

**Tongtai Machine & Tool Co., Ltd. and
Subsidiaries**

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

REPRESENTATION LETTER

The entities that are required to be included in the combined financial statements of Tongtai Machine & Tool Co., Ltd. as of and for the year ended December 31, 2023, under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with the International Financial Reporting Standard 10, "Consolidated Financial Statements." In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, Tongtai Machine & Tool Co., Ltd. and Subsidiaries do not prepare a separate set of combined financial statements.

Very truly yours,

Tongtai Machine & Tool Co., Ltd.

By

Jui-Hsiung Yen, Chairman
March 26, 2024

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Tongtai Machine & Tool Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Tongtai Machine & Tool Co., Ltd. (the "Company") and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2023 and 2022, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and the audit reports issued by other independent auditors (refer to Other Matter paragraph below), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2023 and 2022, and their consolidated financial performance and their consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission (FSC) of the Republic of China.

Basis for Opinion

We conducted our audits of the consolidated financial statements in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its subsidiaries 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. Based on our audits and the report of other independent auditors, 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.

Key audit matters identified in the Company and its subsidiaries' consolidated financial statements for the year ended December 31, 2023 are as follows:

Revenue recognition

Specific machine types sold to specific industries have different level of customization based on the customer requirements, for the equipment manufacturer that recognize revenue depending on the various trade terms in each individual sale transaction. As a result, we identified revenue recognition as one of the key audit matters.

Refer to Note 4 (p) to the consolidated financial statements for the related accounting policies and disclosures on revenue recognition.

The key audit procedures performed in respect of the above key audit matter included the following:

1. We performed the test of internal control, understanding whether revenue is recognized based on acquisition the approved reports on completion of installation signed by end customer or export-related documents.
2. We performed test of details of recorded revenue against the supporting documents including the approved reports on completion of installation signed by end customer, export-related documents, and acceptance receipts.
3. Reviewing and analyzing the reason for significant sales returns and allowances that took place after the balance sheet date to assess the reasonableness of the related accrued sales returns and allowances.

Inventory valuation

Inventory is material to the Company and its subsidiaries. As of December 31, 2023, inventory amounted to NT\$4,042,549 thousand, representing 32% of the Company and its subsidiaries' total assets. In addition, inventory valuation involves critical accounting estimates. Therefore, we identified the inventory valuation as one of the key audit matters. Refer to Notes 4 (g), 5 (b) and 11 to the consolidated financial statements for the related accounting policies and disclosures on inventory valuation.

The key audit procedures performed in respect of the above key audit matter included the following:

1. We participated in the physical count of inventory, and observed the physical condition of inventory and checked against the records for any identified obsolete and slow-moving inventory.
2. We obtained inventory aging report, tested the accuracy of inventory aging and evaluated compliance with the inventory accounting policies.
3. We obtained details of inventory valuation and confirmed that inventory items were stated at the lower of cost or net realizable value. We test-checked the cost and market value of inventory against the supporting documents.

Other Matter

Certain investments in subsidiaries accounted for using the equity method were included in the consolidated financial statements as of December 31, 2023 and 2022 and for the years then ended based on financial statements audited by other independent auditors. The total of such investments amounted to NT\$2,034,634 thousand and NT\$1,637,463 thousand, representing 16% and 11% of the Company and its subsidiaries' total assets as of December 31, 2023 and 2022, respectively, and the total revenue from such subsidiaries amounted to NT\$1,773,330 thousand and NT\$1,092,008 thousand, representing 23% and 13% of the Company and its subsidiaries' total revenue for the years ended December 31, 2023 and 2022, respectively.

We have also audited the standalone financial statements of Tongtai Machine & Tool Co., Ltd. as of and for the years ended December 31, 2023 and 2022 on which we have issued an unmodified opinion with other matter paragraph.

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

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

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

Those charged with governance, including the audit committee, are responsible for overseeing the Company and its subsidiaries' financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company and its subsidiaries' internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the audit of the Company and its subsidiaries. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 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 audit resulting in this independent auditors' report are Lee-Yuan Kuo and Chao-Chun Wang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 26, 2024

Notice to Readers

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

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

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

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

ASSETS	December 31, 2023		December 31, 2022	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 919,787	7	\$ 1,208,827	8
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	53	-	11,948	-
Notes receivable, net (Notes 5 and 10)	377,846	3	518,373	3
Accounts receivable, net (Notes 4, 5 and 10)	2,265,777	18	2,540,617	17
Accounts receivable - related parties (Notes 4, 5, 10 and 34)	16,523	-	4,643	-
Other receivables (Note 34)	54,532	1	83,581	1
Current tax assets (Note 27)	25,374	-	24,743	-
Inventories (Notes 4, 5 and 11)	4,042,549	32	5,438,914	37
Other financial assets - current (Notes 14 and 35)	28,478	-	198,985	1
Other current assets (Note 34)	<u>228,458</u>	<u>2</u>	<u>254,527</u>	<u>2</u>
Total current assets	<u>7,959,377</u>	<u>63</u>	<u>10,285,158</u>	<u>69</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	177,323	2	159,663	1
Non-current financial assets at amortised cost (Notes 4 and 9)	20,000	-	-	-
Investments accounted for using the equity method (Notes 4 and 13)	750,365	6	8,115	-
Property, plant and equipment (Notes 4, 15 and 35)	1,900,770	15	2,733,936	18
Right-of-use assets (Notes 4 and 16)	655,455	5	568,069	4
Investment properties (Notes 4, 17 and 35)	484,203	4	508,290	4
Intangible assets (Notes 4 and 18)	44,000	-	42,453	-
Deferred tax assets (Note 27)	447,672	4	416,476	3
Refundable deposits	17,487	-	20,656	-
Long-term notes and accounts receivable (Note 10)	49,796	-	16,440	-
Net defined benefit assets (Notes 4 and 23)	2,921	-	3,148	-
Other financial assets - non-current (Notes 14 and 35)	115,020	1	97,299	1
Other non-current assets (Note 10)	<u>28,002</u>	<u>-</u>	<u>44,041</u>	<u>-</u>
Total non-current assets	<u>4,693,014</u>	<u>37</u>	<u>4,618,586</u>	<u>31</u>
TOTAL	<u>\$ 12,652,391</u>	<u>100</u>	<u>\$ 14,903,744</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 19 and 35)	\$ 2,499,033	20	\$ 2,731,921	18
Short-term bills payable (Note 19)	109,732	1	49,852	-
Contract liabilities - current (Notes 25 and 34)	850,990	7	1,125,643	8
Notes payable (Notes 20)	271,085	2	260,104	2
Notes payable - related parties (Notes 20 and 34)	1,882	-	-	-
Accounts payable (Note 20)	781,196	6	1,242,596	8
Accounts payable - related parties (Notes 20 and 34)	47,899	-	62,084	1
Other payables (Notes 21 and 34)	567,289	5	687,868	5
Current tax liabilities (Notes 4 and 27)	7,990	-	34,747	-
Provisions (Notes 4 and 22)	130,998	1	95,291	1
Lease liabilities - current (Notes 4 and 16)	33,911	-	35,476	-
Current portion of long-term bank borrowings (Notes 19 and 35)	1,026,022	8	446,840	3
Other current liabilities	<u>67,974</u>	<u>1</u>	<u>40,735</u>	<u>-</u>
Total current liabilities	<u>6,396,001</u>	<u>51</u>	<u>6,813,157</u>	<u>46</u>
NON-CURRENT LIABILITIES				
Long-term bank borrowings (Notes 19 and 35)	389,461	3	1,708,176	11
Deferred tax liabilities (Note 27)	62,641	1	71,431	1
Lease liabilities -noncurrent (Notes 4 and 16)	640,492	5	546,596	4
Net defined benefit liabilities (Notes 4 and 23)	58,839	-	67,281	-
Guarantee deposits received	<u>6,022</u>	<u>-</u>	<u>22,769</u>	<u>-</u>
Total non-current liabilities	<u>1,157,455</u>	<u>9</u>	<u>2,416,253</u>	<u>16</u>
Total liabilities	<u>7,553,456</u>	<u>60</u>	<u>9,229,410</u>	<u>62</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 24 and 30)				
Ordinary shares	<u>2,548,265</u>	<u>20</u>	<u>2,548,265</u>	<u>17</u>
Capital surplus	<u>1,220,665</u>	<u>9</u>	<u>1,195,552</u>	<u>8</u>
Retained earnings				
Legal reserve	753,831	6	743,589	5
Special reserve	89,749	1	89,749	1
Unappropriated earnings	<u>509,533</u>	<u>4</u>	<u>513,566</u>	<u>3</u>
Total retained earnings	<u>1,353,113</u>	<u>11</u>	<u>1,346,904</u>	<u>9</u>
Other equity	(<u>27,379</u>)	<u>-</u>	(<u>19,839</u>)	<u>-</u>
Total equity attributable to owners of the Company	<u>5,094,664</u>	<u>40</u>	<u>5,070,882</u>	<u>34</u>
NON-CONTROLLING INTERESTS	<u>4,271</u>	<u>-</u>	<u>603,452</u>	<u>4</u>
Total equity	<u>5,098,935</u>	<u>40</u>	<u>5,674,334</u>	<u>38</u>
TOTAL	<u>\$ 12,652,391</u>	<u>100</u>	<u>\$ 14,903,744</u>	<u>100</u>

The accompanying notes are an integral part of the consolidated financial statements.
(With Deloitte & Touche auditors' report dated March 26, 2024)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Year Ended December 31			
	2023		2022	
	Amount	%	Amount	%
OPERATING REVENUES (Notes 4, 25 and 34)	\$ 7,620,510	100	\$ 8,268,841	100
OPERATING COSTS (Notes 11, 23, 26 and 34)	<u>6,066,156</u>	<u>80</u>	<u>6,444,733</u>	<u>78</u>
GROSS PROFIT	<u>1,554,354</u>	<u>20</u>	<u>1,824,108</u>	<u>22</u>
OPERATING EXPENSES (Notes 10, 23, 26 and 34)				
Selling and marketing expenses	872,899	11	772,453	9
General and administrative expenses	581,742	8	570,381	7
Research and development expenses	238,768	3	244,467	3
Expected credit loss	<u>17,252</u>	<u>-</u>	<u>73,690</u>	<u>1</u>
Total operating expenses	<u>1,710,661</u>	<u>22</u>	<u>1,660,991</u>	<u>20</u>
PROFIT (LOSS) FROM OPERATIONS	(<u>156,307</u>)	(<u>2</u>)	<u>163,117</u>	<u>2</u>
NON-OPERATING INCOME AND EXPENSES (Notes 13, 26 and 34)				
Interest income	28,267	-	16,525	-
Other income	163,888	2	114,221	2
Other gains and losses	194,118	3	27,419	-
Finance costs	(139,291)	(2)	(108,128)	(1)
Share of loss of associates	<u>2,461</u>	<u>-</u>	<u>218</u>	<u>-</u>
Total non-operating income and expenses	<u>249,443</u>	<u>3</u>	<u>50,255</u>	<u>1</u>
PROFIT BEFORE INCOME TAX	93,136	1	213,372	3
INCOME TAX EXPENSE (Notes 4 and 27)	(<u>28,351</u>)	(<u>1</u>)	<u>70,530</u>	<u>1</u>
NET PROFIT FOR THE YEAR	<u>121,487</u>	<u>2</u>	<u>142,842</u>	<u>2</u>

(Continued)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Year Ended December 31			
	2023		2022	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS) (Notes 23, 24 and 27)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plan	\$ 7,738	-	\$ 14,238	-
Unrealized gains and losses on investments in equity instruments at fair value through other comprehensive income	17,660	-	(34,868)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss	(712)	-	(2,583)	-
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	(31,728)	-	31,479	-
Income tax relating to items that may be reclassified subsequently to profit or loss	6,300	-	(5,400)	-
Other comprehensive loss for the year, net of income tax	(742)	-	2,866	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 120,745</u>	<u>2</u>	<u>\$ 145,708</u>	<u>2</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 50,131	1	\$ 90,955	1
Non-controlling interests	<u>71,356</u>	<u>1</u>	<u>51,887</u>	<u>1</u>
	<u>\$ 121,487</u>	<u>2</u>	<u>\$ 142,842</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	\$ 49,634	1	\$ 89,157	1
Non-controlling interests	<u>71,111</u>	<u>1</u>	<u>56,551</u>	<u>1</u>
	<u>\$ 120,745</u>	<u>2</u>	<u>\$ 145,708</u>	<u>2</u>
EARNINGS PER SHARE (Note 28)				
Basic	\$ 0.20		\$ 0.36	
Diluted	0.20		0.36	

(Concluded)

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

(With Deloitte & Touche auditors' report dated March 26, 2024)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

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

	Equity Attributable to Owners of the Company										
						Other Equity			Total Equity Attributable to Owners of the Company	Non-controlling Interests	Total Equity
						Exchange Differences on Translating Foreign Operations	Unrealized Valuation Gain/(Loss) on Financial Assets at Fair Value Through Other Comprehensive Income					Total Other Equity
	Ordinary Shares	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings						
BALANCE AT JANUARY 1, 2022	\$ 2,548,265	\$ 1,194,096	\$ 731,144	\$ 89,749	\$ 474,550	(\$ 142,556)	\$ 135,986	(\$ 6,570)	\$ 5,031,234	\$ 594,998	\$ 5,626,232
Appropriation of 2021 earnings (Note 24)											
Legal reserve	-	-	12,445	-	(12,445)	-	-	-	-	-	-
Cash dividends	-	-	-	-	(50,965)	-	-	-	(50,965)	-	(50,965)
	-	-	12,445	-	(63,410)	-	-	-	(50,965)	-	(50,965)
Net income (loss) for the year ended December 31, 2022	-	-	-	-	90,955	-	-	-	90,955	51,887	142,842
Other comprehensive income for the year ended											
December 31, 2022, net of income tax	-	-	-	-	11,471	21,599	(34,868)	(13,269)	(1,798)	4,664	2,866
Total comprehensive income (loss) for the year ended											
December 31, 2022	-	-	-	-	102,426	21,599	(34,868)	(13,269)	89,157	56,551	145,708
The difference between consideration received or paid and the carrying amount of the subsidiaries' net assets during actual disposal or acquisition (Note 30)	-	1,456	-	-	-	-	-	-	1,456	(23,615)	(22,159)
Adjustment of non-controlling interests (Note 24)	-	-	-	-	-	-	-	-	-	(24,482)	(24,482)
BALANCE AT DECEMBER 31, 2022	2,548,265	1,195,552	743,589	89,749	513,566	(120,957)	101,118	(19,839)	5,070,882	603,452	5,674,334
Appropriation of 2022 earnings (Note 24)											
Legal reserve	-	-	10,242	-	(10,242)	-	-	-	-	-	-
Cash dividends	-	-	-	-	(50,965)	-	-	-	(50,965)	-	(50,965)
	-	-	10,242	-	(61,207)	-	-	-	(50,965)	-	(50,965)
Net income for the year ended December 31, 2023	-	-	-	-	50,131	-	-	-	50,131	71,356	121,487
Other comprehensive income for the year ended											
December 31, 2023, net of income tax	-	-	-	-	7,043	(25,200)	17,660	(7,540)	(497)	(245)	(742)
Total comprehensive income (loss) for the year ended											
December 31, 2023	-	-	-	-	57,174	(25,200)	17,660	(7,540)	49,634	71,111	120,745
The difference between consideration received or paid and the carrying amount of the subsidiaries' net assets during actual disposal or acquisition (Note 24 and Note 30)	-	25,113	-	-	-	-	-	-	25,113	99,225	124,338
Adjustment of non-controlling interests (Note 24)	-	-	-	-	-	-	-	-	-	(769,517)	(769,517)
BALANCE AT DECEMBER 31, 2023	\$ 2,548,265	\$ 1,220,665	\$ 753,831	\$ 89,749	\$ 509,533	(\$ 146,157)	\$ 118,778	(\$ 27,379)	\$ 5,094,664	\$ 4,271	\$ 5,098,935

The accompanying notes are an integral part of the consolidated financial statements.
(With Deloitte & Touche auditors' report dated March 26, 2023)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	For the Year Ended December 31	
	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 93,136	\$ 213,372
Adjustments for:		
Depreciation expense	271,958	292,258
Amortization expense	41,163	35,005
Expected credit loss	17,252	73,690
Net gain on fair value change of financial assets at fair value through profit or loss	1,488	(15,414)
Finance costs	139,291	108,128
Interest income	(28,267)	(16,525)
Dividend income	(13,421)	(11,306)
Share of the profit of associates	(2,461)	(218)
Loss (gain) on disposal of property, plant and equipment	(114,896)	(1,725)
Impairment loss recognized on nonfinancial assets	59,765	32,582
Recognition of provisions	184,907	182,362
Loss (gain) on disposal of subsidiary for using equity method	(113,635)	16,131
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	10,407	28,025
Notes receivable and long-term notes and accounts receivable	106,720	24,116
Accounts receivable	62,261	310,762
Accounts receivable - related parties	(11,880)	705
Other receivables	19,782	55,328
Inventories	281,529	48,044
Other current assets	9,730	20,979
Contract liabilities	78,982	(4,559)
Notes payable	10,981	103,190
Notes payable - related parties	1,882	
Accounts payable	(181,543)	(393,491)
Accounts payable - related parties	(14,185)	(3,148)
Other payables	(7,174)	(20,569)
Provisions	(126,021)	(181,342)
Other current liabilities	\$ 30,263	2,435
Net defined benefit liabilities	<u>342</u>	<u>(13,561)</u>
Cash generated from operations	808,356	885,254
Interest received	30,661	13,541
Dividend received	13,421	11,306
Interest paid	(139,612)	(104,426)
Income taxes paid	<u>(22,780)</u>	<u>(37,079)</u>
Net cash generated from operating activities	<u>690,046</u>	<u>768,596</u>

(Continued)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	For the Year Ended December 31	
	2023	2022
CASH FLOWS FROM INVESTING ACTIVITIES		
Financial assets at amortized cost	(\$ 20,000)	\$ -
Net cash inflow (outflow) on disposal of subsidiary	(374,069)	12,134
Acquisition of property, plant and equipment	(91,743)	(119,964)
Proceeds from disposal of property, plant and equipment	4,911	20,764
Decrease in refundable deposits	3,169	3,104
Acquisition of intangible assets	(17,067)	(15,610)
Increase in other financial assets	-	(51,848)
Decrease in other financial assets	87,080	-
Increase in other non-current assets	(6,849)	(24,667)
Net cash generated from (used in) investing activities	(414,568)	(176,087)
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	2,546,021	2,281,038
Decrease in short-term borrowings	(2,595,181)	(2,216,086)
Increase in short-term bills payable	69,869	-
Decrease in short-term bills payable	-	(470,058)
Proceeds from long-term bank borrowings	101,982	226,876
Repayments of long-term bank borrowings	(629,745)	(673,514)
Guarantee deposits received	-	16,430
Guarantee deposits refunded	(10,749)	-
Repayment of principle of lease liabilities	(41,358)	(40,100)
Cash dividends paid	(50,965)	(50,965)
Acquisition of percentage of ownership interests in subsidiaries	-	(13,499)
Disposal of percentage of ownership interests in subsidiaries	124,338	-
Decrease in non-controlling interests	(55,446)	(24,482)
Net cash used in financing activities	(541,234)	(964,360)
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES	(23,284)	3,257
NET DECREASE IN CASH AND CASH EQUIVALENTS	(289,040)	(368,594)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,208,827</u>	<u>1,577,421</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 919,787</u>	<u>\$ 1,208,827</u>
		(Concluded)

The accompanying notes are an integral part of the consolidated financial statements.
(With Deloitte & Touche auditors' report dated March 26, 2024)

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

Tongtai Machine & Tool Co., Ltd. (the “Company”) was incorporated in January 1969. It is mainly engaged in the manufacturing and selling of machine tools, computer components, computer numerical control lathes and cutting centers.

