	-	97,504
Disposals	-	-	(16,150)	(622)	-	(27,384)	-	(44,156)
Balance at December 31, 2022	$ -	$ 197,029	$ 156,305	$ 97,437	$ 703	$ 72,805	$ -	$ 524,279
Carrying amount at December 31, 2022	$ 704,179	$ 575,327	$ 116,491	$ 67,412	$ 1,271	$ 68,478	$ 36,228	$ 1,569,386

The above items of property, plant and equipment are depreciated on a straight-line basis over the estimated useful lives as follows:

Buildings	
Building	20-60 years
Plant equipment	38-51 years
Machinery equipment	
Furnace equipment	8-15 years
Lathe and stamping machinery	8-10 years
Electricity equipment	5-6 years
Transportation equipment	5-6 years
Other equipment	5-6 years

In 2023 and 2022, the Company assessed the property, plant and equipment listed above and found no indication of impairment.

Property, plant and equipment pledged as collateral for bank borrowings were set out in Note 27.

13. LEASE ARRANGEMENTS

a. Right-of-use assets

	December 31	
	2023	2022
Carrying amount		
Land	$ 271	$ 391
Transportation equipment	6,191	2,972
	$ 6,462	$ 3,363

	For the Year Ended December 31	
	2023	2022
Addition for right-of-use assets	$ 6,268	$ -
Depreciation charge for right-of-use assets		
Land	$ 120	$ 120
Transportation equipment	2,748	2,602
	$ 2,868	$ 2,722

b. Lease liabilities

	December 31	
	2023	2022
Carrying amount		
Current	$ 2,864	$ 2,262
Non-current	$ 3,631	$ 1,136

Range of discount rate for lease liabilities was as follows:

	December 31	
	2023	2022
Land	1.25%	1.25%
Transportation equipment	1.25%-1.8%	1.25%

c. Material leasing-in activities and terms

The Company leases certain transportation equipment and land with lease terms of 3-5 years. Those arrangements do not contain renewal or purchase options.

d. Other lease information

	For the Year Ended December 31	
	2023	2022
Expenses relating to short-term leases	$ 930	$ 750
Total cash outflow for leases	$ (3,858)	$ (3,523)

The Company's lease of a building qualifies as short-term lease. The Company has elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases.

14. INVESTMENT PROPERTIES

	December 31	
	2023	**2022**
Completed investment properties	$ 22,225	$ 23,325

	Completed Investment Properties
Cost	
Balance at January 1, 2023	$ 30,895
Balance at December 31, 2023	$ 30,895
Accumulated depreciation and impairment	
Balance at January 1, 2023	$ 7,570
Depreciation expense	1,100
Balance at December 31, 2023	$ 8,670
Carrying amount at December 31, 2023	$ 22,225
Cost	
Balance at January 1, 2022	$ 30,895
Balance at December 31, 2022	$ 30,895
Accumulated depreciation and impairment	
Balance at January 1, 2022	$ 6,471
Depreciation expense	1,099
Balance at December 31, 2022	$ 7,570
Carrying amount at December 31, 2022	$ 23,325

The abovementioned investment properties are leased out for 5 years. These arrangements do not contain renewal or purchase options.

Investment properties pledged as collateral for bank borrowings were set out in Note 27.

The maturity analysis of lease payments receivable under operating leases of investment properties at December 31, 2023 and 2022 was as follows:

	December 31	
	2023	**2022**
Year 1	$ 720	$ 720
Year 2	60	720
Year 3	-	-
Year 4	-	-
Year 5	-	-
Year 6 onwards	-	-
	$ 780	$ 1,440

The investment properties are depreciated using the straight-line method over their estimated useful lives as follows:

Buildings	36 years

The fair value of the Company's investment properties as of December 31, 2022 was $127,708 thousand. The fair value valuation had been performed by the management of the Company using the valuation model that market participants would use in determining the fair value. The valuation was arrived at by reference to market evidence of transaction prices for similar properties. The Company management were evaluation, the fair value did not have material impact during December 31, 2023.

15. BORROWINGS

a. Short-term borrowings

	December 31	
	2023	**2022**
Unsecured borrowings		
Letters of credit	$ -	$ 750,000

The interest rates on letters of credit 1.49%-1.69% per annum as of December 31, 2023 and 2022.

b. Long-term borrowings

	December 31	
	2023	**2022**
Secured and Unsecured borrowings		
Bank loans	$ 439,155	$ 682,715
Less: Current portion	(254,650)	(88,050)
Long-term borrowings	$ 184,505	$ 594,665

The borrowings of the Company were as follows:

	Detail of Borrowing	December 31 2023	December 31 2022
Secured bank borrowing denominated in NT$	Maturity date: 2030.11.15 Principle is paid monthly since December 2025	$ 110,890	$ -
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since June 20222	31,944	44,722
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since June 20222	30,333	42,467
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since June 2022	5,056	7,078
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since June 20222	6,389	8,944
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since December 2022	22,688	31,763
Secured bank borrowing denominated in NT$	Maturity date: 2026.06.01 Principle is paid semi-annually since December 2022	19,375	27,125
Secured bank borrowing denominated in NT$	Maturity date: 2025.04.15 Principle is paid quarterly since July 2016,the principal was early repaid in the current period.	12,480	20,816
Secured bank borrowing denominated in NT$	Maturity date: 2025.09.17 Principle is paid quarterly since September 2022,the principal was early repaid in the current period.	-	269,800
Unsecured bank borrowing denominated in NT$	Maturity date: 2024.12.28 Principle is paid semi-annually since December 2024	200,000	200,000
Unsecured bank borrowing denominated in NT$	Maturity date: 2025.08.29 Principle is paid monthly since October 2023,the principal was early repaid in the current period.	-	30,000
		439,155	682,715
Less: Current portion		(254,650)	(88,050)
		$ 184,505	$ 594,665

The interest rates on letters of credit 1.3%-1.8539% and 1.5803%-1.9664% per annum as of December 31, 2023 and 2022.

The company provides property, plant and equipment of financial institutions as collaterals for long-term loans, please refer to Note 27 for details of the collaterals.