The Company’s shares have been listed on the Taiwan Stock Exchange since September 15, 2003.

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

2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company’s board of directors and authorized for issue on March 13, 2024.

3. APPLICATION OF NEW AND AMENDED STANDARDS AND INTERPRETATIONS

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

The initial application of the amendments to the IFRSs endorsed and issued into effect by the FSC did not have a significant effect on the accounting policies of the Company and its subsidiaries.

- b. The IFRSs endorsed by the FSC for application starting from 2024

New, Revised or Amended Standards and Interpretations	Effective Date Issued 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 Arrangement”	January 1, 2024 (Note 3)

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

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

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

As of the date the consolidated financial statements were authorized by the board of directors for issue, the Corporation and its subsidiaries have assessed that the application of other standards and interpretations will not have a material on the Corporation and its subsidiaries’ financial position and financial performance.

- c. The IFRSs issued by IASB but not yet endorsed and issued into effect by the FSC

New, Revised or Amended Standards and Interpretations	Effective Date Issued 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 17 and IFRS 9 - Comparative Information"	January 1, 2023
Amendments to IAS 21 "Lack of Exchangeability"	January 1, 2025 (Note 2)

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

Note 2: 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.

As of the date the consolidated financial statements were authorized by the board of director for issue, the Company and its subsidiaries are continuously assessing the impact of the impending initial application of the aforementioned and other standards and the amendments to interpretations on their financial position and results of operations. The related impact will be disclosed when the Company completes its evaluation.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- a. Statement of compliance

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

- b. Basis of Preparation

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

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

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

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

Current assets include:

- 1) Assets held primarily for the purpose of trading;
- 2) Assets are realized within 12 months after the reporting period; and
- 3) Cash and cash equivalents unless the assets are restricted from being used for an exchange or used to settle a liability for more than 12 months after the reporting period.

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities expected to be settled within twelve months after the reporting period; and
- 3) Liabilities without an unconditional right to defer settlement for at least 12 months after the reporting period.

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

d. Basis of consolidation

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

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

Refer to Note 12, Table 7 and Table 8 for detailed information on subsidiaries (including percentages of ownership and main businesses).

e. Business combinations

Acquisitions of businesses are accounted for using the acquisition method. Acquisition-related costs are generally recognized in profit or loss as incurred.

Goodwill is measured as the excess of the sum of the consideration transferred and the fair value of the acquirer's previously held equity interests in the acquiree over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after re-assessment, the net of the acquisition date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred and the fair value of the acquirer's previously held interests in the acquired entity, the excess is recognized immediately in profit or loss as a bargain purchase gain.

When the consideration transferred by the Company and its subsidiaries in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and considered as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with the corresponding adjustments being made against goodwill.

Measurement period adjustments are adjustments that arise from additional information obtained during the measurement period about facts and circumstances that existed as of the acquisition date. The measurement period does not exceed one year from the acquisition date.

If the initial accounting for a business combination is incomplete by the end of the balance sheet date in which the combination occurs, the Company and its subsidiaries report provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted retrospectively during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognized as of that date.

f. Foreign currencies

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

At balance sheet date, 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 year in which they arise.

Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Exchange differences arising on the retranslation of non-monetary items are included in profit or loss for the year 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 items that are measured at historical cost in a foreign currency are stated at the historical translated amount.

For the purpose of presenting consolidated financial statements, the functional currencies of the entities associated with the Company (including subsidiaries 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 balance sheet date; income and expense items are translated at the average exchange rates for the year. The resulting currency translation differences are recognized in other comprehensive income attributed to the owners of the Company and non-controlling interests as appropriate.

Goodwill and fair value adjustments on identifiable assets and liabilities recognized on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of balance sheet date. Exchange differences arising are recognized in other comprehensive income.

g. Inventories

Inventories consisting of raw materials, supplies, work-in-progress, finished goods and merchandise are stated at the lower of cost or net realizable value. Inventory write-downs are made by item, except where it may be appropriate to group similar or related items. The net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale. Raw materials and supplies are recorded at the moving-average cost, and the work-in-progress, finished goods and merchandise are recorded at cost by the specific identification method.

h. Investments in associates

An associate is an entity over which the Company and its subsidiaries have significant influence and which is neither a subsidiary nor an interest in a joint venture.

The Company and its subsidiaries use the equity method to account for their investments in associates. Under the equity method, investments in an associate is initially recognized at cost and adjusted thereafter to recognize the Company and its subsidiaries' share of the profit or loss and other comprehensive income of the associate. The Company and its subsidiaries also recognize the changes in the Company and its subsidiaries' share of the equity of associates.

Any excess of the cost of acquisition over the Company and its subsidiaries' share of the net fair value of the identifiable assets and liabilities of an associate at the date of acquisition is recognized as goodwill, which is included in the carrying amount of the investment and is not amortized.

When the Company and its subsidiaries subscribe for additional new shares of an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment will differ from the amount of the Company and its subsidiaries' proportionate interest in the associate. The Company and its subsidiaries should record such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus - changes in capital surplus from investments in associates accounted for using the equity method. If the Company and its subsidiaries' ownership interest is reduced due to non-subscription of the new shares of the associate, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate is reclassified to profit or loss on the same basis as would be required if the investee had directly disposed of the related assets or liabilities. When the adjustment should be a deduction to capital surplus, but the capital surplus recognized from investments accounted for using the equity method is insufficient, the shortage is deducted from retained earnings.

When the Company and its subsidiaries' share of losses of an associate equal or exceed its interest in that associate (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 and its subsidiaries' net investment in the associate), the Company and its subsidiaries will discontinue recognizing its share of further losses. Additional losses and liabilities are recognized only to the extent that the Company and its subsidiaries have incurred legal obligations, or constructive obligations, or made payments on behalf of that associate.

Investment in associate is tested for impairment by treating the entire carrying amount of the investment (including goodwill) as a single asset and then compare that carrying amount with the estimated recoverable amount. Any impairment loss recognized is deducted from investment and the carrying amount of the investment is net of impairment loss. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment has subsequently increased.

Gains and losses resulting from upstream, downstream and sidestream transactions between and among the Company and its subsidiaries and its associates are recognized in the consolidated financial statements only to the extent of interests in the associate of entities that are not related to the Company and its subsidiaries.

i. Property, plant and equipment

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

Property, plant and equipment in the course of construction are carried at cost. Cost includes professional fees and borrowing costs eligible for capitalization. Such properties 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.

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.

j. Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation.

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

k. Goodwill

Goodwill arising from the acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment loss.

For the purposes of impairment testing, goodwill is allocated to the Company and its subsidiaries' cash-generating units or groups of cash-generating units (referred to as "cash-generating units") that are expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually or more frequently when there is an indication that the unit may be impaired, by comparing its carrying amount, including the attributed goodwill, with its recoverable amount. However, if the goodwill allocated to a cash-generating unit was acquired in a business combination during the current annual period, that unit should be tested for impairment before the end of the current annual period. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then pro rata to the other assets of the unit based on the carrying amount of each asset in the unit. Any impairment loss is recognized directly in profit or loss. Any impairment loss recognized on goodwill is not reversed in subsequent periods.

If goodwill has been allocated to a cash-generating unit and the entity disposes of an operation within that unit, the goodwill associated with the operation which is disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal and is measured on the basis of the relative values of the operation disposed of and the portion of the cash-generating unit retained.

l. Intangible assets

1) Intangible assets acquired separately

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

2) Internally generated intangible assets - research and development expenditures

Expenditure on research activities is recognized as expense in the period in which it is incurred.

An internal research and development project that has reached its development phase may be recognized as an internally-generated intangible asset if, and only if, all of the following have been demonstrated:

- a) The technical feasibility of completing the intangible asset so that it will be available for use or sale;
- b) The intention to complete the intangible asset and use or sell it;
- c) The ability to use or sell the intangible asset;
- d) How the intangible asset will generate probable future economic benefits;
- e) The availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- f) The ability to measure reliably the expenditures attributable to the intangible asset during its development.

The amount initially recognized as cost of internally generated intangible asset is the total expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Subsequent to initial recognition, it is measured on the same basis as intangible asset acquired separately.

3) Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognized separately from goodwill are initially recognized at their fair value at the acquisition date (which is regarded as their cost). Subsequent to initial recognition, they are measured on the same basis as intangible assets acquired separately.

4) Derecognition of intangible assets

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

m. Impairment of property, plant and equipment, right-of-use asset, investment properties, intangible assets other than goodwill

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

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 subsequently is reversed, the carrying amount of the asset or cash-generating unit or assets related to contract costs is increased to the revised estimate of its

recoverable amount, but only to the extent of the carrying amount that would have been determined for the asset or cash-generating unit (net of amortization and depreciation) had no impairment loss been recognized in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

n. Financial instruments

Financial assets and financial liabilities are recognized when the Company and its subsidiaries become a party to the contractual provisions of the instruments.

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

1) Financial assets

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

a) Measurement category

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

i Financial asset at FVTPL

Financial asset 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, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss does not incorporate any dividend or interest earned on the financial asset. Fair value is determined in the manner described in Note 32.

ii Financial assets at amortized cost

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

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

Financial assets at amortized cost, including cash and cash equivalents, notes and accounts receivable at amortized cost, other receivables, other financial assets, refundable deposits and long-term notes and accounts receivable, are measured at amortized cost, which equals to 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 assets, 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 assets that are not credit impaired on purchase or origination but have 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.

A financial asset is credit impaired when one or more of the following events have occurred:

- i) Significant financial difficulty of the issuer or the borrower;
- ii) Breach of contract, such as a default;
- iii) It is becoming probable that the borrower will enter bankruptcy or undergo a financial reorganization; or
- iv) The disappearance of an active market for that financial asset because of financial difficulties.

Cash equivalents include time deposits with original maturities within three 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 and its subsidiaries may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation 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, they will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Company and its subsidiaries' 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 and its subsidiaries recognize a loss allowance for expected credit losses on financial assets at amortized cost (including accounts receivables).

The Company and its subsidiaries always recognize lifetime Expected Credit Losses (ECLs) for trade receivables. For all other financial instruments, the Company and its subsidiaries recognize lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company and its subsidiaries measure 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 a default occurring as the weights. Lifetime ECLs represents 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 represents 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.

For internal credit risk management purposes, the Company and its subsidiaries determine that the following situations indicate that a financial asset is in default (without taking into account any collateral held by the Company and its subsidiaries):

- i Internal or external information show that the debtor is unlikely to pay its creditors.
- ii When a financial asset is more than 90 days past due unless the Company and its subsidiaries have reasonable and corroborative information to support a more lagged default criterion.

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.

c) Derecognition of financial assets

The Company and its subsidiaries derecognize a financial asset only when the contractual rights to the cash flows from the asset expire or when the financial asset and substantially all the risks and rewards of ownership of the asset are transferred 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. 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 that had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

2) Equity instruments

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

3) Financial liabilities

a) Subsequent measurement

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

Financial liabilities held for trading are stated at fair value, with any gain or loss arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss does not incorporate any interest or dividends paid on the financial liability.

b) Derecognition of financial liabilities

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

4) Derivative financial instruments

The Company and its subsidiaries enter into a variety of derivative financial instruments to manage their exposure to interest rate and foreign exchange rate risks, including cross-currency swap contracts, swap contracts and foreign exchange forward contracts.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each balance sheet date. The resulting gain or loss is recognized in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event, the timing of the recognition in profit or loss depends on the nature of the hedging relationship. When the fair value of a derivative financial instrument is positive, the derivative is recognized as a financial asset; when the fair value of a derivative financial instrument is negative, the derivative is recognized as a financial liability.

o. Provisions

Provisions are measured at the best estimate of the cash flows required to settle the present obligation at the end of the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

Provisions for the expected cost of warranty obligations are recognized at the date of sale of the relevant products at the Company and its subsidiaries' best estimate of the expenditure required to settle the obligations.

p. Revenue recognition

The Company and its subsidiaries identify contracts with customers, allocate the transaction price to the performance obligations and recognize revenue when performance obligations are satisfied.

Revenue from the sale of goods comes from sales of machine. Revenue from domestic sales is recognized when the installation of machine or tool is completed. Revenue from export sales is recognized according to the trade conditions or the completion date of machine installation. The customer has full discretion over the manner of distribution and price to sell the goods and bears the risks of obsolescence. Transaction price received is recognized as a contract liability until performance obligations are satisfied.

Revenue from maintenance and rebuilding are recognized when services are provided.

q. Leasing

At the inception of a contract, the Company and its subsidiaries assess whether the contract is, or contains, a lease.

For a contract that contains a lease component and non-lease components, the Company and its subsidiaries allocate the consideration in the contract to each component on the basis of the relative stand-alone price and accounts for each component separately.

1) The Company and its subsidiaries 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 and its subsidiaries as lessee

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

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date, 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 consolidated 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, in-substance fixed payments, and variable lease payments which depend on an index or a rate. 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 Company and its subsidiaries use the lessee's incremental borrowing rate.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term, or a change in future lease payments resulting from a change in an index or a rate used to determine those payments, the Company and its subsidiaries remeasure 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 consolidated balance sheets.

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the periods in which they are incurred.

r. Government grants

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

Government grants related to income are recognized as a reduction of the related costs on a systematic basis over the periods in which the Company and its subsidiaries recognize as expenses the related costs that the grants intend to compensate.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company and its subsidiaries with no future related costs are recognized in profit or loss in the period in which they are received.

s. 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) and net interest on the net defined benefit liabilities (assets) are recognized as employee benefits expense in the year in which they occur. Remeasurement, comprising actuarial gains and losses and the return on plan assets (excluding interest), is recognized in other comprehensive income in the year 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 and its subsidiaries' 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.

t. 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, unused loss carry forward and research and development expenditure 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. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date 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 each balance sheet date and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. 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 balance sheet date, 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 tax and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company and its subsidiaries' accounting policies, management is required to make judgments, estimations and assumptions 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.

Key sources of estimation uncertainty

a. Estimated impairment of financial assets

The provision for impairment of trade receivables is based on assumptions about risk of default and expected loss rates. The Company and its subsidiaries use judgment in making these assumptions and in selecting the inputs to the impairment calculation, based on the Company and its subsidiaries' historical experience, existing market conditions as well as forward looking estimates as of the end of each reporting period. For details of the key assumptions and inputs used, refer to Note 9. Where the actual future cash inflows are less than expected, a material impairment loss may arise.

b. Valuation of inventory

Inventories are stated at the lower of cost or net realizable value, and the Company and its subsidiaries use judgment and estimate to determine the net realizable value of inventory at the end of the reporting period. Since the net realizable value of inventory is mainly determined on the basis of future selling price, it might be adjusted significantly.

6. CASH AND CASH EQUIVALENTS

	December 31	
	2023	2022
Cash on hand	\$ 3,189	\$ 4,850
Checking accounts and demand deposits	859,810	1,017,733
Cash equivalents		
Cash equivalents - Bonds with repurchase agreements	-	61,846
Time deposits with original maturities of less than three months	56,788	124,398
	<u>\$ 919,787</u>	<u>\$ 1,208,827</u>

7. FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	December 31	
	2023	2022
Financial assets at FVTPL - current		
Financial assets mandatorily classified as at FVTPL		
Derivative financial assets		
Foreign exchange forward contracts	\$ 53	\$ -
Cross-currency swap contracts	-	11,948
	<u>\$ 53</u>	<u>\$ 11,948</u>

a. At the balance sheet date, outstanding cross-currency swap contracts not accounted for by hedge accounting were as follows:

Notional Amounts (In Thousands)	Maturity Date	Range of interest Rates Paid (%)	Range of Interest Rates Received
December 31, 2022			
USD2,000 / NTD55,700	2023.02	0.91	SOFR+0.68
USD2,000 / NTD55,700	2023.02	0.91	SOFR+0.68

b. At the balance sheet date, outstanding foreign exchange forward contracts not accounted for by hedge accounting were as follows:

	Currency	Maturity Date	Contract Amount (In Thousands)
September 30, 2023			
Foreign exchange forward	MYR / USD	2024.04	MYR1,425 / USD307

The Company and its subsidiaries entered into cross-currency swap contracts and foreign exchange forward contracts to manage exposures to exchange rate and interest rate fluctuations of foreign currency denominated assets and liabilities. For the years ended December 31, 2023 and 2022, the Company and its subsidiaries recognized gain loss on cross-currency swap contracts not accounted for by hedge accounting in the amounts of NT\$(1,488) thousand and NT\$20,621 thousand, respectively, included in gain (loss) on financial instruments at fair value through profit or loss.

For the years ended December 31, 2022, the Company entered into mutual funds financial products and recognized loss in the amounts of (NT\$5,207) thousand, included in gain (loss) on financial instruments at fair value through profit or loss.

8. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME -NON-CURRENT

	December 31	
	2023	2022
Investment in equity instruments		
Domestic investments		
Listed shares	\$ 145,239	\$ 123,364
Unlisted shares	32,084	36,299
	<u>\$ 177,323</u>	<u>\$ 159,663</u>

9. FINANCIAL ASSETS AT AMORTIZED COST – NON-CURRENT

	December 31	
	2023	2022
Unlisted Preference shares	\$ 20,000	\$ -
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
	<u>\$ 20,000</u>	<u>\$ -</u>

In October 2023, the Company purchased 20,000 preferred shares of domestic unlisted companies at a par value of \$1,000, with an effective interest rate of 5%.

10. NOTES AND ACCOUNTS RECEIVABLE, LONG-TERM NOTES AND ACCOUNTS RECEIVABLE, AND OVERDUE RECEIVABLE, NET

	December 31	
	2023	2022
Notes receivable (operating)		
Gross carrying amount at amortized cost	\$ 379,155	\$ 519,720
Less: Unrealized interest revenue	<u>1,309</u>	<u>1,347</u>
	<u>\$ 377,846</u>	<u>\$ 518,373</u>
Accounts receivable		
Gross carrying amount at amortized cost	\$ 2,686,518	\$ 3,014,399
Less: Allowance for impairment loss	<u>420,741</u>	<u>473,782</u>
	<u>\$ 2,265,777</u>	<u>\$ 2,540,617</u>
Accounts receivable - related parties		
Gross carrying amount at amortized cost	<u>\$ 16,523</u>	<u>\$ 4,643</u>
Long-term notes and accounts receivable (operating)		
Gross carrying amount at amortized cost	\$ 49,796	\$ 16,440
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
	<u>\$ 49,796</u>	<u>\$ 16,440</u>
Overdue receivable (included in other noncurrent assets)		
Gross carrying amount at amortized cost	\$ 17,658	\$ 19,459
Less: Allowance for impairment loss	<u>17,658</u>	<u>19,459</u>
	<u>\$ -</u>	<u>\$ -</u>

The credit period of the Company and its subsidiaries' receivables depends on customer classification and product category. The Company and its subsidiaries make prudent assessment of all their customers. The counterparties are creditworthy companies; as a result, the significant credit risk is unexpected. In order to minimize credit risk, the management of the Company and its subsidiaries have delegated a team responsible for determining credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Company and its subsidiaries review the recoverable amount of each individual trade debt at the end of the reporting period to ensure that adequate allowance is made for possible irrecoverable amounts. In this regard, the management believes the Company and its subsidiaries' credit risk were significantly reduced.

The Company and its subsidiaries apply the simplified approach to providing for expected credit losses prescribed which permits the use of lifetime expected loss provision for all notes and accounts receivables. The expected credit losses on notes and accounts receivables are estimated

using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of economic conditions at the reporting date. As the Company and its subsidiaries' historical credit loss experience do not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Company and its subsidiaries' different customer base.

The Company and its subsidiaries write off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery after the recourse procedures. For accounts receivable that have been written off, the Company and its subsidiaries continue 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 and accounts receivables based on the Company and its subsidiaries' provision matrix:

December 31, 2023

	Not Past Due	1 to 90 Days	91 to 180 Days	181 to 270 Days	271 to 365 Days	366 to 720 Days	Over 721 Days	Individual Identification	Total
Gross carrying amount	\$ 1,720,107	\$ 431,714	\$ 266,292	\$ 148,309	\$ 75,191	\$ 258,965	\$ 187,263	\$ 60,500	\$ 3,148,341
Loss allowance (Lifetime ECL)	(38,256)	(45,589)	(12,430)	(16,280)	(18,391)	(97,109)	(149,844)	(60,500)	(438,399)
	<u>\$ 1,681,851</u>	<u>\$ 386,125</u>	<u>\$ 253,862</u>	<u>\$ 132,029</u>	<u>\$ 56,800</u>	<u>\$ 161,856</u>	<u>\$ 37,419</u>	<u>\$ -</u>	<u>\$ 2,709,942</u>

December 31, 2022

	Not Past Due	1 to 90 Days	91 to 180 Days	181 to 270 Days	271 to 365 Days	366 to 720 Days	Over 721 Days	Individual Identification	Total
Gross carrying amount	\$ 2,038,213	\$ 579,876	\$ 217,646	\$ 176,472	\$ 94,279	\$ 116,147	\$ 300,101	\$ 50,580	\$ 3,573,314
Loss allowance (Lifetime ECL)	(8,707)	(64,296)	(31,907)	(18,905)	(8,704)	(44,190)	(265,952)	(50,580)	(493,241)
	<u>\$ 2,029,506</u>	<u>\$ 515,580</u>	<u>\$ 185,739</u>	<u>\$ 157,567</u>	<u>\$ 85,575</u>	<u>\$ 71,957</u>	<u>\$ 34,149</u>	<u>\$ -</u>	<u>\$ 3,080,073</u>

The movements of the loss allowance of notes and accounts receivable were as follows:

	For the Year Ended December 31	
	2023	2022
Balance, beginning of period	\$ 493,241	\$ 461,621
Recognition	17,252	73,690
Written off	(60,889)	(45,326)
Disposal of subsidiary	(\$ 4,069)	\$ -
Transfer out due to loss of control	(6,090)	-
Effects of foreign currency exchange differences	(1,046)	3,256
Balance, end of period	<u>\$ 438,399</u>	<u>\$ 493,241</u>

Refer to Note 33 for the amount of discounted notes receivable and related terms of the subsidiaries.

The amount of notes receivable pledged by the subsidiary as a guarantee for the loan (refer to note 35).

11. INVENTORIES

	December 31	
	2023	2022
Raw materials	\$ 1,916,414	\$ 2,580,365
Supplies	150,095	164,167
Work-in-progress	1,457,261	1,914,692
Finished goods	465,508	677,446
Merchandise	53,271	97,075
Inventory in transit	-	5,169
	<u>\$ 4,042,549</u>	<u>\$ 5,438,914</u>

The cost of inventories recognized as operating costs for the years ended December 31, 2023 and 2022 was NT\$6,066,156 thousand and NT\$6,444,733 thousand, respectively, which included write-downs of inventories and unallocated manufacturing overhead as follows.

	For the Year Ended December 31	
	2023	2022
Inventory write-downs	\$ 59,765	\$ 32,582

12. SUBSIDIARIES

a. Subsidiaries included in the consolidated financial statements:

Investor	Investee	Nature of Activities	Proportion of Ownership		Remark
			December 31, 2023	December 31, 2022	
Tongtai Machine & Tool Co., Ltd.	Union Top Industrial (Samoa) Limited (Union Top)	General investment	100.00	100.00	
	Tongfong Auto Tech Co., Ltd. (Tongfong)	Sales of electric automation equipment	100.00	100.00	
	Asia Pacific Elite Corp. (APEC)	Sales and manufacturing of equipment	99.83	99.83	
	Quick-Tech Machinery Co., Ltd. (Quick-Tech)	Sales and manufacturing of equipment	99.14	99.14	
	Honor Seiki Co., Ltd. (Honor Seiki)	Sales and manufacturing of equipment	-	54.47	Note 6
	Tong-Yeh Precision Co., Ltd. (Tong-Yeh)	Manufacturing and processing of metal part	94.58	94.58	Notes 4
	Chin-Jig Technology Co., Ltd.	Sales of mold and equipment	-	-	Note 2
	Tongtai Machine & Tool Japan Co., Ltd. (TTJP)	Sales and manufacturing of equipment	100.00	100.00	
	Tong Tai Machinery Co., Ltd. (TTM)	Sales of customized machine	100.00	100.00	
	Tongtai Seiki Vietnam Co., Ltd. (TTVN)	Sales of customized machine	100.00	100.00	
	Tongtai Machine Tool (SEA) Sdn. Bhd. (TTS)	Sales of customized machine	52.00	52.00	
	Tongtai Machine Tool (MFG) Sdn. Bhd. (TMM)	Sales and manufacturing of equipment	100.00	100.00	
	Tong-Tai Seiki USA, Inc. (TSU)	Sales of equipment	100.00	100.00	
	TTGroup America Inc. (TTGA)	Sales of equipment	100.00	-	Note 7
	Tongtai Mexico S.A.DE C.V (TTGMx)	Sales and maintenance of machine tools	100.00	100.00	
	Process Conception Ingenierie-Societe de Construction D'equipments, De Mecanisations Et De Machines (PCI-SCEMM)	Sales, manufacturing and maintenance of machine tools	100.00	100.00	
	Tongtai Europe B.V. (TTE)	Sales of merchandise	100.00	100.00	
	Tongan GmbH (Tongan)	General investment	100.00	100.00	
Union Top	Suzhou Tongyu Machine Tool Co., Ltd. (Suzhou Tongyu)	Manufacturing of digital control machine and system	100.00	100.00	Important subsidiary
	Shanghai Tong-Tai-Shin Trading Co., Ltd. (Shanghai Tong-Tai-Shin)	International trade	100.00	100.00	
	Tong-Yu Machine Tool (Shanghai) Co., Ltd. (Shanghai Tong-Yu)	Sales and maintenance of machine tools	100.00	100.00	
Great Pursuit Limited	Great Pursuit Limited	General investment	55.00	55.00	
	Hao-Tern-Shin Electronics (Shenzhen) Co., Ltd. (Hao-Tern-Shin)	Sales and manufacturing of printed circuit board	100.00	100.00	
Chin-Jig	Time Trade International Limited (Time Trade)	General investment	-	-	Note 1
Time Trade	Chin-Jig Precision Machine (Shanghai) Co., Ltd. (Shanghai Chin-Jig)	Sales and manufacturing of mold and equipment	-	-	Note 1
TTJP	SKTD Co., Ltd. (SKTD)	Design and development of machine tools	98.73	98.73	
PCI-SCEMM	TTGroup France	Sales of machine tools	100.00	100.00	

(Continued)

Investor	Investee	Nature of Activities	Proportion of Ownership		Remark
			December 31, 2023	December 31, 2022	
Tongan MBI	CERIMATEC	Sales of machine tools	100.00	100.00	Note 3
	Mbi-group Beteiligung GmbH (MBI)	General investment	100.00	100.00	
	HPC Produktions GmbH (HPC)	Sales of mold and equipment	-	100.00	Note 5
Anger	Anger Machining GmbH (Anger)	Sales, manufacturing and maintenance of machine tools	100.00	100.00	
	Anger Machining Inc. (Anger - US)	Sales and maintenance of machine tools	100.00	100.00	
	Anger Service Deutschland GmbH (Anger - DE)	Sales and maintenance of machine tools	100.00	100.00	

(Concluded)

Note 1: In July 2022, the Time Trade International Limited was disposed out the shares of Shanghai Chin-Ji, and was liquidated in August 2022 (Refer to Note 30).

Note 2: In December 2022, the Chin-Jig Technology Co., Ltd. was liquidated.

Note 3: In December 2022, the CERIMATEC newly established by PCI-SCEMM.

Note 4: In December 2022, the Company acquired a part of shares from non-controlling interest (Refer to Note 30).

Note 5: In June 2023, the Mbi-group Beteiligung GmbH was disposed out the shares of HPC Produktions GmbH (Refer to Note 29).

Note 6: In July, 2023, a resolution had been approved by the Board of Director for the release of 2,703 thousand shares of Honor Seiki held by the Company, resulting in an decrease in the percentage of ownership from 54.47% to 46.63% (Refer to Note 29).

Note 7: In November 2023, the Company invested in TTGA establishment.

b. Details of subsidiaries that have material non-controlling interests

Name of subsidiary	Percentage of Ownership and Voting Rights of Non-controlling Interests
	December 31, 2022
Honor Seiki	45.53%

Names, locations, and related information of investees Honor Seiki please refer to Table 7.

Name of subsidiary	Profit Allocated to Non-controlling Interests For the Year Ended December 31	Accumulated, Non-controlling Interests December 31
	2022	2022
Honor Seiki	\$ 56,240	\$ 601,828

Honor Seiki's financial information below represents amounts before intragroup eliminations.

	December 31 2022
Current assets	\$ 1,751,820
Non-current assets	867,660
Current liabilities	(1,060,626)
Non-current liabilities	(237,113)
Equity	\$ 1,321,741

	<u>December 31</u> 2022
Equity attributable to	
Owner of the Company	\$ 719,913
Non-controlling interests of the Company	<u>601,828</u>
	<u>\$ 1,321,741</u>
	<u>For the Year Ended</u> <u>December 31</u> 2022
Revenue	<u>\$ 1,007,467</u>
Profit for the year	\$ 123,515
Other comprehensive income for the year	<u>247</u>
Total comprehensive income for the year	<u>\$ 123,762</u>
Profit attributable to:	
Owners of the Company	\$ 67,275
Non-controlling interests of the Company	<u>56,240</u>
	<u>\$ 123,515</u>
Total comprehensive income attributable to:	
Owners of the Company	\$ 67,410
Non-controlling interests of the Company	<u>56,352</u>
	<u>\$ 123,762</u>
Net cash inflow from	
Operating activities	\$ 259,928
Investing activities	(136,764)
Financing activities	<u>37,818</u>
Net cash inflow	<u>\$ 160,982</u>
Dividends paid to non-controlling interests	<u>\$ 18,482</u>

13. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

The Company and its subsidiaries' investments accounted for using the equity method are all investment-related enterprises. The details are as follows:

	<u>December 31</u>	
	2023	2022
Material associate		
Honor Seiki Co., Ltd. (Honor Seiki)	\$ 741,343	\$ -
Associates that are not individually material	<u>9,022</u>	<u>8,115</u>
	<u>\$ 750,365</u>	<u>\$ 8,115</u>

a. Material associate

<u>Company</u>	<u>Percentage of Ownership and Voting Rights (%)</u> <u>December 31, 2023</u>
Honor Seiki	46.63

The summarized financial information below represents shown in the financial statements of Honor Seiki, which have been prepared in accordance with the IFRS Accounting Standards and adjusted of the purposes of applying equity method.

Honor Seiki

	For the Year Ended December 31, 2023
Current assets	\$ 1,575,232
Non-current assets	858,284
Current liabilities	(880,031)
Non-current liabilities	(<u>212,782</u>)
equity	<u>\$ 1,340,703</u>
Ownership percentage (%)	46.63
Equity attributable to the Company and its subsidiaries	\$ 625,197
Goodwill	<u>116,146</u>
Carrying amount of the investment	<u>\$ 741,343</u>

	December 31, 2023
Operating revenues	<u>\$ 1,347,043</u>
Net profit for the year	\$ 141,380
Other comprehensive income	(<u>645</u>)
Total comprehensive income	<u>\$ 140,735</u>

b. Material associate

	December 31	
	2023	2022
Printin3d DigiTech Co., Ltd.	\$ 9,022	\$ 8,115
Cyber Laser Taiwan Co., Ltd.	<u>-</u>	<u>-</u>
	<u>\$ 9,022</u>	<u>\$ 8,115</u>

	For the Year Ended December 31	
	2023	2022
The Company and its subsidiaries' share of		
Net income for the year	\$ 907	\$ 218
Other comprehensive income	<u>-</u>	<u>-</u>
Total comprehensive income ⁸	<u>\$ 907</u>	<u>\$ 218</u>

The Company recognized impairment loss amounted of NT\$7,841 thousand of the associate, Cyber, due to the recoverable amount was lower than the carrying amount.

Names, locations, and related information of associates please refer to Table 7.

14. OTHER FINANCIAL ASSETS

	December 31	
	2023	2022
Current		
Pledged deposits and time deposits	\$ 9,440	\$ 153,705
Time deposits with original maturities more than three months	14,104	30,710
Deposits for projects	1,488	14,570
Restricted deposit	3,446	-
	<u>\$ 28,478</u>	<u>\$ 198,985</u>
Non-current		
Pledged deposits and time deposits	\$ 97,453	\$ 80,649
Deposits for projects	17,567	16,650
	<u>\$ 115,020</u>	<u>\$ 97,299</u>

Refer to Note 35 for information relating to other financial assets pledged as collateral.