16. BONDS PAYABLE

	December 31	
	2023	2022
Unsecured domestic convertible bonds	$ 907,030	$ -
Less: Current portion	-	-
	$ 907,030	$ -

On December 6, 2023, the Company offered the fourth unsecured domestic convertible bonds worth NT$1,137,963 thousand with a coupon rate of 0%. The period of issuance is 5 years, and the period of bond circulation is from December 6,2023 to December 6,2028. The convertible bonds will be repaid in cash in one lump sum according to the face value of the bonds upon maturity. Holders of the bonds may request conversions to ordinary shares between March 7, 2024 and December 6, 2028; the conversion price at the issuance was $240 per share. In December 6, 2023 as the base date for the early sale of the convertible bonds by the holders of the bonds.

The convertible bonds included components of liability and equity; the components of equity were expressed as capital surplus option under the equity item. The effective interest rate originally recognized for the components of liabilities was 1.986%.

Proceeds from issuance (less transaction costs of $5,195 thousand)	$ 1,132,768
Equity component (less transaction costs allocated to the equity component of $1,026 thousand))	(222,937)
Value of put option	(4,300)
Liability component at the date of issue (less transaction costs allocated to the liability component of $4,169 thousand)	905,531
Interest charged at an effective interest rate	1,499
Components of liabilities at December 31, 2023	$ 907,030

17. OTHER LIABILITIES

	December 31	
	2023	2022
Other payables		
Payables for salaries and bonus	$ 236,344	$ 143,998
Payables for bonus to employees and directors	42,517	22,242
Payables for goods	20,600	25,466
Payables for processing fees	973	4,439
Payables for prepaid equipment	18,157	13,144
Others	26,321	20,825
	$ 344,912	$ 230,114

18. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

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

b. Defined benefit plans

The defined benefit plan adopted by the Company in accordance with the Labor Standards Law is operated by the government. Pension benefits are calculated on the basis of the length of service and average monthly salaries of the 6 months before retirement. The Company contributes amounts equal to 9% 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	
	2023	2022
Present value of defined benefit obligation	$ (71,725)	$ (72,108)
Fair value of plan assets	83,930	82,736
Net defined benefit assets	$ 12,205	$ 10,628

Movements in net defined benefit assets (liabilities) were as follows:

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Assets
Balance at January 1, 2022	$ (78,944)	$ 79,405	$ 461
Service cost			
Current service cost	(820)	-	(820)
Net interest (expense) income	(481)	494	13
Recognized in profit or loss	(1,301)	494	(807)
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	2,887	2,887
Actuarial gain - change in financial adjustments	6,748	-	6,748
Actuarial loss - experience adjustments	(2,521)	-	(2,521)
Recognized in other comprehensive income	4,227	2,887	7,114
Contributions from the employer	-	3,860	3,860
Benefits paid	3,910	(3,910)	-
Balance at December 31, 2022	(72,108)	82,736	10,628

(Continued)

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Assets
Service cost			
Current service cost	$ (708)	$ -	$ (708)
Net interest (expense) income	(1,082)	1,271	189
Recognized in profit or loss	(1,790)	1,271	(519)
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(34)	(34)
Actuarial loss - change in financial adjustments	(1,714)	-	(1,714)
Actuarial gain - experience adjustments	58	-	58
Recognized in other comprehensive income	(1,656)	(34)	(1,690)
Contributions from the employer	-	3,786	3,786
Benefits paid	3,829	(3,829)	-
Balance at December 31, 2023	$ (71,725)	$ 83,930	$ 12,205

(Concluded)

Through the defined benefit plans under the Labor Standards Law, the Company 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 and corporate 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.

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

	December 31	
	2023	2022
Discount rate(s)	1.25%	1.50%
Expected rate(s) of salary increase	2.00%	2.00%

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

	December 31	
	2023	2022
Discount rate(s)		
0.25% increase	$ (1,714)	$ (1,774)
0.25% decrease	$ 1,776	$ 1,840
Expected rate(s) of salary increase		
0.25% increase	$ 1,732	$ 1,799
0.25% decrease	$ (1,681)	$ (1,743)

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 would occur in isolation of one another as some of the assumptions may be correlated.

	December 31	
	2023	2022
The expected contributions to the plan for the next year	$ 3,698	$ 3,946
The average duration of the defined benefit obligation	9.7 years	10.1 years

19. EQUITY

a. Share capital

Ordinary shares

	December 31	
	2023	2022
Number of shares authorized (in thousands)	100,000	100,000
Shares authorized	$ 1,000,000	$ 1,000,000
Number of shares issued and fully paid (in thousands)	89,384	89,384
Shares issued	$ 893,841	$ 893,841

b. Capital surplus

	December 31	
	2023	2022
May be used to offset a deficit, distributed as cash dividends, or transferred to share capital*		
Issuance (bonds) of ordinary shares	$ 268,526	$ 268,526
Conversion of bonds	317,071	317,071
Overdue options	7,817	7,817
May not be used for any purpose		
Convertible bonds share options	222,937	-
	$ 816,351	$ 593,414

* Such capital surplus may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital (limited to a certain percentage of the Company's capital surplus and once a year).

c. Retained earnings and dividend policy

Under the dividend policy as set forth in the amended Articles, where the Company made 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, 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 distribution of dividends and bonus to shareholders. For the policies on distribution of employees' compensation and remuneration of directors and supervisors before and after amendment, refer to employee benefits expense in Note 22(g).

Dividends are recommended by the board of directors in accordance with the Corporation's dividend policy. Under this policy, industry trend and growth should be evaluated, investment opportunities should be fully understood, and proper capital adequacy ratios should be considered in determining the dividend to be distributed. In addition, cash dividends should not be less than 10% of the total dividends to be appropriated.

Appropriation of earnings to legal reserve shall be made until the legal reserve equals the Company's paid-in capital. 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.

When a special reserve is appropriated for cumulative net debit balance reserves from prior period, the special reserve is only appropriated from the prior unappropriated earnings.

The appropriations of earnings and dividends per share for 2022 and 2021 were as follows:

	Appropriation of Earnings		**Dividends Per Share (NT$)**	
	For Fiscal Year 2022	**For Fiscal Year 2021**	**For Fiscal Year 2022**	**For Fiscal Year 2021**
Legal reserve	$ 30,671	$ 14,862	$ -	$ -
Cash dividends	134,076	134,076	1.5	1.5

The cash dividends for 2022 and 2021 were approved in the board meetings on March 22, 2023 and March 25, 2022, respectively. The appropriations of earnings for 2022 and 2021 were approved in the shareholders' meetings on June 13, 2023 and June 16, 2022, respectively.