15. PROPERTY, PLANT AND EQUIPMENT

For the Year Ended December 31, 2023

	Land	Buildings	Machinery and Equipment	Transportation Equipment	Office Equipment	Other Equipment	Construction in Progress and Equipment to be Inspected	Total
Cost								
Balance at January 1, 2023	\$ 793,294	\$ 2,883,591	\$ 1,139,129	\$ 170,388	\$ 183,138	\$ 408,821	\$ 11,643	\$ 5,590,004
Additions	8,438	5,489	51,364	9,147	20,609	21,193	2,511	118,751
Disposals	-	(7,044)	(16,419)	(5,193)	(946)	(20,021)	-	(49,623)
Proceeds from disposal of subsidiary	(2,684)	(27,420)	(54,884)	(1,403)	(25,614)	(727)	(1,491)	(114,223)
Transfer out due to loss of control	(455,670)	(291,189)	(178,938)	(5,822)	(2,484)	(83,076)	-	(1,017,179)
Reclassifications	-	7,913	(1,751)	371	-	312	(10,767)	(3,922)
Effects of foreign currency exchange difference	1,719	4,106	10,659	56	4,215	(2,542)	(383)	17,830
Balance at December 31, 2023	<u>345,097</u>	<u>2,575,446</u>	<u>949,160</u>	<u>167,544</u>	<u>178,918</u>	<u>323,960</u>	<u>1,513</u>	<u>4,541,638</u>
Accumulated depreciation and impairment								
Balance at January 1, 2023	-	1,455,832	803,151	140,577	164,996	291,512	-	2,856,068
Depreciation	-	96,806	69,667	7,826	7,717	26,563	-	208,579
Disposals	-	(7,044)	(15,766)	(4,542)	(916)	(18,178)	-	(46,446)
Proceeds from disposal of subsidiary	-	(18,578)	(43,398)	(1,021)	(19,916)	(727)	-	(83,640)
Transfer out due to loss of control	-	(157,270)	(107,437)	(2,288)	(2,234)	(39,248)	-	(308,477)
Reclassifications	-	2,162	(1,751)	371	-	312	-	1,094
Effects of foreign currency exchange difference	-	2,820	8,509	21	3,940	(1,600)	-	13,690
Balance at December 31, 2023	<u>-</u>	<u>1,374,728</u>	<u>712,975</u>	<u>140,944</u>	<u>153,587</u>	<u>258,634</u>	<u>-</u>	<u>2,640,868</u>
Carrying amount at December 31, 2023	<u>\$ 345,097</u>	<u>\$ 1,200,718</u>	<u>\$ 236,185</u>	<u>\$ 26,600</u>	<u>\$ 25,331</u>	<u>\$ 65,326</u>	<u>\$ 1,513</u>	<u>\$ 1,900,770</u>

For the Year Ended December 31, 2022

	Land	Buildings	Machinery and Equipment	Transportation Equipment	Office Equipment	Other Equipment	Construction in Progress and Equipment to be Inspected	Total
Cost								
Balance at January 1, 2022	\$ 788,270	\$ 2,938,436	\$ 1,215,823	\$ 165,676	\$ 173,900	\$ 444,635	\$ 160	\$ 5,726,900
Additions	2,489	27,186	46,771	6,514	7,975	6,041	11,447	108,423
Disposals	-	(273)	(77,896)	(2,611)	(5,541)	(7,550)	-	(93,871)
Proceeds from disposal of subsidiary	-	(8,460)	(34,685)	(1,082)	-	(2,108)	-	(46,335)
Reclassifications	-	(116,890)	(29,804)	-	-	(13,520)	-	(160,214)
Effects of foreign currency exchange difference	2,535	43,592	18,920	1,891	6,804	(18,677)	36	55,101
Balance at December 31, 2022	<u>793,294</u>	<u>2,883,591</u>	<u>1,139,129</u>	<u>170,388</u>	<u>183,138</u>	<u>408,821</u>	<u>11,643</u>	<u>5,590,004</u>

(Continued)

	Land	Buildings	Machinery and Equipment	Transportation Equipment	Office Equipment	Other Equipment	Construction in Progress and Equipment to be Inspected	Total
Accumulated depreciation and impairment								
Balance at January 1, 2022	-	1,356,155	815,243	134,804	153,972	291,494	-	2,751,668
Depreciation	-	101,358	79,957	7,766	10,139	30,088	-	229,308
Disposals	- (	273)	(75,524)	(2,611)	(5,330)	(7,193 )	- (	90,931)
Proceeds from disposal of subsidiary	- (	2,604)	(25,033)	(866)	-	(1,733 )	- (	30,236)
Reclassifications	- (	24,752)	(4,728)	-	-	(6,578 )	- (	36,058)
Effects of foreign currency exchange difference	-	25,948	13,236	1,484	6,215	(14,566)	-	32,317
Balance at December 31, 2022	-	1,455,832	803,151	140,577	164,996	291,512	-	2,856,068
Carrying amount at December 31, 2022	<u>\$ 793,294</u>	<u>\$ 1,427,759</u>	<u>\$ 335,978</u>	<u>\$ 29,811</u>	<u>\$ 18,142</u>	<u>\$ 117,309</u>	<u>\$ 11,643</u>	<u>\$ 2,733,936</u> (Concluded)

The subsidiary Anger evaluated that the estimated future cash inflows from machinery and equipment had declined due to unsatisfactory operating conditions, and the estimated recoverable amount was lower than the carrying amount. As a result, the subsidiary Anger has recognized impairment loss in previous years. The accumulated impairment for the years ended December 31, 2023 and 2022 was NT\$28,927 thousand and NT\$27,854 thousand, respectively.

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

Buildings	
Main structure	35-60 years
Mechanical and electrical facilities	5-35 years
Engineering system, Air conditioning system and Decoration	2-35 years
Machinery and equipment	2-13 years
Transportation equipment	2-15 years
Office equipment	3-10 years
Other equipment	2-15 years

Property, plant and equipment pledged by the Company and its subsidiaries as collateral for bank borrowings are described in Note 35.

16. LEASE ARRANGEMENTS

a. Right-of-use assets

	December 31	
	2023	2022
Carrying amounts		
Land	\$ 591,062	\$ 483,172
Buildings	46,218	55,858
Machinery	1,097	8,875
Transportation equipment	17,078	20,164
	<u>\$ 655,455</u>	<u>\$ 568,069</u>
	For the Year Ended December 31	
	2023	2022
Additions to right-of-use assets	<u>\$ 139,332</u>	<u>\$ 23,296</u>
Depreciation charge for right-of-use assets		
Land	\$ 22,527	\$ 17,334
Buildings	11,568	15,539
Machinery	1,983	3,835
Transportation equipment	10,205	8,421
	<u>\$ 46,283</u>	<u>\$ 45,129</u>

Except for the aforementioned addition and recognized depreciation, the Company and its subsidiaries did not have significant sublease or impairment of right-of-use assets for the year ended December 31, 2023 and 2022.

b. Lease liabilities

	December 31	
	2023	2022
Carrying amounts		
Current	<u>\$ 33,911</u>	<u>\$ 35,476</u>
Non-current	<u>\$ 640,492</u>	<u>\$ 546,596</u>

Range of discount rate for lease liabilities (%) was as follows:

	December 31	
	2023	2022
Land	2.16~2.48	2.16~2.48
Buildings	1.00~2.00	1.17~2.82
Machinery	1.45	1.45~2.83
Transportation equipment	0.69~2.80	0.69~2.83

c. Material lease activities and terms

The Company is leasing the land of Kaohsiung Luke plant from the management of Southern Taiwan Science Park, including 34,580 square meters of newly leased land in 2023. The lease period will expire in March 2043. The Company does not have a bargain purchase option to acquire the leased land at the expiration of the lease period.

The subsidiary Suzhou Tong-Yu is leasing land from the China government. The lease is recorded as land use rights with useful life of 50 years until July 2059.

The subsidiary PCI is leasing its location from non-related parties. The lease period will expire in December 2027.

d. Other lease information

	For the Year Ended December 31	
	2023	2022
Expenses relating to short-term leases and low-value asset leases	<u>\$ 31,128</u>	<u>\$ 31,169</u>
Total cash outflow for leases	<u>\$ 87,951</u>	<u>\$ 84,677</u>

The Company and its subsidiaries lease certain buildings, transportation equipment and office equipment which qualify as short-term leases and low-value asset leases. The Company and its subsidiaries have elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases.

17. INVESTMENT PROPERTIES

For the Year ended December 31, 2023

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
<u>Cost</u>			
Balance at January 1, 2023	\$ 252,550	\$ 395,422	\$ 647,972
Reclassification	-	(7,913)	(7,913)
Effects of foreign currency exchange differences	-	(1,878)	(1,878)
Balance at December 31, 2023	<u>252,550</u>	<u>385,631</u>	<u>638,181</u>
<u>Accumulated depreciation</u>			
Balance at January 1, 2023	-	139,682	139,682
Depreciation	-	17,096	17,096
Reclassification	-	(2,162)	(2,162)
Effects of foreign currency exchange differences	-	(638)	(638)
Balance at December 31, 2023	-	<u>153,978</u>	<u>153,978</u>
Carrying amount at December 31, 2023	<u>\$ 252,550</u>	<u>\$ 231,653</u>	<u>\$ 484,203</u>

For the Year ended December 31, 2022

	<u>Land</u>	<u>Buildings</u>	<u>Total</u>
<u>Cost</u>			
Balance at January 1, 2022	\$ 252,550	\$ 277,047	\$ 529,597
Reclassification	-	116,890	116,890
Effects of foreign currency exchange differences	-	<u>1,485</u>	<u>1,485</u>
Balance at December 31, 2022	<u>252,550</u>	<u>395,422</u>	<u>647,972</u>
<u>Accumulated depreciation</u>			
Balance at January 1, 2022	-	96,750	96,750
Depreciation	-	17,821	17,821
Reclassification	-	24,752	24,752
Effects of foreign currency exchange differences	-	<u>359</u>	<u>359</u>
Balance at December 31, 2022	-	<u>139,682</u>	<u>139,682</u>
Carrying amount at December 31, 2022	<u>\$ 252,550</u>	<u>\$ 255,740</u>	<u>\$ 508,290</u>

The abovementioned investment properties were leased out for 1 to 15 years. The leases do not have bargain purchase options to acquire the investment properties at the expiry of the lease periods.

The maturity analysis of lease payments receivable under operating leases of investment properties was as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Year 1	\$ 22,587	\$ 46,316
Year 2	8,435	10,361
Year 3	5,760	5,640
Year 4	5,880	5,760
Year 5	6,000	5,880
Year 6 onwards	<u>31,800</u>	<u>37,800</u>
	<u>\$ 80,462</u>	<u>\$ 111,757</u>

The above items of investment properties are depreciated on a straight-line basis over the following estimated useful lives:

Buildings	
Main structure	25-60 years
Engineering system	2-5 years

The investment properties of the Company and its subsidiaries are located at Annan District in Tainan City, Hunei District in Kaohsiung City, Kaohsiung Science Park and Shanghai City in China. The fair value of the investment properties was assessed by the management of the Company and its subsidiaries based on the actual price registration information of nearby area or market evidence of transaction prices categorized as Level 3 input. Professional independent valuers were not involved in the fair value assessment. The fair value for the years ended December 31, 2023 and 2022 are NT\$820,080 thousand and NT\$895,304 thousand, respectively.

All of the Company and its subsidiaries' investment properties are held under freehold interests.

Investment properties pledged by the Company and its subsidiaries as collateral for bank borrowings are described in Note 35.

18. INTANGIBLE ASSETS

For the year ended December 31, 2023

	Computer Software	Goodwill	Patents	Others	Total
Cost					
Balance at January 1, 2023	\$ 265,404	\$ 13,731	\$ 3,651	\$ 7,177	\$ 289,963
Additions	15,682	-	374	1,011	17,067
Reclassification	10,767	-	-	1,068	11,835
Derecognition	(4,845)	-	(2,972)	-	(7,817)
Proceeds from disposal of subsidiary	(8,704)	-	-	(180)	(8,884)
Transfer out due to loss of control	(3,353)	(1,742)	-	-	(5,095)
Effects of foreign currency exchange differences	3,652	-	119	(410)	3,361
Balance at December 31, 2023	<u>278,603</u>	<u>11,989</u>	<u>1,172</u>	<u>8,666</u>	<u>300,430</u>
Accumulated amortization					
Balance at January 1, 2023	224,753	11,989	3,597	7,171	247,510
Amortization expenses	24,089	-	71	3	24,163
Reclassification	-	-	-	1,068	1,068
Derecognition	(4,845)	-	(2,972)	-	(7,817)
Proceeds from disposal of subsidiary	(8,655)	-	-	(180)	(8,835)
Transfer out due to loss of control	(2,931)	-	-	-	(2,931)
Effects of foreign currency exchange differences	3,576	-	115	(419)	3,272
Balance at December 31, 2023	<u>235,987</u>	<u>11,989</u>	<u>811</u>	<u>7,643</u>	<u>256,430</u>
Carrying amount at December 31, 2023	<u>\$ 42,616</u>	<u>\$ -</u>	<u>\$ 361</u>	<u>\$ 1,023</u>	<u>\$ 44,000</u>

For the year ended December 31, 2022

	Computer Software	Goodwill	Patents	Others	Total
Cost					
Balance at January 1, 2022	\$ 259,935	\$ 13,731	\$ 3,494	\$ 7,229	\$ 284,389
Additions	15,610	-	-	-	15,610
Disposals	(14,508)	-	-	-	(14,508)
Effects of foreign currency exchange differences	<u>4,367</u>	<u>-</u>	<u>157</u>	<u>(52)</u>	<u>4,472</u>
Balance at December 31, 2022	<u>265,404</u>	<u>13,731</u>	<u>3,651</u>	<u>7,177</u>	<u>289,963</u>
Accumulated amortization					
Balance at January 1, 2022	\$ 218,343	\$ 11,989	\$ 3,328	\$ 7,218	\$ 240,878
Amortization expenses	16,660	-	115	3	16,778
Disposals	(14,508)	-	-	-	(14,508)
Effects of foreign currency exchange differences	<u>4,258</u>	<u>-</u>	<u>154</u>	<u>(50)</u>	<u>4,362</u>
Balance at December 31, 2022	<u>224,753</u>	<u>11,989</u>	<u>3,597</u>	<u>7,171</u>	<u>247,510</u>
Carrying amount at December 31, 2022	<u>\$ 40,651</u>	<u>\$ 1,742</u>	<u>\$ 54</u>	<u>\$ 6</u>	<u>\$ 42,453</u>

The Company acquired Quick-Tech in previous year and recognized goodwill of NT\$11,989 thousand. Due to the performance of Quick-Tech did not turn out as expected, and the recoverable amount was lower than the carrying amount, impairment losses of NT\$11,989 thousand was recognized.

The above items of intangible assets are amortized on a straight-line basis over the following estimated useful lives:

Computer software	1-10 years
Patents	3-8 years
Others	5-8 years

19. BORROWINGS

a. Short-term borrowings

	December 31	
	2023	2022
Unsecured loans	\$ 1,865,328	\$ 2,149,414
Secured borrowings	633,705	528,745
Letters of credit borrowings	-	53,762
	<u>\$ 2,499,033</u>	<u>\$ 2,731,921</u>
Annual interest rate of unsecured loan (%)	1.71~6.6	0.91~5.9
Annual interest rate of secured loan (%)	1.95~5.7	1.573~1.875
Annual interest rate of L/C borrowings (%)	-	1.875~3.51

b. Short-term bills payable

	December 31	
	2023	2022
Commercial paper	\$ 110,000	\$ 50,000
Less: Unamortized discounts	(<u>268</u>)	(<u>148</u>)
	<u>\$ 109,732</u>	<u>\$ 49,852</u>
Annual interest rate (%)	1.58~1.77	1.652

The above commercial paper was secured by Mega Bills Finance Corporation, International Bills Finance Corporation, Taching Bill Finance Ltd., Dah Chung Bills Finance Corp. and China Bills Finance Corporation.

c. Long-term borrowings

	December 31	
	2023	2022
Bank loans		
Due on various dates through April 2030	\$ 494,816	\$ 780,866
Mortgage loans		
Due on various dates through May 2040	<u>920,667</u>	<u>1,374,150</u>
	1,415,483	2,155,016
Less: Current portion	<u>1,026,022</u>	<u>446,840</u>
	<u>\$ 389,461</u>	<u>\$ 1,708,176</u>
Annual interest rate of unsecured loan (%)	0.22~5.312	0.22~3.528
Annual interest rate of secured loan (%)	1.8~2.14	1.55~2.00

The Subsidiaries MBI and Anger signed a loan contract with China Trust Commercial Bank, and the contract period is until May 2024. According to the above loan contract, the company and its subsidiaries need to maintain a certain shareholding ratio in Tongan, MBI and Anger during the contract period, and need to maintain and pledge a certain ratio of deposit. The bank will check compliance with the loan agreement once every half year and quarterly, and the subsidiary did not violate the aforesaid loan agreement for the years ended December 31, 2023 and 2022, and six months ended June 30, 2023 and 2022.

20. NOTES PAYABLE AND ACCOUNTS PAYABLE

All of the Company and its subsidiaries' notes payable and accounts payable (included related parties) are generated from operating and unsecured to the creditors.

The Company and its subsidiaries have financial risk management policies to ensure that all payables are paid within the agreed credit terms.

21. OTHER PAYABLES

	December 31	
	2023	2022
Salaries and incentive bonus	\$ 224,534	\$ 272,345
Commission and service fee	114,848	148,738

(Continued)

	December 31	
	2023	2022
Business tax	26,384	52,465
Employee compensation and remuneration of directors	15,436	46,930
Others	<u>186,087</u>	<u>167,390</u>
	<u>\$ 567,289</u>	<u>\$ 687,868</u>
		(Concluded)

22. PROVISIONS

	December 31	
	2023	2022
Current		
Warranties	<u>\$ 130,998</u>	<u>\$ 95,291</u>
	For the Year Ended December 31	
	2023	2022
Balance at January 1	\$ 95,291	\$ 93,307
Recognized	184,907	182,362
Paid	(126,021)	(181,342)
Proceeds from disposal of subsidiary	(4,426)	-
Transfer out due to loss of control	(19,756)	-
Effects of foreign currency exchange differences	<u>1,003</u>	<u>964</u>
Balance at December 31	<u>\$ 130,998</u>	<u>\$ 95,291</u>

The provision for warranty claims represents the present value of management's best estimate of the future outflow of economic benefits that will be required under the Company and its subsidiaries' obligations for warranties under local sale of goods legislation. The estimate was made on the basis of historical warranty trends and may vary with actual as a result of new materials, altered manufacturing processes or other events affecting product quality.

23. RETIREMENT BENEFIT PLANS

a. Defined contribution plans

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

The employees of subsidiaries Suzhou Tongyu, TTJP, TTS, TTGF, Anger and Cerimatec also make contributions at certain percentages of the basic salary of their employee in accordance with the local regulations.

b. Defined benefit plans

The Company and its domestic subsidiaries adopted the defined benefit plan under the Labor Standards Law, under which pension benefits are calculated on the basis of the length of service and average monthly salaries of the six months before retirement. The Company and its domestic subsidiaries make contributions, equal to a certain percentage of total monthly salaries, to a pension fund, which is deposited in the Bank of Taiwan in the name of and administered by the pension fund monitoring committee. Before the end of each year, the Company and its domestic subsidiaries assess 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 and its domestic subsidiaries are 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 and its subsidiaries have no right to influence the investment policy and strategy.

The amounts included in the consolidated balance sheets in respect of the Company and its subsidiaries' defined benefit plans were as follows:

	December 31	
	2023	2022
Present value of defined benefit obligation	\$ 239,734	\$ 251,856
Fair value of plan assets	(<u>183,816</u>)	(<u>187,723</u>)
	55,918	64,133
Less: Net defined benefit liabilities	<u>58,839</u>	<u>67,281</u>
Net defined benefit assets	(<u>\$ 2,921</u>)	(<u>\$ 3,148</u>)

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

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities (Assets)
Balance at January 1, 2022	<u>\$ 269,734</u>	(<u>\$ 177,802</u>)	<u>\$ 91,932</u>
Service cost			
Current service cost	1,136	-	1,136
Interest expense (income)	<u>1,902</u>	(<u>1,356</u>)	<u>546</u>
Recognized in profit or loss	<u>3,038</u>	(<u>1,356</u>)	<u>1,682</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(14,406)	(14,406)
Actuarial loss - changes in financial assumptions	(11,731)	-	(11,731)
Actuarial loss - experience adjustments	<u>11,899</u>	-	<u>11,899</u>
Recognized in other comprehensive income	<u>168</u>	(<u>14,406</u>)	(<u>14,238</u>)
Contributions from the employer	-	(13,626)	(13,626)
Contributions from plan participants	(21,806)	21,806	-
Exchange loss	722	-	722
Others	<u>-</u>	(<u>2,339</u>)	(<u>2,339</u>)
	(<u>21,084</u>)	<u>5,841</u>	(<u>15,243</u>)
Balance at December 31, 2022	<u>251,856</u>	(<u>187,723</u>)	<u>64,133</u>
Transfer out due to loss of control	(<u>3,512</u>)	<u>2,693</u>	(<u>819</u>)

(Continued)

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities (Assets)
Service cost			
Current service cost	\$ 1,091	\$ -	\$ 1,091
Interest expense (income)	<u>3,617</u>	(<u>2,607</u>)	<u>1,010</u>
Recognized in profit or loss	<u>4,708</u>	(<u>2,607</u>)	<u>2,101</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(1,367)	(1,367)
Actuarial loss - changes in financial assumptions	1,693	-	1,693
Actuarial loss - experience adjustments	(<u>8,064</u>)	-	(<u>8,064</u>)
Recognized in other comprehensive income	(<u>6,371</u>)	(<u>1,367</u>)	(<u>7,738</u>)
Contributions from the employer	-	(5,299)	(5,299)
Contributions from plan participants	(10,537)	10,537	-
Exchange loss	3,590	-	3,590
Others	-	(<u>50</u>)	(<u>50</u>)
	(<u>6,947</u>)	<u>5,188</u>	(<u>1,759</u>)
Balance at December 31, 2023	<u>\$ 239,734</u>	(<u>\$ 183,816</u>)	<u>\$ 55,918</u> (Concluded)

An analysis by function of the amounts recognized in profit or loss in respect of the defined benefit plans was as follows:

	For the Year Ended December 31	
	2023	2022
Operating costs	\$ 1,595	\$ 1,326
Operating expenses	<u>506</u>	<u>356</u>
	<u>\$ 2,101</u>	<u>\$ 1,682</u>

Through the defined benefit plans under the Labor Standards Law, the Company and its subsidiaries are exposed to the following risks:

1) Investment 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.

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 principal assumptions used for the purposes of the actuarial valuations were as follows:

	December 31	
	2023	2022
Discount rate (%)	1.3~3.2	1.4~3.2
Expected rate of salary increase (%)	2.00~2.625	2.00~2.625
Turnover rate (%)	1~30	1~30
Voluntary retirement rate (%)	5~100	5~100

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		
0.25% increase	(\$ 4,318)	(\$ 4,602)
0.25% decrease	<u>\$ 4,455</u>	<u>\$ 4,747</u>
Expected rate of salary increase		
0.25% increase	<u>\$ 4,278</u>	<u>\$ 4,561</u>
0.25% decrease	(\$ 4,168)	(\$ 4,442)

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	<u>\$ 5,170</u>	<u>\$ 5,673</u>
The average duration of the defined benefit obligation	8-11 years	9-13 years

24. EQUITY

a. Ordinary Shares

	December 31	
	2023	2022
Numbers of shares authorized (in thousands)	<u>400,000</u>	<u>400,000</u>
Amount of shares authorized	<u>\$ 4,000,000</u>	<u>\$ 4,000,000</u>
Numbers of shares issued and fully paid (in thousands)	<u>254,827</u>	<u>254,827</u>
Amount of shares issued	<u>\$ 2,548,265</u>	<u>\$ 2,548,265</u>

Fully paid ordinary shares, which have a par value of NT\$10, carry one vote per share and the right to dividends.

b. Capital surplus

	December 31	
	2022	2022
May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (Note)		
Additional paid-in capital	\$ 960,854	\$ 960,854
Conversion of bonds	222,593	222,593
The difference between consideration received or paid and the carrying amount of the subsidiaries net assets during actual disposal or acquisition	26,569	1,456
Interest compensation	5,577	5,577
Expired employee stock warrants	<u>1,234</u>	<u>1,234</u>
	<u>1,216,827</u>	<u>1,191,714</u>
May be used to offset a deficit only		
Changes in percentage of ownership interests in subsidiaries	<u>3,838</u>	<u>3,838</u>
	<u>\$ 1,220,665</u>	<u>\$ 1,195,552</u>

Note: The capital surplus could be used to offset a deficit and distributed as cash dividends or transferred to capital when the Company has no deficit (limited to a certain percentage of the Company's paid-in capital and once a year).

c. Retained earnings and dividend policy

Under the Company's Articles of Incorporation, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders.

The Company's dividend policy takes into consideration the entire corporate environment, the growth of industry, long-term financial planning for sustainable development, and stable business development. In the planning of dividend distribution, the Company performs the following steps:

- 1) Determine the best capital budget.
- 2) Determine the need for capital loan to satisfy the best capital budget.
- 3) Determine how much capital could be raised from retained earnings.
- 4) Determine the funds needed to maintain the profitable operations of the Company. After the operations are funded, dividends could be distributed to shareholders. In principle, cash dividends should not be less than 50% of the total dividends distributed.

Legal reserve may be used to offset deficit. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The appropriations of earnings for 2022 and 2021 had been approved in the shareholder's meeting in June 2023 and 2022. The appropriations and dividends per share were as follows:

	Appropriation of Earnings		Dividend Per Share (NT\$)	
	For the Year Ended			
	December 31			
	2022	2021	2022	2021
Legal reserve	\$ 10,242	\$ 12,445		
Cash dividends	<u>50,965</u>	<u>50,965</u>	<u>\$ 0.2</u>	<u>\$ 0.2</u>
	<u>\$ 61,207</u>	<u>\$ 63,410</u>		

The appropriations of earnings for 2023 had been proposed in the Board of Directors' meetings in March 2024. The appropriations and dividends per share were as follows:

	For the Year Ended December 31, 2023	
	Appropriation of Earnings	Dividend Per Share (NT\$)
Legal reserve	\$ 5,717	
Cash dividends	<u>50,965</u>	<u>\$ 0.2</u>
	<u>\$ 56,682</u>	

The appropriations of earnings for 2023 are subject to the resolution in the shareholders' meeting to be held in June 2024.

d. Special reserve

On the first-time adoption of IFRSs, the Company transferred retained earnings to special reserve due to IFRSs adjustments. The Company reversed special reserve to retained earnings of NT\$89,749 thousand.

e. Other equity

1) Exchange differences on translating the financial statements of foreign operations

	For the Year Ended December 31	
	2023	2022
Balance at January 1	(\$ 120,957)	(\$ 142,556)
Recognized for the year		
Exchange differences on translating foreign operations	(31,500)	26,999
Income tax	<u>6,300</u>	(<u>5,400</u>)
Balance at December 31	(<u>\$ 146,157</u>)	(<u>\$ 120,957</u>)

2) Unrealized gain and loss on financial assets at FVTOCI

	For the Year Ended December 31	
	2023	2022
Balance at January 1	\$ 101,118	\$ 135,986
Recognized for the year		
Unrealized gain and loss - equity instruments	<u>17,660</u>	(<u>34,868</u>)
Balance at December 31	<u>\$ 118,778</u>	<u>\$ 101,118</u>

f. Non-controlling interests

	For the Year Ended December 31	
	2023	2022
Balance at January 1	\$ 603,452	\$ 594,998
Attributable to non-controlling interests:		
Share of net profit for the year	71,356	51,887
Exchange difference on translating foreign operations	(228)	4,480
Acquisition of partial interests in subsidiaries	-	(14,954)
Disposal of partial interests in subsidiaries	99,225	-
Dividend distributed by subsidiaries	(27,723)	(24,482)
Reduction of Cash Capital by subsidiaries	(27,723)	-
Remeasurement on defined benefit plans	(17)	184
Increase (decrease) in non-controlling interests	(714,071)	(8,661)
Balance at December 31	<u>\$ 4,271</u>	<u>\$ 603,452</u>

25. OPERATING REVENUE

a. Contract balances

	December 31, 2023	December 31, 2022	January 1, 2022
Notes and accounts receivable, long-term notes and accounts receivables	<u>\$ 2,709,942</u>	<u>\$ 3,080,073</u>	<u>\$ 3,492,602</u>
Contract liabilities			
Sales of goods	<u>\$ 850,990</u>	<u>\$ 1,125,643</u>	<u>\$ 1,130,202</u>

b. Disaggregation of revenue

	Reportable Segments			Total
	Machine Manufacturer	Component Manufacturer	Others	
For the Year Ended December 31, 2023				
Revenue from sale of goods	\$5,866,060	\$ 288,264	\$ 291,997	\$6,446,321
Revenue from maintenance and rebuilding services	<u>875,103</u>	<u>94,205</u>	<u>204,881</u>	<u>1,174,189</u>
	<u>\$6,741,163</u>	<u>\$ 382,469</u>	<u>\$ 496,878</u>	<u>\$7,620,510</u>
For the Year Ended December 31, 2022				
Revenue from sale of goods	\$6,634,923	\$ 298,632	\$ 458,175	\$7,391,730
Revenue from maintenance and rebuilding services	<u>793,555</u>	<u>-</u>	<u>83,556</u>	<u>877,111</u>
	<u>\$7,428,478</u>	<u>\$ 298,632</u>	<u>\$ 541,731</u>	<u>\$8,268,841</u>

26. PROFIT BEFORE INCOME TAX

The following items were included in profit before income tax:

a. Other income

	For the Year Ended December 31	
	2023	2022
Rental income	\$ 66,918	\$ 51,273
Dividend income	13,421	11,306
Government subsidy income	6,736	11,540
Others	<u>76,813</u>	<u>40,102</u>
	<u>\$ 163,888</u>	<u>\$ 114,221</u>

b. Other gains and losses

	For the Year Ended December 31	
	2023	2022
Net foreign exchange gain (loss)	\$ 10,587	\$ 56,702
Loss on financial instruments at fair value through profit (loss)	(1,488)	15,414
Gain (loss) on disposal of property, plant and equipment	114,896	1,725
Depreciation expense	(19,401)	(20,031)
Gain on disposal of subsidiary (Note 29)	113,687	-
Loss on disposal of subsidiary (Note 29)	(52)	(16,131)
Others	<u>(24,111)</u>	<u>(10,260)</u>
	<u>\$ 194,118</u>	<u>\$ 27,419</u>

The components of net foreign exchange (loss) gain were as follows:

	For the Year Ended December 31	
	2023	2022
Foreign exchange gain	\$ 137,479	\$ 193,595
Foreign exchange loss	(126,892)	(136,893)
Net foreign exchange gain (loss)	<u>\$ 10,587</u>	<u>\$ 56,702</u>

c. Finance costs

	For the Year Ended December 31	
	2023	2022
Interest on bank loans	\$ 123,026	\$ 94,017
Interest on lease liabilities	15,465	13,408
Interest on short-term bills	<u>800</u>	<u>703</u>
	<u>\$ 139,291</u>	<u>\$ 108,128</u>

d. Depreciation and amortization

	For the Year Ended December 31	
	2023	2022
Depreciation and amortization expenses		
Property, plant and equipment	\$ 208,579	\$ 229,308
Right-of-use assets	46,283	45,129
Investment properties	17,096	17,821
Intangible assets	24,163	16,778
Others	17,000	18,227
	<u>\$ 313,121</u>	<u>\$ 327,263</u>
An analysis of depreciation by function		
Operating costs	\$ 137,649	\$ 155,588
Operating expenses	114,908	116,639
Non-operating expenses	19,401	20,031
	<u>\$ 271,958</u>	<u>\$ 292,258</u>
An analysis of amortization by function		
Operating costs	\$ 25,942	\$ 23,188
Operating expenses	15,221	11,817
	<u>\$ 41,163</u>	<u>\$ 35,005</u>

e. Operating expenses directly related to investment properties

	For the Year Ended December 31	
	2023	2022
Direct operating expenses of investment properties that generated rental income	<u>\$ 19,901</u>	<u>\$ 20,490</u>

f. Employee benefits

	For the Year Ended December 31	
	2023	2022
Short-term employee benefits	<u>\$ 1,747,675</u>	<u>\$ 1,600,659</u>
Post-employment benefits		
Defined contribution plans	82,257	82,796
Defined benefit plans (Note 23)	2,101	1,682
	<u>84,358</u>	<u>84,478</u>
	<u>\$ 1,832,033</u>	<u>\$ 1,685,137</u>
Analysis of employee benefits by function		
Operating costs	\$ 1,196,011	\$ 1,077,701
Operating expenses	636,022	607,436
	<u>\$ 1,832,033</u>	<u>\$ 1,685,137</u>

g. Employees' compensation and remuneration of directors and supervisors

To be in compliance with the Company Act, the Company distributed employees' compensation and remuneration of directors and supervisors at the rates no less than 1% and no higher than

5%, respectively, of the pre-tax profit before deduction for employees' compensation and remuneration of directors.

The employees' compensation and remuneration of directors and supervisors for 2023 and 2022 had been approved by the Board of Director in March, 2024 and 2023, as illustrated below:

	For the Year Ended December 31	
	2023	2022
In Cash		
Employees' compensation	\$ 853	\$ 12,060
Remuneration of directors and supervisors	258	3,654

The estimated employees' compensation and remuneration of directors and supervisors for 2023 and 2022 was the same as the amount approved by the Company's board of directors in March 2024 and 2023, and paid in cash.

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

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

27. INCOME TAX

- a. Major components of income tax expense recognized in profit or loss are as follows:

	For the Year Ended December 31	
	2023	2022
Current tax		
In respect of the current year	\$ 30,069	\$ 29,301
Income basic tax	4,840	-
Income tax on unappropriated earnings	4,631	3,089
Adjustments for prior years	(8,544)	8,043
	<u>30,996</u>	<u>40,433</u>
Deferred tax		
In respect of the current year	(\$ 58,707)	\$ 20,596
Adjustments for prior years	(640)	9,501
	<u>(59,347)</u>	<u>30,097</u>
	<u>(\$ 28,351)</u>	<u>\$ 70,530</u>

The reconciliation of accounting profit and income tax expense was as follows:

	For the Year Ended December 31	
	2023	2022
Profit before income tax	<u>\$ 93,136</u>	<u>\$ 213,372</u>
Income tax expense calculated at the statutory rate (loss carryforwards benefit)	\$ 16,077	\$ 42,824
Non-deductible expenses in determining taxable income	(21,978)	7,073
Tax-exempt income	(22,737)	-
Income tax under the Alternative Minimum Tax Act	4,840	-
Income tax on unappropriated earnings	4,631	3,089
Adjustments for prior years	(9,184)	17,544
	<u>(\$ 28,351)</u>	<u>\$ 70,530</u>

b. Income tax benefit (expense) recognized in other comprehensive income

	For the Year Ended December 31	
	2023	2022
Deferred tax		
In respect of the current period		
Translation of foreign operations	(\$ 6,300)	(\$ 5,400)
Remeasurement on defined benefit plans	<u>712</u>	(<u>2,583</u>)
	(<u>\$ 5,588</u>)	(<u>\$ 7,983</u>)

c. Current tax assets and liabilities

	December 31	
	2023	2022
Current tax assets		
Tax refund receivable	<u>\$ 25,374</u>	<u>\$ 24,743</u>
Current tax liabilities		
Income tax payable	<u>\$ 7,990</u>	<u>\$ 34,747</u>

d. Deferred tax assets and liabilities

Movements of deferred tax assets and liabilities were as follows:

For the Year Ended December 31, 2023

	Balance, Beginning of Year	Recognized in Profit or Loss	Recognized in Other Comprehensi ve Income	Exchange Differences	Transfer Out Due to Loss of Control	Balance, End of Year
Deferred tax assets						
Temporary differences						
Write-downs of inventory	\$ 124,660	\$ 8,671	\$ -	(\$ 177)	(\$ 8,718)	\$ 124,436
Allowance for bad debts	74,549	2,871	-	(502)	(10,326)	66,592
Share of loss of foreign subsidiaries	122,732	45,310	-	-	-	168,042
Exchange difference on translating foreign operations	30,239	-	6,300	-	-	36,539
Defined benefit plan	10,881	(636)	(712)	-	(959)	8,574
Deduction of development cost	948	(948)	-	-	-	-
Provisions	15,787	4,342	-	(105)	(4,163)	15,861
Loss carryforwards	14,763	(4,925)	-	-	-	9,838
Others	<u>21,917</u>	<u>2,800</u>	<u>-</u>	<u>341</u>	(<u>7,268</u>)	<u>17,790</u>
	<u>\$416,476</u>	<u>\$ 57,485</u>	<u>\$ 5,588</u>	(<u>\$ 443</u>)	(<u>\$ 31,434</u>)	<u>\$447,672</u>
Deferred tax liabilities						
Temporary differences						
Land value increment tax	\$ 66,990	\$ -	\$ -	\$ -	(\$ 5,689)	\$ 61,301
Others	<u>4,441</u>	(<u>1,862</u>)	<u>-</u>	<u>62</u>	(<u>1,301</u>)	<u>1,340</u>
	<u>\$ 71,431</u>	(<u>\$ 1,862</u>)	<u>\$ -</u>	<u>\$ 62</u>	(<u>\$ 6,990</u>)	<u>\$ 62,641</u>

For the Year Ended December 31, 2022

	Balance, Beginning of Year	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Exchange Differences	Balance, End of Year
<u>Deferred tax assets</u>					
Temporary differences					
Write-downs of inventory	\$ 139,990	(\$ 15,429)	\$ -	\$ 99	\$ 124,660
Allowance for bad debts	63,579	10,671	-	299	74,549
Share of loss of foreign subsidiaries	84,936	37,796	-	-	122,732
Exchange difference on translating foreign operations	35,639	-	(5,400)	-	30,239
Defined benefit plan	15,900	(2,436)	(2,583)	-	10,881
Deduction of development cost	8,108	(7,160)	-	-	948
Provisions	13,808	1,965	-	14	15,787
Loss carryforwards	50,504	(35,741)	-	-	14,763
Others	<u>41,081</u>	<u>(19,627)</u>	<u>-</u>	<u>463</u>	<u>21,917</u>
	<u>\$ 453,545</u>	<u>(\$ 29,961)</u>	<u>(\$ 7,983)</u>	<u>\$ 875</u>	<u>\$ 416,476</u>
<u>Deferred tax liabilities</u>					
Temporary differences					
Land value increment tax	\$ 66,990	\$ -	\$ -	\$ -	\$ 66,990
Others	<u>4,165</u>	<u>136</u>	<u>-</u>	<u>140</u>	<u>4,441</u>
	<u>\$ 71,155</u>	<u>\$ 136</u>	<u>\$ -</u>	<u>\$ 140</u>	<u>\$ 71,431</u>

- e. Unused loss carryforwards for which no deferred tax assets have been recognized in the consolidated balance sheets

	<u>December 31</u>	
	<u>2023</u>	<u>2022</u>
<u>Subsidiary</u>		
Loss carryforwards	<u>\$ 150,066</u>	<u>\$ 176,640</u>

The unrecognized loss carryforwards will expire through 2037.