The appropriations and dividends per share for 2023 were as follows:

	Appropriation of Earnings	**Dividends Per Share (NT$)**
Legal reserve	$ 57,517	$ -
Special reserve	5,401	-
Cash dividends	357,536	4

The cash dividends mentioned above were approved in the board meeting on March 8, 2023; the appropriation of earnings for 2023 are subject to the resolution of the shareholders in their meeting to be held in June 2024.

20. REVENUE

	For the Year Ended December 31	
	2023	2022
Revenue from sale of goods	$ 4,105,766	$ 2,634,631
Revenue from the rendering of services	37,519	49,767
	$ 4,143,285	$ 2,684,398

Contract liabilities

	December 31 2023	December 31 2022	January 1 2022
Trade receivable (Note 9)	$ 753,664	$ 531,263	$ 296,357
Contract liabilities			
Sale of goods	$ 31,421	$ 53,138	$ 32,057

The contract liabilities were unearned sales revenue and accounted for as other current liabilities.

21. NET PROFIT

Net profit included the following:

a. Interest income

	For the Year Ended December 31	
	2023	2022
Bank deposits of financial assets at amortized cost	$ 7,365	$ 840
Others	313	53
	$ 7,678	$ 893

b. Other income

	For the Year Ended December 31	
	2023	2022
Rental income	$ 687	$ 687
Electric power revenue	3,861	-
Others	10,174	3,997
	$ 14,722	$ 4,684

c. Other gains and losses

	For the Year Ended December 31	
	2023	2022
Fair value changes of financial assets and financial liabilities		
Financial assets mandatorily at FVTPL	$ 956	$ (6,233)
Financial liabilities mandatorily at FVTPL	(2,800)	-
Gain on lease modification	5	-
Net foreign exchange gain	26,665	57,620
Gain on disposal of property, plant and equipment	4,323	-
Others	(4,009)	(2,456)
	$ 25,140	$ 48,931

d. Finance costs

	For the Year Ended December 31	
	2023	2022
Interest on bank loans	$ 31,832	$ 13,286
Interest on Convertible Bonds	1,499	-
Interest on lease liabilities	63	58
	$ 33,394	$ 13,344

e. Depreciation and amortization

	For the Year Ended December 31	
	2023	2022
Property, plant and equipment	$ 111,540	$ 97,504
Right-of-use assets	2,868	2,722
Investment properties	1,100	1,099
Intangible assets	558	-
Non-current assets	3,080	4,833
	$ 119,146	$ 106,158
An analysis of depreciation by function		
Operating costs	$ 77,082	$ 64,060
Operating expenses	36,036	36,166
Other gains and losses	2,390	1,099
	$ 115,508	$ 101,325
An analysis of amortization by function		
Operating costs	$ 2,342	$ 1,908
Operating expenses	1,296	2,925
	$ 3,638	$ 4,833

f. Employee benefits expense

	For the Year Ended December 31	
	2023	2022
Post-employment benefits		
Defined contribution plans	$ 20,920	$ 18,053
Defined benefit plans (Note 18)	519	807
	21,439	18,860
Other employee benefits	745,717	564,146
Total employee benefits expense	$ 767,156	$ 583,006
An analysis of employee benefits expense by function		
Operating costs	$ 457,191	$ 340,372
Operating expenses	309,965	242,634
	$ 767,156	$ 583,006

g. Compensation of employees and remuneration of directors for 2023 and 2022

The Company accrued compensation of employees and remuneration of directors at the rates no less than 2% and no higher than 5%, respectively, of net profit before income tax, compensation of employees, and remuneration of directors. The compensation of employees and remuneration of directors for the years ended December 31, 2023 and 2022 which were approved by the Company's board of directors on March 8, 2024 and March 22, 2023, respectively, were as follows:

Accrual rate

	For the Year Ended December 31	
	2023	2022
Compensation of employees	2.10%	2.10%
Remuneration of directors	3.50%	3.50%

Amount

	For the Year Ended December 31			
	2023		2022	
	Cash	Shares	Cash	Shares
Compensation of employees	$ 15,944	-	$ 8,341	-
Remuneration of directors	26,573	-	13,901	-

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

There was no difference between the actual amounts of compensation of employees and remuneration of directors paid and the amounts recognized in the financial statements for the years ended December 31, 2022.

Information on the compensation of employees and remuneration of directors for 2023 and 2024 resolved by the Company's board of directors is available at the Market Observation Post System website of the Taiwan Stock Exchange.

22. INCOME TAXES

a. Major components of tax expense (income) recognized in profit or loss

	For the Year Ended December 31	
	2023	2022
Current tax		
In respect of the current year	$ 138,484	$ 61,655
Adjustments for prior year	(1,565)	(2,241)
	136,919	59,414
Deferred tax expense		
In respect of the current period	3,277	14,504
Income tax expense recognized in profit or loss	$ 140,196	$ 73,918

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

	For the Year Ended December 31	
	2023	2022
Profit before tax from continuing operations	$ 716,722	$ 374,938
Income tax expense calculated at the statutory rate	$ 143,344	$ 74,988
Tax effect of adjusting items:		
Tax-exempt income	(191)	-
Nondeductible expenses in determining taxable income	-	1,267
Tax-recognized investment losses	(1,322)	
Others	(70)	(96)
Effects of different tax rates of entities operating in other jurisdictions	(1,565)	(2,241)
Income tax expense recognized in profit or loss	$ 140,196	$ 73,918

b. Income tax expense recognized in other comprehensive income

	For the Year Ended December 31	
	2023	2022
Deferred tax income (expense)		
In respect of the current year		
Fair value changes of financial assets at FVTOCI	$ 3,716	$ 641
Remeasurement of defined benefit plans	338	(1,423)
	$ 4,054	$ (782)

c. Current income tax assets and liabilities

	December 31 2023	December 31 2022
Current tax liabilities		
Income tax payable	$ 117,998	$ 54,357

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, 2023

	Opening Balance	Recognized in Profit or Loss	Recognized in Other Compre-hensive Income	Closing Balance
Deferred tax assets				
Unrealized loss on inventories	$ 8,729	$ 977	$ -	$ 9,706
Associates	1,119	352	-	1,471
Allowance for impairment loss	602	(81)	-	521
Unrealized loss on foreign differences	-	119	-	119
Provisions	1,864	-	-	1,864
Financial liabilities at FVTPL	-	560	-	560
Financial assets at FVTOCI	-	-	785	785
Other	-	300	-	300
	$ 12,314	$ 2,227	$ 785	$ 15,326
Deferred tax liabilities				
Associates	$ 16,966	$ 7,641	$ -	$ 24,607
Defined benefit obligation	2,013	654	(338)	2,329
Unrealized gain on foreign exchange	2,791	(2,791)	-	-
Financial assets at FVTOCI	2,931	-	(2,931)	-
	$ 24,701	$ 5,504	$ (3,269)	$ 26,936