- f. Information about unused loss carryforwards

As of December 31, 2023, loss carryforwards comprised of the following:

<u>Unused Amount</u>	<u>Expiry Year</u>
\$ 6,410	2024
3,528	2025
4,983	2026
68,330	2027
<u>824,721</u>	Over 2028
<u>\$ 907,972</u>	

- g. Income tax assessments

The income tax returns of the subsidiary Honor Seiki (lost control in November 2023) through 2020 has been assessed by the tax authorities. The income tax returns of the Company and the subsidiaries (included Tongfong, APEC, Quick-Tech, Tong-Yeh and Chin-Jig) through 2021 have been assessed by the tax authorities.

28. EARNINGS PER SHARE

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

Net profit for the year

	<u>For the Year Ended December 31</u>	
	<u>2023</u>	<u>2022</u>
Attributable to owners of the Company	\$ <u>50,131</u>	\$ <u>90,955</u>

Weighted average number of ordinary shares outstanding (in thousands of shares)

	<u>For the Year Ended December 31</u>	
	<u>2023</u>	<u>2022</u>
Weighted average number of ordinary shares in computation of basic earnings per share	254,827	254,827
Effect of potentially dilutive potential ordinary shares:		
Employees' compensation	<u>192</u>	<u>865</u>
Weighted average number of ordinary shares used in the computation of diluted earnings per share	<u>255,019</u>	<u>255,692</u>

Since the Company offered to settle the compensation paid to employees by cash or shares, the Company assumed that the entire amount of the compensation would be settled in shares and the resulting potential shares are included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, as the shares have a dilutive effect. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the shareholders resolve the number of shares to be distributed to employees at their meeting in the following year.

29. DISPOSAL OF SUBSIDIARY

- a. After Honor Seiki re-elected directors in November 2023, the Company did not obtain more than half of the seats on the board of directors, and lost control.

- 1) Analysis of assets and liabilities on the date control was lost

	<u>Honor Seiki</u>
Current assets	
Cash and cash equivalents	\$ 414,118
Account receivables	143,327
Other receivables	6,873
Inventories	980,245
Current tax assets	1,093
Other current assets	80,072
Non-current assets	
Property, plant and equipment	\$ 821,864
Right-of-use assets	1,088
Intangible assets	2,164
Deferred tax assets	30,427
Other non-current assets	4,372
	(Continued)

	Honor Seiki
Current liabilities	
Short-term borrowings	(184,750)
Short-term bills payable	(9,989)
Contract liabilities	(334,989)
Payables	(245,729)
Other payables	(84,848)
Current tax liabilities	(36,192)
Provisions	(19,756)
Lease liabilities - current	(520)
Current portion of long-term bank borrowings	(13,750)
Other current liabilities	(482)
Non-current liabilities	
Long-term bank borrowings	(200,500)
Deferred tax liabilities	(6,990)
Lease liabilities - noncurrent	(574)
Net defined liabilities	(819)
Other noncurrent liabilities	(5,998)
Net assets disposed of	\$ 1,339,757
	(Concluded)

2) Gain on disposal of subsidiary

	Honor Seiki
Net assets disposed of	(\$ 1,339,757)
Fair value of remaining equity investment	739,373
Non-controlling interests	<u>714,071</u>
Gain on disposals	<u>\$ 113,687</u>

3) Net cash outflow from disposal of subsidiary

	Honor Seiki
Cash balances disposed of	(<u>\$ 414,118</u>)

4) Pursuant to IAS 28, it is treated as a complete disposal, and it is recognized for downstream transactions realized gains from the disposal of property, plant, and equipment totaling \$113,267 thousand. .

- b. The subsidiary MBI resolved to sell the subsidiary HPC all shares for NT\$76,649 thousand (EUR\$2,267 thousand), and the disposal was completed in June, 2023, and lost control.

1) Analysis of assets and liabilities on the date control was lost

	HPC
Current assets	
Cash and cash equivalents	\$ 36,600
Account receivables	50,943
Inventories	60,593
Other current assets	1,973
Non-current assets	
Property, plant and equipment	30,583
Right-of-use assets	6,129
	(Continued)

	HPC
Intangible assets	49
Other non-current assets	1,007
Current liabilities	
Short-term borrowings	(10,143)
Contract liabilities	(18,646)
Payables	(34,128)
Other payables	(27,765)
Provisions	(4,426)
Lease liabilities - current	(2,287)
Current portion of long-term bank borrowings	(5,160)
Other current liabilities	(2,542)
Non-current liabilities	
Long-term bank borrowings	(1,014)
Lease liabilities - noncurrent	(5,065)
Net assets disposed of	<u>\$ 76,701</u>
	(Concluded)

2) Loss on disposal of subsidiary

	HPC
Consideration received	\$ 76,649
Net assets disposed of	(<u>76,701</u>)
Loss on disposals	(<u>\$ 52</u>)

3) Net cash inflow on disposals of subsidiary

	HPC
Consideration received in cash	\$ 76,649
Less: Cash balances disposed of	<u>36,600</u>
	<u>\$ 40,049</u>

- c. The subsidiary Time Trade International Limited resolved to sell the subsidiary Shanghai Chin-Jig all shares for NT\$16,009 thousand, and the disposal was completed in July, 2022, and lost control.

1) Analysis of assets and liabilities on the date control was lost

	Shanghai Chin-Jig
Current assets	
Cash and cash equivalents	\$ 3,875
Notes receivables	1,112
Trade receivables	17,936
Other receivables	25
Inventories	12,819
Other current assets	6,639
Non-current assets	
Property, plant and equipment	16,099
Other non-current assets	80
Current liabilities	
Contract liabilities	(2,611)
Payables	(17,090)
Other payables	(6,356)
Other current liabilities	(<u>388</u>)
Net assets disposed of	<u>\$ 32,140</u>

2) Loss on disposal of subsidiaries

	Shanghai Chin-Jig
Consideration received	\$ 16,009
Net assets disposed of	(32,140)
Loss on disposals	(\$ 16,131)

3) Net cash inflow on disposals of subsidiaries

	Shanghai Chin-Jig
Consideration received in cash	\$ 16,009
Less: Cash balances disposed of	3,875
	<u>\$ 12,134</u>

30. EQUITY TRANSACTIONS WITH NON-CONTROLLING INTERESTS

In December 2022, the Company acquired 605,308 shares of Tong-Yeh from non-controlling interests at a total price of NT 13,499 thousand, resulting in an increase in the percentage of ownership of Tong-Yeh from 60.09% to 94.58%. The above transactions were accounted for as equity transaction since the Company did not cease to have control over the subsidiaries and increased capital surplus by NT\$1,456 thousand.

In September, 2023, the Company disposed 2,703 thousand shares of Honor Seiki at a total price of NT\$124,338 thousand, resulting in a decrease in the percentage of ownership of Honor Seiki from 54.47% to 46.63%. The above transactions were accounted for as equity transaction since the Company did not cease to have control over the subsidiaries and increased capital surplus of the difference between consideration received or paid and the carrying amount of the subsidiaries' net assets during actual disposal or acquisition by NT\$25,113 thousand.

31. NON-CASH TRANSACTIONS

For the years ended December 31, 2023 and 2022, the Company and its subsidiaries entered into the following non-cash investing activities which were not reflected in the consolidated statements of cash flows:

	For the Year Ended December 31	
	2023	2022
Investing activities affecting both cash and non-cash items		
Acquisition of property, plant and equipment	\$ 118,751	\$ 108,423
Decrease (increase) of payable for equipment	471	26,468
Increase (decrease) of prepayment for equipment	(2,668)	(14,927)
Increase (decrease) of inventories	(24,811)	-
Cash paid	<u>\$ 91,743</u>	<u>\$ 119,964</u>

32. CAPITAL MANAGEMENT

The Company and its subsidiaries manage their capital to ensure that, as a whole, they will be able to continue as going concerns; they use operating capital effectively and optimize debt and equity balance.

The key management personnel of the Company and its subsidiaries reviews the capital structure periodically. As part of the review, the key management personnel considers 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 and its subsidiaries may adjust the amount of dividends paid to shareholders, the number of new shares issued or repurchased, and the amount of new debt issued or existing debt redeemed.

The capital structure of the Company and its subsidiaries consists of net debt and equity. It is the policy of the Company and its subsidiaries to monitor and comply with the terms of loan agreements (refer to Note 18).

33. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments that are not measured at fair value

Except as detailed in the following table, the Company and its subsidiaries believe the carrying amounts of financial asset and liabilities recognized in the consolidated financial statements approximate their fair values.

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

1) Fair value hierarchy

	Level 1	Level 2	Level 3	Total
<u>December 31, 2023</u>				
Financial assets at fair value through profit or loss - current				
Foreign exchange forward contracts	\$ -	\$ 53	\$ -	\$ 53
Financial assets at FVTOCI - non-current				
Domestic listed shares	\$ 145,239	\$ -	\$ -	\$ 145,239
Domestic unlisted shares	-	-	32,084	32,084
	<u>\$ 145,239</u>	<u>\$ -</u>	<u>\$ 32,084</u>	<u>\$ 177,323</u>
<u>December 31, 2022</u>				
Financial assets at fair value through profit or loss - current				
Cross-currency swap contract	\$ -	\$ 11,948	\$ -	\$ 11,948
Financial assets at FVTOCI - non-current				
Domestic listed shares	\$ 123,364	\$ -	\$ -	\$ 123,364
Domestic unlisted shares	-	-	36,299	36,299
	<u>\$ 123,364</u>	<u>\$ -</u>	<u>\$ 36,299</u>	<u>\$ 159,663</u>

There was no transfer between Level 1 and Level 2 for the 2023 and 2022.

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

For the Year Ended December 31, 2022

	Equity Instruments	
	Financial Assets at FVTOCI	
	2023	2022
Financial assets		
Balance at January 1, 2023	\$ 36,299	\$ 35,335
Change in fair value recognized in other comprehensive income	(4,215)	964
Balance at December 31, 2023	<u>\$ 32,084</u>	<u>\$ 36,299</u>

3) Valuation techniques and input applied for the purpose of measuring Level 2 fair value measurement.

Derivative instruments used the quoted price of bank as the basis of the fair values.

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

If there are no market price for reference, fair values were estimated by assessment approach.

For unlisted shares, fair values were determined based on the net worth of companies. For CNY floating rate financial products, fair values were estimated on the basis of expected rate of return.

c. Categories of financial instruments

	December 31	
	2023	2022
Financial assets		
Financial assets at FVTPL	\$ 53	\$ 11,948
Financial assets at amortized cost (1)	3,845,246	4,689,421
Financial assets at FVTOCI		
Equity instruments	177,323	159,663
Financial liabilities		
Financial liabilities at amortized cost (2)	5,699,621	7,212,210

- 1) The balances included financial assets at amortized cost, which comprise cash and cash equivalents, Non-current financial assets at amortised cost, notes receivable, accounts receivable (including related parties), other receivables, other financial assets (current and non-current), refundable deposits, and long-term notes and accounts receivable.
- 2) The balances included financial liabilities at amortized cost, which comprise short-term borrowings, short-term bills payable, notes and accounts payable (including related parties), other payables, long-term borrowings (including those due in one year) and deposits received.

d. Financial risk management objectives and policies

The Company and its subsidiaries' major financial instruments include equity investments, notes, accounts receivable, long-term notes and accounts receivable, accounts payable, short-term and long-term borrowings, short-term bills payable and lease liabilities. The Finance Department 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 and its subsidiaries through internal risk reports which analyze exposures by degree and magnitude of risks. These risks are market risk (including foreign currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

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

1) Market risk

The Company and its subsidiaries' activities exposed it primarily to the financial risks of

changes in foreign currency exchange rates (refer to (a) below), interest rates (refer to (b) below) and other price (refer to (c) below).

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

a) Foreign currency risk

The Company and its subsidiaries are exposed to foreign currency risk due to sales, purchases, capital expenditures and equity investments denominated in foreign currencies. Exchange rate exposures are managed within approved policy parameters utilizing Foreign exchange forward contracts and cross-currency swap contract.

The carrying amounts of significant foreign currency monetary assets and liabilities at the balance sheet date are disclosed in Note 37.

The Company and its subsidiaries are mainly exposed to the USD, CNY and EUR. The following table details the Company and its subsidiaries' sensitivity to a 3% increase and decrease in 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 3%. The sensitivity analysis included only outstanding foreign currency denominated monetary items.

	USD Impact		CNY Impact		EUR Impact	
	For the Year Ended December 31		For the Year Ended December 31		For the Year Ended December 31	
	2023	2022	2023	2022	2023	2022
Profit or loss (Note)	(\$ 13,864)	(\$ 21,542)	(\$ 17,058)	(\$ 26,359)	(\$ 17,159)	(\$ 19,508)

Note: These were mainly attributable to the exposure of the USD, CNY and EUR (including cash and cash equivalent, accounts receivable and payable (including related parties), other receivable, other payable and short-term and long-term borrowings), which were not hedged at the balance sheet date.

In management's opinion, the sensitivity analysis was unrepresentative of the inherent foreign exchange risk because the exposure at the balance sheet date did not reflect the exposure during the period. Foreign currency sales change according to customer order and business cycle.

b) Interest rate risk

The Company and its subsidiaries are exposed to interest rate risk because the Company and its subsidiaries borrowed funds at both fixed and floating interest rates. The risk is managed by the Company and its subsidiaries by maintaining an appropriate mix of fixed and floating rate borrowings.

The carrying amounts of the Company and its subsidiaries' financial liabilities with exposure to interest rates at the balance sheet date were as follows:

	December 31	
	2023	2022
Fair value interest rate risk		
Financial assets	\$ 49,796	\$ 16,440
Financial liabilities	759,219	712,790
Cash flow interest rate risk		
Financial liabilities	3,472,043	3,733,011

The sensitivity analysis below was determined based on the Company and its subsidiaries' exposure to interest rates for both derivative and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of each liability outstanding at the end of the reporting period was outstanding for the whole year. The interest rates change of 1% 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 of financial liabilities had been 1% higher/lower and all other variables were held constant, the Company and its subsidiaries' pre-tax profit and loss would have been lower/higher by NT\$34,720 thousand and higher/ lower NT\$37,330 thousand for the years ended December 31, 2023 and 2022, respectively.

c) Other price risk

The Company are exposed to equity price risk through their investments in mutual funds, and domestic listed shares.

If domestic listed shares equity prices and mutual funds had been 1% higher/lower, the other comprehensive income (loss) for the years ended December 31, 2023 and 2022 would have been higher/lower by NT\$1,452 thousand and NT\$1,234 thousand, as a result of the changes in fair value of financial assets at FVTOCI.

2) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company and its subsidiaries. As of the balance sheet date, the Company and its subsidiaries' maximum exposure to credit risk is the carrying amount of the financial assets on the consolidated balance sheets.

The Company and its subsidiaries adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company and its subsidiaries' exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Except for the following customer, the Company and its subsidiaries did not have significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.

3) Liquidity risk

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

The following table details the Company and its subsidiaries' remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Company and its subsidiaries can be required to pay. The table 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 at the end of the balance sheet date.

For the Year Ended December 31, 2023

	Less than 1 Year	1-5 Years	5+ Years	Total
Non-interest bearing liabilities	\$1,669,351	\$ 6,022	\$ -	\$1,675,373
Interest bearing liabilities	3,742,230	212,612	126,510	4,081,352
Finance lease liabilities	<u>52,786</u>	<u>176,255</u>	<u>692,571</u>	<u>921,612</u>
	<u>\$5,464,367</u>	<u>\$ 394,889</u>	<u>\$ 819,081</u>	<u>\$6,678,337</u>

Further information for maturity analysis of lease liabilities was as follows:

	Less than 1 Year	1-5 Years	5-10 Years	10-15 Years	15-20 Years	20+ Years
Lease liabilities	<u>\$ 52,786</u>	<u>\$176,255</u>	<u>\$171,804</u>	<u>\$165,619</u>	<u>\$155,768</u>	<u>\$199,380</u>

For the Year Ended December 31, 2022

	Less than 1 Year	1-5 Years	5+ Years	Total
Non-interest bearing liabilities	\$2,252,652	\$ 22,769	\$ -	\$2,275,421
Interest bearing liabilities	3,229,528	1,502,880	283,919	5,016,327
Finance lease liabilities	<u>48,427</u>	<u>153,610</u>	<u>593,503</u>	<u>795,540</u>
	<u>\$5,530,607</u>	<u>\$1,679,259</u>	<u>\$ 877,422</u>	<u>\$8,087,288</u>

Further information for maturity analysis of lease liabilities was as follows:

	Less than 1 Year	1-5 Years	5-10 Years	10-15 Years	15-20 Years	20+ Years
Lease liabilities	<u>\$ 48,427</u>	<u>\$153,610</u>	<u>\$124,547</u>	<u>\$124,483</u>	<u>\$120,911</u>	<u>\$223,562</u>

e. Transferred Financial assets

The subsidiary Suzhou Tongyu signed a discounted notes receivable contract with the bank. According to the contract, if the bank acceptance receivable cannot be collected when expires, the assignee has the right to require the subsidiary Suzhou Tongyu to pay the outstanding balance. Therefore, the subsidiary Suzhou Tongyu did not transfer the significant risks and rewards of the bank acceptance receivable, and continued to recognize all bank acceptance receivable and used the transferred bank acceptance receivable as collateral for borrowings.

For the year ended December 31, 2023 and 2022, the carrying amounts of the un-derecognition transferred bank acceptance receivable were NT\$36,156 thousand and NT\$198,136 thousand, respectively, and related debt were NT\$36,156 thousand and NT\$198,136 thousand, respectively.

34. TRANSACTIONS WITH RELATED PARTIES

Details of transactions between the Company and its subsidiaries and other related parties are disclosed below:

a. The name of the related parties and their relationships with the Company and its subsidiaries

Related Party Name	Relationship
Contrel Technology Co., Ltd.	Other related parties
F.S.E Corporation	Other related parties
Ever Lumin Incorporation	Other related parties
Honor Seiki Co., Ltd. (Honor Seiki)	Other related parties (lost control in November 2023)
Shiang Jen Co., Ltd. (Shiang Jen)	Other related parties
Printin3d DigiTech Co., Ltd.	Other related parties

(Continued)

Related Party Name	Relationship
San Shin Co., Ltd. (San Shin)	Other related parties
Sysco Machinery Corporation	Other related parties
Sheng Li Machine Industry Co., Ltd.	Other related parties
Tong Ying Investment Co., Ltd.	Substantial related party
Pt Tong - Tai Seikindo Utama	Substantial related party
IAMECH TECHNOLOGY INC.	Substantial related party

(Concluded)

b. Sales of goods

Account Item	Related Party Type	For the Year Ended December 31	
		2023	2022
Revenues from sales	Other related parties	<u>\$ 8,540</u>	<u>\$ 13,106</u>

Sales to related parties are made at arm's length and the collection terms have no material difference with unrelated parties.

c. Purchase of goods

Related Party Type	For the Year Ended December 31	
	2023	2022
Other related parties	<u>\$ 103,796</u>	<u>\$ 153,417</u>

The purchase prices and payment term have no material difference with unrelated parties.

d. Receivables from related parties

Account Item	Related Party Type	December 31	
		2023	2022
Accounts receivable - related parties	Other related parties	<u>\$16,523</u>	<u>\$ 4,643</u>
Other accounts receivable	Other related parties	<u>\$ 5,805</u>	<u>\$ 1,192</u>

e. Payables to related parties

Account Item	Related Party Type	December 31	
		2023	2022
Notes payable - related parties	Other related parties	<u>\$ 1,882</u>	<u>\$ -</u>
Accounts payable - related parties	Other related parties		
	Shiang Jen	\$ 27,559	\$ 46,701
	Shan Shin	9,185	15,383
	Other	<u>11,155</u>	<u>-</u>
		<u>\$ 47,899</u>	<u>\$ 62,084</u>
Other accounts payable	Other related parties	<u>\$ 357</u>	<u>\$ 306</u>

f. Contract liabilities

Account Item	Related Party Type	December 31	
		2023	2022
Contract liabilities - current	Other related parties	<u>\$ -</u>	<u>\$ 11</u>

g. Prepayments

Account Item	Related Party Type	December 31	
		2023	2022
Prepayment for purchases	Other related parties	\$ 32,748	\$ -

h. Disposal of other assets

Related Party Type	Object of Transaction	Disposal Year	Number of Shares	Disposal Price
Other related parties	Equity	2023	546,037	\$ 25,118
Key management personnel	Equity	2023	81,774	3,762

For the future development strategy of the group, the company disposed the shares of Honor Seiki to other related parties and key management personnel in July 2023. The consideration is the same as the sale to a non-related party, and the difference between the consideration and carrying amount was recognized under the capital surplus (Refer to Note 30).

i. Other transactions with related parties

1) Service fee (recognized as selling and marketing expenses)

Related Party Type	For the Year Ended December 31	
	2023	2022
Other related parties	\$ 771	\$ 1,232

2) Commission expense (recognized as selling and marketing expenses)

Related Party Type	For the Year Ended December 31	
	2023	2022
Other related parties	\$ 548	\$ 1,055

3) Rental income

Related Party Type	For the Year Ended December 31	
	2023	2022
Other related parties		
Shiang Jen	\$ 5,400	\$ 5,280
Others	2,080	4
	\$ 7,480	\$ 5,284

The above rent was determined by negotiation and collected according to the contract. The contract price is comparable to the prices of similar contracts in the area.

j. Compensation of key management personnel

	For the Year Ended December 31	
	2023	2022
Short-term employee benefits	\$ 14,035	\$ 13,665
Post-employment benefits	572	240
	\$ 14,607	\$ 13,905

35. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The Company and its subsidiaries' assets mortgaged or pledged as collateral for financial derivatives, short-term and long-term borrowings, lease of land at Southern Science Industrial Park, and banker's guarantee were as follows:

	December 31	
	2023	2022
Notes receivable	\$ 36,156	\$ 198,136
Property, plant and equipment	1,112,021	1,841,222
Investment properties	225,658	240,912
Other financial assets (including current and non-current portion)	106,893	234,354
	<u>\$ 1,480,728</u>	<u>\$ 2,514,624</u>

36. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in Note 16, significant commitments and contingencies of the Company and its subsidiaries as of December 31, 2023 were as follows:

- For sales, bidding, export tariff and commodity tax, the Company and its subsidiaries entered into credit facility agreements with banks for commitment amount of NT\$516,540 thousand.

37. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The following information was aggregated by the foreign currencies other than functional currencies of the Company and its subsidiaries and the exchange rates between foreign currencies and respective functional currencies were disclosed. The significant assets and liabilities denominated in foreign currencies were as follows:

December 31, 2023	Foreign Currency (In Thousands)	Exchange Rate		Carrying Amount (In Thousands of New Taiwan Dollars)
Monetary foreign currency assets				
USD	\$ 27,898	30.705	(USD: NTD)	\$ 856,612
USD	1,266	0.9036	(USD: EUR)	38,869
USD	416	4.789	(USD: MYR)	12,770
CNY	135,244	4.327	(CNY: NTD)	585,200
EUR	18,472	33.98	(EUR: NTD)	627,673
Non-monetary foreign currency assets				
Investment accounted for using the equity method				
USD	85	30.705	(USD: NTD)	2,619
MYR	7,915	6.411	(MYR: NTD)	50,740
JPY	104,940	0.2172	(JPY: NTD)	22,793
Monetary foreign currency liabilities				
USD	11,730	30.705	(USD: NTD)	360,162
USD	2,781	0.9036	(USD: EUR)	85,380
USD	18	4.789	(USD:MYR)	561
CNY	3,838	4.327	(CNY: NTD)	16,609
EUR	1,639	33.98	(EUR: NTD)	55,690
Non-monetary foreign currency liabilities				
Investment accounted for using the equity method				
EUR	8,670	33.98	(EUR: NTD)	294,612

December 31, 2022	Foreign Currency (In Thousands)	Exchange Rate	Carrying Amount (In Thousands of New Taiwan Dollars)
Monetary foreign currency assets			
USD	\$ 41,714	30.71 (USD: NTD)	\$ 1,281,037
USD	1,013	0.939 (USD: EUR)	31,109
CNY	207,068	4.408 (CNY: NTD)	912,756
EUR	20,370	32.72 (EUR: NTD)	666,506
Non-monetary foreign currency assets			
Investment accounted for using the equity method			
USD	169	30.71 (USD: NTD)	5,192
MYR	7,425	6.699 (MYR: NTD)	49,739
JPY	99,527	0.2324 (JPY: NTD)	23,130
Monetary foreign currency liabilities			
USD	14,980	30.71 (USD: NTD)	460,036
USD	2,772	0.939 (USD: EUR)	85,128
USD	1,593	4.584 (USD:MYR)	48,921
CNY	7,739	4.408 (CNY: NTD)	34,114
EUR	496	32.72 (EUR: NTD)	16,229
Non-monetary foreign currency liabilities			
Investment accounted for using the equity method			
EUR	3,859	32.72 (EUR: NTD)	126,269

The total foreign exchange net gain (loss) amounted to NT\$10,587 thousand and 56,702 thousand for the years ended December 31, 2023 and 2022, respectively. It is impractical to disclose the net foreign exchange gains and losses by each significant foreign currency due to the variety of the foreign currency transactions and functional currencies.

38. ADDITIONAL DISCLOSURES

- a. Following are the additional disclosures required by the Securities and Futures Bureau for the Company:
 - 1) Financial provided: Please see Table 1 attached;
 - 2) Endorsement/guarantee provided: Please see Table 2 attached;
 - 3) Marketable securities held (excluding investments in subsidiaries, associates and joint venture): Please see Table 3 attached;
 - 4) Marketable securities acquired and disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital: None;
 - 5) Acquisition of individual real estate properties at costs of at least NT\$300 million or 20% of the paid-in capital: None;
 - 6) Disposal of individual real estate properties at prices of at least NT\$300 million or 20% of the paid-in capital: None;
 - 7) Total purchase from or sales to related parties of at least NT\$100 million or 20% of the paid-in capital: Please see Table 4 attached;
 - 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: Please see Table 5 attached;
 - 9) Information about the derivative financial instruments transaction: Please see Note 7;
 - 10) Others: The business relationship between the parent and the subsidiaries and significant

- transactions between them: Please see Table 6 attached;
- b. Information about Subsidiaries: Please see Table 7 attached;
- c. Information on investment in Mainland China
- 1) The name of the investee in Mainland China, the main businesses and products, its issued capital, method of investment, information on inflow or outflow of capital, percentage of ownership, income (losses) of the investee, share of profits/losses of investee, ending balance, amount received as dividends from the investee, and the limitation on investee: Please see Table 8 attached;
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses:
 - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period: Please see Table 6 attached;
 - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period: Please see Table 4 and 5 attached;
 - c) The amount of property transactions and the amount of the resultant gains or losses: None;
 - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes: None;
 - e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds: Please see Table 1 attached;
 - 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: None.
- d. Information of major shareholders: Please see Table 9 attached.

39. SEGMENT INFORMATION

Information reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. Reported segments of the Company and its subsidiaries were as follows:

- Machine Manufacturer Segment: Including the Company, Suzhou Tongyu, Honor Seiki (lost control in November 2023), APEC, PCI-SCMM and Anger, which are engaging in the manufacturing and selling of machine tools and after-sales service.
- Component Manufacturer Segment: Including Tongfong, Tong-Yeh, Shanghai Chin-Jig (was disposed in July 2022), HPC (was disposed in June 2023), CERIMATEC and SKTD, mainly engage in sales and manufacturing of parts, mold and maintenance of machine tool.
- Others: Apart from the aforementioned segments, mainly engage in sales of machines, and holding investment and so on.

a. Segment revenues and operating results

	Machine Manufacturer	Component Manufacturer	Others	Adjustment and Elimination	Total
For the Year Ended December 31, 2023					
Revenues from external customers	\$ 6,741,163	\$ 382,469	\$ 496,878	\$ -	\$ 7,620,510
Inter-segment revenues	<u>662,150</u>	<u>185,414</u>	<u>84,755</u>	<u>(932,319)</u>	<u>-</u>
Segment revenues	<u>\$ 7,403,313</u>	<u>\$ 567,883</u>	<u>\$ 581,633</u>	<u>(\$ 932,319)</u>	<u>\$ 7,620,510</u>
Segment profit (loss)	(\$ 209,719)	\$ 6,383	\$ 24,325	\$ 22,704	(\$ 156,307)
Interest income	51,364	154	4,653	(27,904)	28,267
Financial costs	(136,891)	(3,063)	(27,241)	27,904	(139,291)
Share of the profit of associates and subsidiaries	2,461	-	-	-	2,461
Other non-operating income and expenses	<u>265,305</u>	<u>4,686</u>	<u>38,305</u>	<u>49,710</u>	<u>358,006</u>
Profit (loss) before income tax	(27,480)	8,160	40,042	72,414	93,136
Income tax expense (benefit)	(40,706)	2,616	9,739	-	(28,351)
Net profit (loss) for the year	<u>\$ 13,226</u>	<u>\$ 5,544</u>	<u>\$ 30,303</u>	<u>\$ 72,414</u>	<u>\$ 121,487</u>
For the Year Ended December 31, 2022					
Revenues from external customers	\$ 7,428,478	\$ 298,632	\$ 541,731	\$ -	\$ 8,268,841
Inter-segment revenues	<u>826,652</u>	<u>203,236</u>	<u>87,418</u>	<u>(1,117,306)</u>	<u>-</u>
Segment revenues	<u>\$ 8,255,130</u>	<u>\$ 501,868</u>	<u>\$ 629,149</u>	<u>(\$ 1,117,306)</u>	<u>\$ 8,268,841</u>
Segment profit (loss)	\$ 140,875	(\$ 10,200)	(\$ 2,480)	\$ 34,922	\$ 163,117
Interest income	25,582	35	2,260	(11,352)	16,525
Financial costs	(102,168)	(1,208)	(16,104)	11,352	(108,128)
Share of the profit of associates and subsidiaries	218	-	-	-	218
Other non-operating income and expenses	<u>61,560</u>	<u>27,795</u>	<u>(285,438)</u>	<u>337,723</u>	<u>141,640</u>
Profit (loss) before income tax	126,067	16,422	(301,762)	372,645	213,372
Income tax expense (benefit)	<u>73,473</u>	<u>2,561</u>	<u>(5,504)</u>	<u>-</u>	<u>70,530</u>
Net profit (loss) for the year	<u>\$ 52,594</u>	<u>\$ 13,861</u>	<u>(\$ 296,258)</u>	<u>\$ 372,645</u>	<u>\$ 142,842</u>

Segment profit represented the profit from operations earned by each segment and was the measure reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance.

b. Segment total assets and liabilities

	December 31	
	2023	2022
Segment assets		
Machine Manufacturer	\$ 14,573,551	\$ 17,676,850
Component Manufacturer	393,609	368,705
Others	1,254,383	1,225,190
Adjustment and Elimination	<u>(3,569,152)</u>	<u>(4,367,001)</u>
	<u>\$ 12,652,391</u>	<u>\$ 14,903,744</u>
Segment liabilities		
Machine Manufacturer	\$ 8,404,586	\$ 10,083,729
Component Manufacturer	405,495	201,352
Others	771,066	707,432
Adjustment and Elimination	<u>(2,027,691)</u>	<u>(1,763,103)</u>
	<u>\$ 7,553,456</u>	<u>\$ 9,229,410</u>

c. Revenues from major products and services

Revenues from major products and services of the Company and its subsidiaries were as follows:

	For the Year Ended December 31	
	2023	2022
Sales		
Machining Center	\$ 2,862,631	\$ 3,945,982
CNC Lathe	2,201,695	2,230,857
PCB Processing Machine	156,477	376,584
Special Purpose Machine	790,657	441,865
Others	434,861	396,442
Maintenance and rebuilding revenues	<u>1,174,189</u>	<u>877,111</u>
	<u>\$ 7,620,510</u>	<u>\$ 8,268,841</u>

d. Geographical information

The Company and its subsidiaries operate in three principal geographical areas - Taiwan, Asia and Europe.

The Company and its subsidiaries' revenues from continuing operations from external customers and information about their non-current assets by geographical location are detailed below:

	Revenues from External Customers		Non-current Assets	
	For the Year Ended December 31		December 31	
	2023	2022	2023	2022
Taiwan	\$ 890,972	\$ 1,213,133	\$ 2,356,503	\$ 3,092,620
China	2,574,837	3,396,466	315,667	362,236
Europe	2,103,662	1,708,526	365,050	363,363
Asia	1,611,275	1,298,878	73,580	77,175
Others	<u>439,764</u>	<u>651,838</u>	<u>1,630</u>	<u>1,395</u>
	<u>\$ 7,620,510</u>	<u>\$ 8,268,841</u>	<u>\$ 3,112,430</u>	<u>\$ 3,896,789</u>

Non-current assets excluded financial assets, investment accounted for using the equity method, deferred tax assets and net defined benefit assets.

e. Geographical information

No revenue from any individual customer exceeds 10% of the Company and its subsidiaries' total revenues for the years ended December 31, 2023 and 2022.

TABLE 1

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

FINANCING PROVIDED TO OTHERS

FOR THE YEAR ENDED DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No.	Financing Company	Counter-party	Financial Statement Account	Related Party	Maximum Balance for the Period	Ending Balance	Amount Actually Drawn (Note 4)	Interest Rate	Nature for Financing	Transaction Amounts	Reason for Financing	Allowance for Bad Debt	Collateral		Financing Limits for Each Borrowing Company	Financing Company's Total Financing Amount Limits	Note
													Item	Value			
0	Tongtai Machine & Tool Co., Ltd.	Tongtai Machinery Co., Ltd.	Other receivables - related party	Yes	\$ 70,324	\$ 69,086	\$ 33,776	1.7~3.8	Note 1	\$ -	Operating capital	\$ -		\$ -	\$ 509,466	\$ 1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	Anger Machining GmbH	Other receivables - related party	Yes	496,700	486,254	486,254	1.35~4.75	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	PCI-SCEMM	Other receivables - related party	Yes	51,345	50,970	50,970	4.971~5.269	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	Tongtai Europe B.V.	Other receivables - related party	Yes	143,773	141,243	70,622	1.3~3.8	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Other receivables - related party	Yes	177,320	173,080	173,080	2.8~3	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	mbi-group Beteiligung GmbH	Other receivables - related party	Yes	27,704	23,786	23,786	1.35~4.872	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
0	Tongtai Machine & Tool Co., Ltd.	Tong-Yeh Precision Co., Ltd.	Other receivables - related party	Yes	35,600	30,600	10,600	1.3~1.81	Note 1	-	Operating capital	-		-	509,466	1,018,932	Note 2
1	Union Top	PCI-SCEMM	Other receivables - related party	Yes	34,710	33,980	33,980	4.971	Note 1	-	Operating capital	-		-	95,517	195,034	Note 3
1	Union Top	Anger Machining GmbH	Other receivables - related party	Yes	94,897	92,901	92,901	1.5	Note 1	-	Operating capital	-		-	95,517	195,034	Note 3
1	Union Top	mbi-group Beteiligung GmbH	Other receivables - related party	Yes	10,066	9,854	9,854	3	Note 1	-	Operating capital	-		-	95,517	195,034	Note 3
1	Union Top	Tongan GmbH	Other receivables - related party	Yes	17,424	17,058	17,058	3.5	Note 1	-	Operating capital	-		-	95,517	195,034	Note 3
2	PCI-SCEMM	TTGroup France	Other receivables - related party	Yes	6,942	6,796	6,796	2.21~3.46	Note 1	-	Operating capital	-		-	17,517	35,035	Note 3
2	PCI-SCEMM	CERIMATEC	Other receivables - related party	Yes	34,710	33,980	29,267	3.46	Note 1	-	Operating capital	-		-	17,517	35,035	Note 3

Note 1: The need for short-term financing.

Note 2: According to the "Procedures for Lending Funds to Other Parties" established by the Company, the aggregate lending amount and the amount lending to any individual entity having business relationship with the Company shall not exceed the total transaction amount between the parties during the period of 12 months prior to the time of lending and shall not exceed 20% of the net worth of the Company. The aggregate lending amount and the amount lending to any individual entity for short-term financing shall not exceed 20% and 10% of the net worth of the Company.

Note 3: According to the "Procedures for Lending Funds to Other Parties" established by the subsidiaries, the aggregate lending amount and the amount lending to any individual entity having business relationship with the Company shall not exceed the total transaction amount between the parties during the period of 12 months prior to the time of lending and shall not exceed 20% of the net worth of the Company. The aggregate lending amount and the amount lending to any individual entity for short-term financing shall not exceed 20% and 10% of the net worth of the Company.