For the year ended December 31, 2022

	Opening Balance	Recognized in Profit or Loss	Recognized in Other Compre-hensive Income	Closing Balance
Deferred tax assets				
Unrealized loss on inventories	$ 8,984	$ (255)	$ -	$ 8,729
Associates	638	481	-	1,119
Defined benefit obligation	21	(21)	-	-
Allowance for impairment loss	328	274	-	602
Unrealized loss on foreign differences	2,378	(2,378)	-	-
Provisions	2,114	(250)	-	1,864
	$ 14,463	$ (2,149)	$ -	$ 12,314
Deferred tax liabilities				
Associates	$ 7,992	$ 8,974	$ -	$ 16,966
Defined benefit obligation	-	590	1,423	2,013
Unrealized gain on foreign exchange	-	2791	-	2,791
Financial assets at FVTOCI	3,572	-	(641)	2,931
	$ 11,564	$ 12,355	$ 782	$ 24,701

e. Income tax assessments

The tax returns through 2021 have been assessed by the tax authorities.

23. EARNINGS PER SHARE

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

Net Profit for the Year

	For the Year Ended December 31 2023	2022
Basic earnings per share	$ 6.45	$ 3.37
Diluted earnings per share	$ 6.44	$ 3.37

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

	For the Year Ended December 31 2023	2022
Profit for the year attributable to owners of the Company	$ 576,526	$ 301,020

The number of ordinary shares outstanding (in thousands of shares) was as follows:

	For the Year Ended December 31	
	2023	**2022**
Weighted average number of ordinary shares used in the computation of basic earnings per share	89,384	89,384
Effect of potentially dilutive ordinary shares		
Compensation of employees	79	58
Weighted average number of ordinary shares used in the computation of diluted earnings per share	89,463	89,442

If the Company were allowed to choose the payment of employee compensation in the form of either stocks or cash, when calculating diluted earnings per share, it is assumed that the employee compensation will be paid in the form of stocks and the weighted average number of outstanding shares will be included when the potential common shares have a dilutive effect. Diluted earnings per share will be calculated accordingly. When calculating diluted earnings per share before deciding on the number of shares to be issued as employee compensation in the following year, the dilutive effect of such potential common shares will continue to be considered.

The company stock outstanding convertible bonds, if converted, as the effect is anti-dilutive, are not included in the calculation of diluted earnings per share.

24. CAPITAL MANAGEMENT

The Company manages its capital to ensure that entities in the Company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The capital structure of the Company consists of net debt (borrowings offset by cash and cash equivalents) and equity attributable to owners of the Company (comprising issued capital, reserves, retained earnings and other equity).

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

Key management personnel of the Company review the capital structure on an annual basis. As part of this review, the key management personnel consider the cost of capital and the risks associated with each class of capital. Based on recommendations of the key management personnel, in order to balance the overall capital structure, the Company may adjust the amount of dividends paid to shareholders, the number of new shares issued or repurchased, and/or the amount of new debt issued or existing debt redeemed.

25. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments that are measured at fair value on a recurring basis

1) Fair value hierarchy

December 31, 2023

	Level 1	Level 2	Level 3	Total
Financial assets at FVTOCI				
Investments in equity instruments				
Domestic investments				
Listed shares and emerging market shares	$ -	$ -	$ 4,713	$ 4,713
Domestic investments				
Unlisted shares	-	-	300	300
Foreign unlisted shares	63,621	-	-	63,621
	$ 63,621	$ -	$ 5,013	$ 68,634
Financial liabilities at FVTPL				
Put option for convertible corporate bonds	$ -	$ 7,100	$ -	$ 7,100

December 31, 2022

	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL				
Mutual funds	$ 42,214	$ -	$ -	$ 42,214
Financial assets at FVTOCI				
Investments in equity instruments				
Domestic investments				
Listed shares and emerging market shares	$ -	$ -	$ 1,643	$ 1,643
Domestic investments				
Unlisted shares	-	-	2,378	2,378
Foreign unlisted shares	82,204	-	-	82,204
	$ 82,204	$ -	$ 4,021	$ 86,225

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

2) Reconciliation of Level 3 fair value measurements of financial instruments

For the year ended December 31, 2023

	Financial Assets at FVTOCI
	Equity Instruments
Financial assets	
Balance at January 1, 2023	$ 4,021
Recognized in other comprehensive income	992
Balance at December 31, 2023	$ 5,013

For the year ended December 31, 2022

	Financial Assets at FVTOCI
	Equity Instruments
Financial assets	
Balance at January 1, 2022	$ 3,023
Recognized in other comprehensive income	998
Balance at December 31, 2022	$ 4,021

3) Valuation technique and input to Level 2 fair value measurement

Financial Instrument	Valuation Technique and Input
Put option for convertible corporate bonds	Binomial tree valuation model. Evaluated by the observable closing price of the stocks, risk-free interest rate, stock price volatility, risk discount rate, and liquidity risk at the balance sheet date.

4) Valuation techniques and inputs applied for the purpose of measuring Level 3 fair value measurement

The fair value of the investment in domestic emerging market shares is determined using the market approach. In this approach, the evaluation is be based on the stock market price and liquidity of the entity. The assessment and input amount refer to the entity’s operations, national policies as well as GDP forecasts and industry outlook.

The assessment of fair value of domestic unlisted shares securities is based on the financial status of the investee, analysis of current operations, the sales of peer companies, stock price in market, and related information. The target’s own financial performance is evaluated and used as the basis to set the appropriate valuation multiple to calculate the assessment target’s value.

b. Categories of financial instruments

	December 31	
	2023	**2022**
<u>Financial assets</u>		
FVTPL		
Mandatorily at FVTPL	$ -	$ 42,214
Financial assets at amortized cost (1)	1,275,338	727,684
Financial assets at FVTOCI		
Equity instruments	68,634	86,225
<u>Financial liabilities</u>		
FVTPL		
Mandatorily at FVTPL	7,100	-
Amortized cost (2)	1,891,286	1,907,188

1) The balances include financial assets measured at amortized cost, which comprise cash and cash equivalents, notes receivable, trade receivables, trade receivables from related parties and other receivables.