Note 4: All the transactions had been eliminated when preparing consolidated financial statements.

TABLE 2

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

ENDORSEMENTS/GUARANTEES PROVIDED

FOR THE YEAR ENDED DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No.	Endorsement/Guarantee Provider	Endorsee/Guarantee		Limits on Endorsement/Guarantee Amount Provided to Each Guaranteed Party	Maximum Balance for the Period	Ending Balance	Amount Actually Drawn	Amount of Endorsement/Guarantee Collateralized by Properties	Ratio of Accumulated Endorsement /Guarantee to Net Equity per Latest Financial Statements (%)	Maximum Endorsement/Guarantee Amount Allowable	Guarantee Provided by Parent Company	Guarantee Provided by Subsidiary	Guarantee Provided to Subsidiaries in Mainland China	Note
		Name	Nature of Relationship											
0	Tongtai Machine & Tool Co., Ltd.	Tongtai Machine Tool (SEA) Sdn. Bhd.	The Company owns directly or indirectly over 50% ownership of the investee company	\$ 1,528,399	\$ 32,425	\$ 30,705	\$ -	\$ -	0.60	\$ 2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Union Top Industrial (Samoa) Limited	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	500,318	473,778	353,033	-	9.30	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Mbi-group Beteiligungs GmbH	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	34,710	33,980	33,980	-	0.67	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Anger Machining GmbH	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	944,748	937,848	937,848	-	18.41	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Asia Pacific Elite Corp.	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	235,000	235,000	198,800	-	4.61	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Tongan GmbH	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	16,285	-	-	-	-	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Tong-Yeh Precision Co., Ltd.	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	40,000	25,000	21,500	-	0.49	2,547,332	Y	-	-	
0	Tongtai Machine & Tool Co., Ltd.	Quick-Tech Machinery Co., Ltd.	The Company owns directly or indirectly over 50% ownership of the investee company	1,528,399	75,720	55,705	-	-	1.09	2,547,332	Y	-	-	

Note: According to the “Procedures for Making Endorsements and Guarantees” established by the Company, the ceilings on the amounts to make endorsements/guarantees are as follows,

1. For Tongtai Machine & Tool Co., Ltd.,

- (1) The ceilings on the amounts for the aggregate amounts to the entities shall not exceed 50% of the net worth of the Company.
- (2) The ceilings on the amounts for any individual entity to the entities shall not exceed 30% of the net worth of the Company.

2. For Tongtai Machine & Tool Co., Ltd. and subsidiaries,

- (1) The ceilings on the amounts for the aggregate amounts to the entities shall not exceed 50% of the net worth of the Company.
- (2) The ceilings on the amounts for any individual entity to the entities shall not exceed 30% of the net worth of the Company.
- (3) Except for (1) and (2), the total amount of endorsement/guarantee provided by the Company to any individual entity deriving from business relations shall not exceed the total business amount between such party and the Company for the twelve-month period immediately before the extension of endorsement/guarantee (the business amount refers to purchase amount or sales amount of the goods between the parties, whichever is higher).

TABLE 3

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

MARKETABLE SECURITIES HELD

DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Held Company Name	Type and Name of Marketable Securities	Relationship with The Company	Financial Statement Account	DECEMBER 31, 2023				Note
				Shares/Units	Carrying Value	Percentage of Ownership (%)	Fair Value	
Tongtai Machine & Tool Co., Ltd.	Common stock Contrel Technology Co., Ltd.	Same president	Financial assets at fair value through other comprehensive income – non-current	6,849,178	\$ 126,367	4	\$ 126,367	
	SHIANG JEN CO., LTD.	The held company as its director	Financial assets at fair value through other comprehensive income - non-current	1,520,000	14,115	19	14,115	
	World Known MFG (Cayman) Limited	-	Financial assets at fair value through other comprehensive income - non-current	280,000	18,872	1	18,872	
	USYNC INC.	-	Financial assets at fair value through other comprehensive income - non-current	295,371	11,655	4	11,655	
	WORLD KNOWN MFG. CO., LTD.	-	Financial assets at fair value through other comprehensive income - non-current	229,729	6,314	1	6,314	
					<u>\$ 177,323</u>		<u>\$ 177,323</u>	
	Preference share POTZU CO., LTD.		Financial assets at amortized cost - non-current	20,000	<u>\$ 20,000</u>		<u>\$ 20,000</u>	

TABLE 4

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

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, Unless Stated Otherwise)

Buyer (Seller)	Related Party	Related Party	Relationship				Abnormal Transaction		Notes/Accounts Receivable (Payable)		Note
			Purchase/Sale	Purchase/Sale Amount	% of Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total	
Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Subsidiary	Sales	(\$ 158,212)	6.54	Comparable with ones of non-related party transactions	\$ -	-	\$ 80,915	11.59	
	Quick-Tech Machinery Co., Ltd.	Subsidiary	Sales	(127,259)	5.26	Comparable with ones of non-related party transactions	-	-	17,423	2.50	

Note: All the transactions had been eliminated when preparing consolidated financial statements.

TABLE 5

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

RECEIVABLES FROM RELATED PARTIES AMOUNTING TO AT LEAST NT\$100 MILLION OR 20% OF THE PAID-IN CAPITAL

DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Company Name	Related Party	Relationship	Ending Balance (Note 3)	Turnover Rate	Overdue		Amount Received in Subsequent Period	Allowance for Impairment Loss
					Amount	Actions Taken		
Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Subsidiary	\$ 258,570 (Note 1)	2.11	\$ -	-	\$ 22,722	\$ -
	Anger Machining GmbH	Subsidiary	507,653 (Note 2)	3.36	-	-	-	-

Note 1: Including accounts receivable amounted of NT\$80,915 thousand and other receivable amounted of NT\$177,655 thousand. Other receivable was excluded in the calculation turnover rate.

Note 2: Including accounts receivable amounted of NT\$1,561 thousand and other receivable amounted of NT\$506,092 thousand. Other receivable was excluded in the calculation turnover rate.

Note 3: All the transactions had been eliminated when preparing consolidated financial statements.

TABLE 6

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

INTERCOMPANY RELATIONSHIPS AND SIGNIFICANT INTERCOMPANY TRANSACTIONS
 FOR THE YEAR ENDED DECEMBER 31, 2023
 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No.	Investee Company	Counterparty	Relationship	Transaction Details			
				Financial Statement Accounts	Amount	Payment Terms	% of Total Operating Revenues or Assets
0	Tongtai Machine & Tool Co., Ltd.	Quick-Tech Machinery Co., Ltd.	Parent to subsidiary	Sales	\$ 127,259	Based on contracts	1.67
0	Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Parent to subsidiary	Sales	158,212	Based on contracts	2.08
0	Tongtai Machine & Tool Co., Ltd.	Process Conception Ingenierie-Societe de Construction D'equipments, De Mecanisations Et De Machines	Parent to subsidiary	Sales	53,024	Based on contracts	0.70
0	Tongtai Machine & Tool Co., Ltd.	Tongtai Machine Tool (SEA) Sdn. Bhd.	Parent to subsidiary	Sales	36,278	Based on contracts	0.48
0	Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Parent to subsidiary	Accounts receivable	80,915	Based on contracts	0.64
0	Tongtai Machine & Tool Co., Ltd.	Suzhou Tongyu Machine Tool Co., Ltd.	Parent to subsidiary	Other receivable	177,655	Based on contracts and BOD resolution	1.40
0	Tongtai Machine & Tool Co., Ltd.	Process Conception Ingenierie-Societe de Construction D'equipments, De Mecanisations Et De Machines	Parent to subsidiary	Other receivable	54,131	Based on contracts and BOD resolution	0.43
0	Tongtai Machine & Tool Co., Ltd.	Anger Machining GmbH	Parent to subsidiary	Other receivable	506,092	Based on contracts and BOD resolution	4.00
0	Tongtai Machine & Tool Co., Ltd.	Tongtai Europe B.V.	Parent to subsidiary	Other receivable	73,206	Based on contracts and BOD resolution	0.58
1	Tongfong Auto Tech Co., Ltd.	Tongtai Machine & Tool Co., Ltd.	Subsidiary to Parent	Sales	92,430	Based on contracts	1.21
1	Tongfong Auto Tech Co., Ltd.	Tongtai Machine & Tool Co., Ltd.	Subsidiary to Parent	Accounts receivable	35,646	Based on contracts	0.28
2	Asia Pacific Elite Corp.	Tongtai Machine & Tool Co., Ltd.	Subsidiary to Parent	Sales	41,524	Based on contracts	0.54
2	Asia Pacific Elite Corp.	TTGroup France	Subsidiary to Subsidiary	Sales	61,500	Based on contracts	0.81
3	Union Top Industrial (Samoa) Limited	Anger Machining GmbH	Subsidiary to Subsidiary	Other receivable	96,317	Based on contracts and BOD resolution	0.76
4	HPC Produktions GmbH	Anger Machining GmbH	Subsidiary to Subsidiary	Sales	37,604	Based on contracts	0.49
5	Process Conception Ingenierie-Societe de Construction D'equipments, De Mecanisations Et De Machines	CERIMATEC	Subsidiary to Subsidiary	Other receivable	37,956	Based on contracts and BOD resolution	0.30

TABLE 7

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

INFORMATION ON INVESTEEES

FOR THE YEAR ENDED DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investor Company	Investee Company	Location	Main Businesses and Products	Original Investment Amount		As of December 31, 2023			Net Income (Loss) of the Investee	Share of Profit (Loss)	Note
				December 31, 2023	December 31, 2022	Number of Shares	%	Carrying Amount			
Tongtai Machine & Tool Co., Ltd.	Union Top Industrial (Samoa) Limited	Samoa	General investment	\$ 560,867	\$ 560,867	16,465,400	100.00	\$ 972,634	(\$ 60,223)	(\$ 60,223)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongfong Auto Tech Co., Ltd.	Kaohsiung City	Sales of electric automation equipment	14,005	14,005	1,500,000	100.00	37,230	4,201	4,201	Note 3
Tongtai Machine & Tool Co., Ltd.	Asia Pacific Elite Corp.	Taichung City	Sales and manufacturing of equipment	409,240	409,240	14,515,634	99.83	144,888	16,442	16,442	Note 3
Tongtai Machine & Tool Co., Ltd.	Quick-Tech Machinery Co., Ltd.	Kaohsiung City	Sales and manufacturing of equipment	197,989	197,989	11,896,891	99.14	82,501	33,224	33,584	Note 3
Tongtai Machine & Tool Co., Ltd.	Tong-Yeh Precision Co., Ltd.	Kaohsiung City	Sales of electric automation equipment	28,020	28,020	1,659,790	94.58	29,099	(11,765)	(11,132)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Machine & Tool Japan Co., Ltd.	Japan	Sales and manufacturing of equipment	31,561	31,561	889	100.00	22,793	1,202	1,202	Note 3
Tongtai Machine & Tool Co., Ltd.	Tong Tai Machinery Co., Ltd.	Thailand	Sales of customized machine	5,854	5,854	999,998	100.00	25,132	2,540	2,540	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Seiki Vietnam Co.,Ltd.	Vietnam	Sales of customized machine	9,054	9,054	631,080	100.00	21,491	(1,156)	(1,156)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Machine Tool (SEA) Sdn. Bhd.	Malaysia	Sales of customized machine	5,107	5,107	520,000	52.00	15,988	6,733	3,501	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Machine Tool (MFG) Sdn. Bhd.	Malaysia	Sales and manufacturing of equipment	71,952	71,952	8,500,000	100.00	34,752	(292)	(292)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tong-Tai Seiki USA, Inc.	USA	Sales of merchandise	71,667	71,667	100	100.00	2,619	(2,610)	(2,610)	Note 3
Tongtai Machine & Tool Co., Ltd.	TTGroup America Inc.	USA	Sales of merchandise	-	-	-	100.00	-	-	-	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Mexico ,S.A. DE C.V.	Mexico	Sales and maintenance of machine tools	10,155	10,155	65,999	100.00	4,474	(2,941)	(2,941)	Note 3
Tongtai Machine & Tool Co., Ltd.	PCI-SCEMM	France	Sales, manufacturing and maintenance of machine tools	182,200	182,200	1,000,000	100.00	175,175	(183,904)	(183,904)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongtai Europe B.V.	Netherlands	Sales of merchandise	96,221	96,221	9,000	100.00	(56,383)	(8,223)	(8,223)	Note 3
Tongtai Machine & Tool Co., Ltd.	Tongan GmbH	Austrian	General investment	597,771	597,771	35,000	100.00	(413,404)	25,554	25,554	Note 3
Tongtai Machine & Tool Co., Ltd.	Honor Seiki Co., Ltd.	Kaohsiung City	Sales and manufacturing of equipment	62,978	106,721	16,088,893	46.63	741,343	141,380	71,135	Note 1
Tongtai Machine & Tool Co., Ltd.	Printin3d DigiTech Co., Ltd.	Taoyuan City	Development of 3D printer of digital Implantology	10,000	10,000	1,000,000	40.00	9,022	2,266	907	Note 3
Tongtai Machine & Tool Co., Ltd.	Cyber Laser Taiwan Co., Ltd.	Tainan City	Machine and manufacturing of electronic component	20,000	20,000	2,000,000	33.00	-	-	-	Note 3
Union Top Industrial (Samoa) Limited	Great Pursuit Limited	Samoa	General investment	40,054	40,054	-	55.00	-	-	-	Note 3
Tongtai Machine & Tool Japan Co., Ltd.	SKTD Co., Ltd.	Japan	Design and development of machine tools	23,203	23,203	780	98.73	17,027	810	800	Note 3
PCI-SCEMM	TTGroup France	France	Sales of merchandise	1,076	1,076	30,000	100.00	(1,633)	2,423	2,423	Note 3
PCI-SCEMM	CERIMATEC	France	Design and development of machine tools	9,816	9,816	300,000	100.00	11,335	5,748	5,748	Note 3
Tongan GmbH	Mbi-group Beteiligung GmbH	Austrian	General investment	611,202	611,202	-	100.00	(350,482)	24,513	24,513	Note 3
Mbi-group Beteiligung GmbH	HPC Produktions GmbH	Austrian	Sales of mold and equipment	-	1,215	-	100.00	-	6,423	6,423	Notes 2 and 3
Mbi-group Beteiligung GmbH	Anger Machining GmbH	Austrian	Sales, manufacturing and maintenance of machine tools	595,855	595,855	-	100.00	(303,174)	35,357	35,357	Note 3
Anger Machining GmbH	Anger Machining Inc.	USA	Sales and maintenance of machine tools	122	122	60,000	100.00	13,481	12,279	12,279	Note 3
Anger Machining GmbH	Anger Service Deutschland GmbH	Germany	Sales and maintenance of machine tools	868	868	-	100.00	3,602	1,062	1,062	Note 3

Note 1: Loss of control in November 2023, please refer to Note 12.

Note 2: In June 2023, the subsidiary was disposed out the shares.

Note 2: All the transactions had been eliminated when preparing consolidated financial statements.

TABLE 8

TONGTAI MACHINE & TOOL CO., LTD. AND SUBSIDIARIES

INFORMATION ON INVESTMENTS IN MAINLAND CHINA

FOR THE YEAR ENDED DECEMBER 31, 2023

(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investee Company	Main Businesses and Products	Paid-in Capital (Note 1)	Method of Investment	Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2022 (Note 1)	Remittance of Funds		Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2023 (Note 1)	Net Income (Loss) of the Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss) (Note 2)	Carrying Amount as of December 31, 2023	Accumulated Repatriation of Investment Income as of December 31, 2023	Note
					Outward	Inward							
Tong-Yu Machine Tool (Shanghai) Co., Ltd.	Sales and maintenance of machine tools	\$ 73,938	Investments through a holding company registered in a third region	\$ 73,938	\$ -	\$ -	\$ 73,938	(\$ 4,445)	100.00	(\$ 4,445)	\$ 84,218	\$ -	Note 4
Suzhou Tongyu Machine Tool Co., Ltd.	Manufacturing of digital control machine and system	767,625	Investments through a holding company registered in a third region	767,625	-	-	767,625	(42,927)	100.00	(42,927)	1,055,267	199,923	Note 4
Shanghai Tong-Tai-Shin Trading Co., Ltd.	International trade	6,141	Investments through a holding company registered in a third region	6,141	-	-	6,141	537	100.00	537	9,761	8,972	Note 4
Hao-Tern-Shin Electronics (Shenzhen) Co., Ltd.	Sales and manufacturing of printed circuit board	76,762	Investments through a holding company registered in a third region	42,219	-	-	42,219	-	55.00	-	-	-	Note 4

Investee Company	Accumulated Outward Remittance for Investment in Mainland China as of December 31, 2023 (Note 1)	Investment Amount Authorized by Investment Commission, MOEA (Note 1)	Upper Limit on the Amount of Investment Stipulated by Investment Commission, MOEA (Note 3)
Tongtai Machine & Tool Co., Ltd.	\$ 889,923	\$ 889,923	\$ 3,056,798

Note 1: The amounts were calculated based on the foreign exchange rate as of December 31, 2023.

Note 2: The basis for recognition of investment income (loss) is based on the financial statements reviewed and attested by R.O.C. parent company's CPA.

Note 3: The limit on investment in Mainland China pursuant to "Principle of investment or Technical Cooperation in Mainland China" shall not exceed 60% of their net worth.

Note 4: All the transactions had been eliminated when preparing consolidated financial statements.

TABLE 9

INFORMATION OF MAJOR SHAREHOLDERS

December 31, 2023

Name of The Major Shareholder	Shares	
	Number of Shares Owned (shares)	Percentage of Ownership (%)
San Shin Investment Co., Ltd.	20,869,889	8.18

Note 1: Major shareholders in the Table above are shareholders owning 5% or more of the Company's common shares (only ones that have completed dematerialized registration and delivery) based on calculations performed by the Taiwan Depository & Clearing Corporation using data as of the last business date at the end of each quarter.

Note 2: Where the stocks are entrusted by shareholders, information is disclosed by the individual account of settlor who has segregated trust accounts opened by trustees. As for shareholders filing shareholdings of insiders with 10% or more of the Company's stocks pursuant to the securities and exchange laws and regulations, the number of stocks owned shall be ones owned by the persons plus ones entrusted where the shareholders have the power to decide how to utilize the trust property. Please access the Market Observation Post System website for information on insiders' shareholding filings.