2) The balances included financial liabilities measured at amortized cost, which comprise short-term, notes payable, trade payables, trade payables from related parties, other payables and guarantee deposits received, long term loans and refundable deposits.

c. Financial risk management objectives and policies

The Company's major financial instruments included equity investments, trade receivables, other receivables, notes payables, trade payables, other payables, long term loans, borrowings. The Company'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 Company through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The financial department reported quarterly to the board of directors, which monitors risks and policies implemented to mitigate risk exposures.

1) Market risk

The Company'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).

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

a) Foreign currency risk

Several subsidiaries of the Company had foreign currency sales and purchases, which exposed the Company to foreign currency risk.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities (including those eliminated on consolidation) at the end of the reporting period are disclosed in Note 29.

Sensitivity analysis

The Company was mainly exposed to the USD and EUR.

The following table details the Company's sensitivity to a 1% increase and decrease in the New Taiwan dollar (the functional currency) against the relevant foreign currencies. 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 1%. 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 reporting period for a 1% change in foreign currency rates. The sensitivity analysis included external loans/borrowings as well as loans/borrowings to foreign operations within the Company where the denomination of the loan is in a currency other than the functional currency of the lender or the borrower. A positive number below indicates an increase in post-tax profit and other equity associated with the New Taiwan dollar strengthening 1% against the relevant currency. For a 1% weakening of the New Taiwan dollar against the relevant currency, there would be an equal and opposite impact on post-tax profit and other equity and the balances below would be negative.

	USD Impact		**EUR Impact**	
	For the Year Ended December 31		**For the Year Ended December 31**	
	2023	**2022**	**2023**	**2022**
Profit or loss*	$ 6,680	$ 4,138	$ 791	$ 669

* This was mainly attributable to the exposure to outstanding USD and EUR receivables and payables, which were not hedged at the end of the reporting period.

b) Interest rate risk

The Company is exposed to interest rate risk because the Company's bank deposits and borrowings are at floating interest rates.

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

	December 31	
	2023	**2022**
Fair value interest rate risk		
Financial assets	$ -	$ -
Financial liabilities	$ 1,346,185	$ 682,715
Cash flow interest rate risk		
Financial assets	$ 505,725	$ 174,528
Financial liabilities	$ -	$ 750,000

Sensitivity analysis

The sensitivity analyses below were determined based on the Company's exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 0.25% basis point increase or decrease was 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 0.25% basis points higher and all other variables were held constant, the Company's pre-tax profit for the years ended December 31, 2023 and 2022 would have decreased by $1,264 thousand and $1,439 thousand, respectively, which was mainly attributable to the Company's exposure to interest rates on its floating rate bank deposits and bank borrowings.

2) Credit risk

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

The Company's concentration of credit risk of 68% and 60% of total trade receivables as of December 31, 2023 and 2022, respectively, was attributable to the Company's largest customer.

3) Liquidity risk

The Company manages liquidity risk by monitoring and maintaining a level of cash and cash equivalents deemed adequate to finance the Company'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.

As of December 31, 2023 and 2022, the Company had available unutilized overdraft and short-term bank loan facilities; see (b) below:

a) Liquidity and interest rate risk tables

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables had been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Company can be required to pay. The tables included 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 repayment dates.

To the extent that interest flows are at floating rates, the undiscounted amount was derived from the interest rate curve at the end of the reporting period.

December 31, 2023

	On Demand or Less than 1 Month	1-3 Months	3 Months to 1 Year	1-5 Years	5+ Years
Non-derivative liabilities					
Lease liabilities	$ 298	$ 595	$ 2,055	$ 3,682	$ -
Variable interest rate liabilities	-	-	-	-	-
Fixed interest rate liabilities	2,687	1,218	256,879	1,147,634	43,060
	$ 2,985	$ 1,813	$ 258,934	$ 1,151,316	$ 43,060

December 31, 2022

	On Demand or Less than 1 Month	1-3 Months	3 Months to 1 Year	1-5 Years	5+ Years
Non-derivative liabilities					
Lease liabilities	$ 231	$ 436	$ 1,621	$ 1,142	$ -
Variable interest rate liabilities	250,000	150,000	350,000	-	-
Fixed interest rate liabilities	3,198	9,322	88,508	607,640	-
	$ 253,429	$ 159,758	$ 440,129	$ 608,782	$ -

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 reporting period.

b) Financing facilities

	December 31	
	2023	2022
Unsecured bank overdraft facilities, reviewed annually and payable on demand:		
Amount used	$ 210,600	$ 995,875
Amount unused	2,509,400	954,125
	$ 2,720,000	$ 1,950,000
Secured bank overdraft facilities:		
Financial assets	$ 285,890	$ 559,000
Financial liabilities	370,410	-
	$ 656,300	$ 559,000

26. RELATED PARTY TRANSACTIONS

Details of transactions between the Company and related parties are disclosed below.

a. Related party name and relationship

Related Party Name	Relationship with the Company
Kaori Technology (Ningbo) Corporation	Subsidiary

b. Sales of goods

	For the Year Ended December 31	
	2023	2022
Subsidiary	$ 112,169	$ 112,221

In 2023 and 2022, the selling prices were not significantly different from those with third parties.

c. Purchase of goods

	For the Year Ended December 31	
	2023	2022
Subsidiary	$ 91,139	$ 15,364

The purchasing price is calculated at the cost to reflect the Company's pricing strategy and related party relationships.

d. Receivables from related parties (excluding loans to related parties)

	December 31	
	2023	2022
Subsidiary	$ 8,431	$ 13,534

The outstanding accounts receivable from related parties are unsecured. The trade receivables from related parties in 2023 and 2022 did not have allowance for impairment loss.

e. Payables from related parties (excluding loans to related parties)

	December 31	
	2023	2022
Subsidiary	$ 4,369	$ 1,149

The outstanding accounts payables from related parties are unsecured.

f. Compensation of key management personnel

	For the Year Ended December 31	
	2023	2022
Short-term employee benefits	$ 93,726	$ 61,341
Post-employment benefits	2,061	2,151
	$ 95,787	$ 63,492

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

27. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collateral for bank borrowings and foreign exchange forward contracts:

	December 31	
	2023	2022
Land	$ 197,229	$ 207,726
Building equipment, net	493,341	557,116
	690,570	764,842
Investment properties, net	22,225	23,325
	$ 712,795	$ 788,167

28. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Company as of December 31, 2023 and 2022 were as follows:

a. Outstanding letter of credit

As of December 31, 2022, the balance of outstanding letter of credit for the Company is US$168 thousand.

b. Customs guarantee and construction guarantee

As of December 31, 2023 and 2022, the import taxes on goods for the Company were guaranteed by the Cathay United Bank, Ltd. Hsin-Chu Branch, for a total of $10,000 thousand, respectively. As of December 31, 2023 and 2022, the guarantee deposits for the CPC Corporation pipeline projects were $600 thousand and $722 thousand, respectively, secured by the Taoyuan-Hsin Branch of Mega International Commercial Bank.

c. Minchali Copper Industry (hereinafter referred to as "Minchali") accused the Company of having delivered heating furnace beams and parts that did not meet specifications, resulting in bending and deformation after heating, and filed a lawsuit against the Company for damages. The case was ruled by the Taiwan High Court in May 2018 to pay Minchali $4,619 thousand and related interests, in which the Company filed an appeal to the Supreme Court in June 2018. The Supreme Court ruled in November 2020 to remand the case to the Taiwan High Court for retrial. The case is still pending in the Taiwan High Court.

After the ruling of the Taoyuan District Court in February 2016, the Company paid a guarantee deposit of $9,321 thousand to the court and recognized a compensation loss of $9,321 thousand in 2016.

29. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

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

Unit: In Thousands of Foreign Currencies and New Taiwan Dollars

December 31, 2023

	Foreign Currencies	Exchange Rate	Carrying Amount
Financial assets			
Monetary items			
USD	$ 23,213	30.705 (USD:NTD)	$ 712,755
EUR	2,329	33.98 (EUR:NTD)	79,139
Financial liabilities			
Monetary items			
USD	1,458	30.705 (USD:NTD)	44,768

December 31, 2022

	Foreign Currencies	Exchange Rate	Carrying Amount
Financial assets			
Monetary items			
USD	$ 14,197	30.71 (USD:NTD)	$ 435,990
EUR	2,046	32.72 (EUR:NTD)	66,945
Financial liabilities			
Monetary items			
USD	724	30.71 (USD:NTD)	22,234

For the years ended December 31, 2022, net foreign exchange gain (loss) was $26,665 thousand and $57,620 thousand, respectively. It is impractical to disclose net foreign exchange gains by each significant foreign currency due to the variety of the foreign currency transactions and functional currencies of the entities.

30. SEPARATELY DISCLOSED ITEMS

a. Information on significant transactions and b. information on investees:

1) Lending funds to others. (None)

2) Providing endorsements or guarantees for others. (None)

3) Holding of securities at the end of the period (excluding investments in subsidiaries, associates and joint venture). (Table 1)

4) Aggregate purchases or sales of the same securities reaching NT$300 million or 20 percent of paid-in capital or more. (None)

5) Acquisition of real estate reaching NT$300 million or 20 percent of paid-in capital or more. (None)

6) Disposal of real estate reaching NT$300 million or 20 percent of paid-in capital or more. (None)

7) Purchases or sales of goods from or to related parties reaching NT$100 million or 20 percent of paid-in capital or more. (Table 2)

8) Trade receivables from related parties reaching NT$100 million or 20 percent of paid-in capital or more. (None)

9) Trading in derivative instruments. (None)

10) Others: The business relationship between the parent and the subsidiaries and between each subsidiary, and the circumstances and amounts of any significant transactions between them. (Table 3)

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, shareholding ratio, investment gain or loss, carrying amount of the investment at the end of the period, repatriated investment gains, and limit on the amount of investment in the mainland China area. (Table 4)

2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third area, and their prices, payment terms, and unrealized gains or losses: (Table 5)

a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.

b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.

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 period and the purposes.

e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.

f) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receiving of services.

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 (None).

TABLE 1

KAORI HEAT TREATMENT CO., LTD.

MARKETABLE SECURITIES HELD
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Holding Company Name	Type and Name of Marketable Securities	Relationship with the Holding Company	Financial Statement Account	December 31, 2023				Note
				Shares	Carrying Amount	Percentage of Ownership	Fair Value	
Kaori Heat Treatment Co., Ltd.	Equity investment							
	Bloom Energy Co.	None	Financial assets at fair value through other comprehensive income - non-current	140,000	$ 63,621	-	$ 63,621	
	ACTi Corporation	〃	〃	117,980	4,713	-	4,713	
	Semisils Applied Materials Corp., Ltd	〃	〃	300,000	300	-	300	
					$ 68,634		$ 68,634	

Note 1: The marketable securities mentioned in this schedule refer to stocks, bonds, beneficiary certificates and marketable securities derived from the above items within the scope of IFRS 9 “Financial Instruments”.

Note 2: For information on investments in Subsidiaries, please refer to Note 11 and Table 3.

TABLE 2

KAORI HEAT TREATMENT CO., LTD.

TOTAL PURCHASES FROM OR SALES TO RELATED PARTIES AMOUNTING TO AT LEAST NT$100 MILLION OR 20% OF THE PAID-IN CAPITAL
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Buyer	Related Party	Relationship	Transaction Details				Abnormal Transaction		Notes/Accounts Receivable (Payable)		Note
			Purchase/ Sale	Amount	% of Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total	
Kaori Development Co., Ltd.	Kaori Technology (Ningbo) Corporation	Parent company to subsidiary	Sales	$ 112,169	3	Same as unrelated third parties	$ -	-	$ 8,431	1	

KAORI HEAT TREATMENT CO., LTD.

NAMES, LOCATIONS, AND RELATED INFORMATION OF INVESTEES ON WHICH THE COMPANY EXERCISES SIGNIFICANT INFLUENCE
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars or U.S. Dollars)

Investor Company	Investee Company	Location	Main Businesses and Products	Original Investment Amount		Balance as of December 31, 2023			Net Income (Losses) of the Investee	Equity in the Earnings (Losses)	Note
				December 31, 2023	December 31, 2022	Shares (In Thousands)	Percentage of Ownership	Carrying Value			
Kaori Heat Treatment Co., Ltd.	Kaori International Co., Ltd.	Trust Net Chambers, Lotemau Centre, P. O. Box 1225, Apia, Samoa	Investment management	$ 171,641	$ 171,641	5,100,000	100	$ 293,460	$ 38,198	$ 38,198	1 and 2
Kaori International Co., Ltd.	Kaori Development Co., Ltd.	Trust Net Chambers, Lotemau Centre, P. O. Box 1225, Apia, Samoa	Investment management	169,984	169,984	5,050,000	100	298,550	38,234	38,234	1 and 2
Kaori Development Co., Ltd.	Kaori Technology (Ningbo) Corporation	No. 8, Chuangye Fourth Road, Bonded West Zone, Beilun District, Ningbo, Zhejiang	Product manufacturing	168,267	168,267	-	100	298,007	38,275	38,275	1 and 2

Note 1: Subsidiary included in the consolidated entities.

Note 2: For the equity-method subsidiaries included in the consolidated financial statements, investment income or loss recognized under the equity method, and the net equity of the investee are fully eliminated.

TABLE 4

KAORI HEAT TREATMENT CO., LTD.

INFORMATION ON INVESTMENT IN MAINLAND CHINA
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars or U.S. Dollars)

1. Name of the investees in mainland China, main businesses and products, paid-in capital, method of investment, information on inflow or outflow of capital, percentage of ownership, investment income or loss, ending balance of investment, dividends remitted by the investee, and the limit of investment in mainland China:

Investee Company	Main Businesses and Products	Total Amount of Paid-in Capital	Method of Investment	Accumulated Outflow of Investment from Taiwan as of January 1, 2023 (In Thousand)	Investment Flows		Accumulated Outflow of Investment from Taiwan as of December 31, 2023 (In Thousand)	Percentage of Ownership	Current Profit and Loss of the Invested Company	Investment Income (Loss) Recognized	Carrying Amount as of December 31, 2023	Accumulated Inward Remittance of Earnings as of December 31, 2023
					Outflow	Inflow						
Kaori Technology (Ningbo) Corporation	Research, development, design and manufacture of heat exchange products and brazing and welding technology related products	$ 168,267 (US$ 5,000)	Indirect investment of the Company in mainland China through the Company's subsidiary in a third region	$ 171,641 (US$ 5,100)	$ -	$ -	$ 171,641 (US$ 5,100) (Note 2)	38,275	100%	$ 38,275 (Note 1)	$ 298,007	$ 86,483 (US$ 1,534 and RMB 10,000)

Note: 1. The investment profit is recognized according to the audited financial reports for the year ended December 31, 2023.

2. The amount invested in Kaori International Co., Ltd., to which Kaori International Co., Ltd then indirectly invested (US$5,100 thousand to Kaori Technology (Ningbo).

2. The limited amounts of the investment in mainland China

Accumulated Investment in Mainland China as of December 31, 2023	Investment Amounts Authorized by the Investment Commission, MOEA	Upper Limit on the Amount of Investment Stipulated by Investment Commission, MOEA
$ 171,641 (US$ 5,100)	$ 171,641 (US$ 5,100)	$ 1,622,209 (Note)

Note: According to the Investment Commission of MOEA, the investment amount in mainland China should be limited to the greater of the net profit or 60% of consolidated net profit.

KAORI HEAT TREATMENT CO., LTD.

SIGNIFICANT TRANSACTIONS WITH INVESTEE COMPANIES IN MAINLAND CHINA, EITHER DIRECTLY OR INDIRECTLY THROUGH A THIRD AREA, AND THEIR PRICES, PAYMENT TERMS, AND UNREALIZED GAINS OR LOSSES
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Significant direct or indirect transactions with the investees, prices and terms of payment, unrealized gain or loss:

Company Name	Related Party	Transaction Type	Transaction Details					Accounts/Notes Receivable/Payable		Unrealized Gain or Loss
			Amount	Percentage (%)	Price	Payment Term	Compared with Terms of Third Parties	Balance	%	
Kaori Heat Treatment Co., Ltd.	Kaori Technology (Ningbo) Corporation	Sales	$ 112,169	3	Average markup price around 10%	30 days upon arrival	Sales price has no significant difference to non-related parties’s transactions	$ 8,431	1	$ (5,878)
		Purchase	91,139	4	〃	60 days upon shipment	Purchase price has no significant difference to non-related parties’s transactions	4,369	2	-

KAORI HEAT TREATMENT CO., LTD.

THE CONTENTS OF STATEMENTS OF MAJOR ACCOUNTING ITEMS

STATEMENT 1

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF CASH AND CASH EQUIVALENTS
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars, and Foreign Currency)

Item	Amount
Cash	
Cash on hand	$ 438
Cash in banks	
Foreign-currency deposits (Note)	127,641
Checking accounts and demand deposits	378,084
Time deposits	207
	$ 506,370

Note: Exchange rates: US$1=NT$30.705; EUR1=NT$33.98.

STATEMENT 2

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF NOTES RECEIVABLE
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Explanation	Amount
Third parties		
A Company	For goods	$ 2,598
B Company	〃	2,475
C Company	〃	869
Others (Note)	〃	8,610
		14,552
Less: Allowance for doubtful accounts		(73)
		$ 14,479

Note: Each account was less than 5% of the total account balance.

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF TRADE RECEIVABLES
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Explanation	Amount
Third parties		
A Company	For goods	$ 513,301
B Company	〃	38,625
Others (Note)	〃	201,962
		753,888
Less: Allowance for doubtful accounts		(8,655)
		$ 745,233

Note: Each account was less than 5% of the total account balance.

STATEMENT 4

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF INVENTORIES
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Cost	Market Value (Note)
Raw materials	$ 600,426	$ 578,915
Supplies and spare parts	17,260	14,145
Work in process	406,863	395,475
Finished goods	121,982	114,304
Merchandise	3,815	683
Goods in transit	32,490	32,490
Spare parts	16,256	14,552
	1,199,092	$ 1,150,564
Less: Allowance for loss	(48,528)	
	$ 1,150,564	

Note: The market value is based on net realizable value.

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF CHANGES IN INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars and Shares)

	Beginning Balance		Increase		Decrease		Ending Balance			Market Price or Net Asset Value		Valuation	Pledge or
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	% of Ownership	Amount	Unit Price	Amount	Method	Security
Kaori International (Note)	-	$ 262,142	-	$ 31,318	-	$ -	-	100	$ 293,460	$ -	$ 293,460	Equity method	None

Note 1: Share from subsidiaries accounted for using the equity method gain 38,198 thousands to increase $31,318 thousands this year, Exchange differences on translating the financial statements of foreign operations $(5,475) thousands, upstream transactions adjustment decrease $1,405 thousands.

Note 2: The market calculated on the basis of the audited financial statement for the same period.

STATEMENT 6

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF CHANGES IN RIGHT-OF-USE ASSETS
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Beginning Balance	Increase	Decrease	Ending Balance
Cost				
Land	$ 601	$ -	$ -	$ 601
Transportation equipment	7,805	6,268	(3,967)	10,106
	$ 8,406	$ 6,268	$ (3,967)	$ 10,707
Accumulated depreciation				
Land	$ 210	$ 120	$ -	$ 330
Transportation equipment	4,833	2,748	(3,666)	3,915
	$ 5,043	$ 2,868	$ (3,666)	$ 4,245
Net balance	$ 3,363	$ 3,400	$ (301)	$ 6,462

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF TRADE PAYABLES
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Explanation	Amount
Third parties		
A Company	Payment for goods	$ 23,077
B Company	〃	10,998
Others (Note)	〃	160,400
		$ 194,475

Note: Each account was less than 5% of the total account balance.

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF LEASE LIABILITIES
DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Lease Term	Discount Rate	Ending Balance
Land	2021.4-2026.3	1.25%	$ 276
Transportation equipment	2021.7-2026.11	1.25%-1.8%	6,219
			$ 6,495

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF OPERATING REVENUE
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Description	Amount
Heat exchange products		$ 2,127,555
Thermal products		2,015,730
		$ 4,143,285

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF COST OF GOODS SOLD
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Amount
Raw materials	
Beginning raw materials	$ 329,521
Add: Raw materials purchased	1,986,395
Returned raw materials	691
Transferred from other accounts	30
Less: Ending materials	(600,426)
Transferred to research expense	(2,051)
Transferred to supplies expense	(2,083)
Transferred to other accounts	(5,147)
Loss from disposal	(715)
Raw materials used	1,706,215
Beginning supplies	10,267
Add: Supplies purchased	67,384
Transferred from other accounts	119
Returned raw materials	326
Less: Ending supplies	(17,260)
Transferred to research expense	(1,280)
Transferred to supplies expense	(38,548)
Loss from disposal	(45)
Transferred to other accounts	(30)
Supplies used	20,933
Direct labor	302,786
Manufacturing expense	727,916
Manufacturing cost	2,757,850
Add: Beginning work in progress	458,239
Transferred from other accounts	17,146
Less: Transferred to research expense	(3,531)
Loss from disposal	(5,728)
Ending work in process	(406,863)
Transferred to supplies expense	(1,913)
Transferred to other accounts	(2,600)
Merchandise and processing cost	2,812,600
Add: Beginning merchandise, products	325,291
Purchases	108,147
Merchandise and returned products	19
Less: Transferred to expenses	(17,617)
Transferred to research expense	(1,667)
Loss from disposal	(1,867)
Ending merchandise, products and work in transit	(158,287)
Cost of goods sold	3,066,619
Add: Loss on disposal of inventory	8,355
Inventory write-up and loss for market price	4,882
Less: Revenue from sales of scrap	(63,523)
Total cost of goods sold	$ 3,016,333

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF MANUFACTURING EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Amount
Salary and bonus	$ 80,960
Depreciation	77,082
Expenditures	93,938
Utilities expense	53,401
Processing expense	281,215
Supplies expense	42,459
Others (Note)	98,861
	$ 727,916

Note: Each account was less than 5% of the total account balance.

KAORI HEAT TREATMENT CO., LTD.

STATEMENT OF OPERATING EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2023
(In Thousands of New Taiwan Dollars)

Item	Selling and Marketing	General and Administration	Research and Development
Salary (including overtime pay and bonus)	$ 66,421	$ 162,746	$ 50,949
Depreciation	305	32,720	3,011
Transportation expense	22,802	36	60
Consumables expense	-	-	10,471
Expenditures	1	91	4,728
Others (Note)	32,696	57,770	14,594
	$ 122,225	$ 253,363	$ 83,813

Note: Each account was less than 5% of the total account balance.

STATEMENT 13

KAORI HEAT TREATMENT CO., LTD.

EMPLOYEE WELFARE, DEPRECIATION AND AMORTIZATION EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	2023			2022		
Item	**Operating Cost**	**Operating Expense**	**Total**	**Operating Cost**	**Operating Expense**	**Total**
Salaries	$ 377,520	$ 253,543	$ 631,063	$ 279,659	$ 201,579	$ 481,238
Insurance	36,400	13,535	49,935	27,215	11,957	39,172
Pension	13,692	7,747	21,439	11,596	7,264	18,860
Remuneration of directors	-	26,573	26,573	-	13,901	13,901
Other employee benefit	29,579	8,567	38,146	21,902	7,933	29,835
	$ 457,191	$ 309,965	$ 767,156	$ 340,372	$ 242,634	$ 583,006
Depreciation expense	$ 77,082	$ 36,036	$ 113,118	$ 64,060	$ 36,166	$ 100,226
Amortization expense	$ 2,342	$ 1,296	$ 3,638	$ 1,908	$ 2,925	$ 4,833

Note 1: As of December 31, 2023 and 2022, the number of employees were 628 and 529 people with 4 and 5 directors not included in the employees, respectively.

Note 2: Information should be disclosed:

a. The average of employee benefit is $1,187 in the current year.
The average of employee benefit is $1,086 in the previous year.

b. The average of salaries is $1,011 in the current year.
The average of salaries is $918 in the previous year.

c. Change in the average salary adjustment is 10.13%.

Note 3: The corresponding remuneration of supervisors was $1,440 and $900 for the years ended December 31, 2023 and 2022.

Note 4: The remuneration policy of directors, management, and employees are as follows:

Directors

According to Article 28 of the Company's Articles of Incorporation, if the Company makes a profit in a fiscal year, it shall allocate no less than 2% for employee remuneration and no more than 5% for director remuneration. The remuneration amount will be determined by the Company's Remuneration Committee, taking into account the Company's operating performance and the individual's contribution to the Company's performance.

Management

The remuneration policy for the General Manager and Deputy General Manager is based on the relevant industry standards and the past business performance of the company. The standards, structure, and system of their compensation are subject to timely review and adjustment based on the actual operating conditions and relevant legal changes; furthermore, the company does not engage in any actions that would lead managers beyond the company's risk to pursue remuneration. The reasonableness of compensation is subject to review by the Compensation Committee, and any recommendations are submitted to the Board of Directors for discussion.

Employees

To maintain overall competitiveness of remuneration, also taking into consideration the company's operational performance and future development, a bonus plan is established based on performance. The policy is implemented based on performance and differential rewards, which are given based on individual performance to reward employees for their contributions.