

Great Tree Pharmacy Co., Ltd. and Subsidiaries

Consolidated Financial Statements and Independent Auditors'  
Report

For the Years Ended December 31, 2021 and 2020

Company Address: No. 143, Chengzhang 4th Street, Zhongli District, Taoyuan City  
Company Phone: (03) 433-3123

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

## Consolidated Financial Statements

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## Company Statement

The entities that are required to be included in the Consolidated Financial Statements of Great Tree Pharmacy Co., Ltd. for the year ended December 31, 2021 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10 by the Financial Supervisory Commission, "Consolidated Financial Statements." In addition, the information required to be disclosed in the Combined Financial Statements is included in the Consolidated Financial Statements. Consequently, Great Tree Pharmacy Co., Ltd. and Subsidiaries do not prepare a separate set of Consolidated Financial Statements.

We hereby declare and affirm to the statement above.

Company name: Great Tree Pharmacy Co.,  
Ltd.

Person in charge: Cheng Ming Lung

February 25, 2022

## Independent Auditors' Report

To Great Tree Pharmacy Co., Ltd.

### **Audit Opinion**

We have audited the accompanying Consolidated Balance Sheets of Great Tree Pharmacy Co., Ltd. (the “Company”) and its subsidiaries as of December 31, 2021 and December 31, 2020, and the related Consolidated Statements of Comprehensive Income, Changes in Equity and Cash Flows for the years ended December 31, 2021 and December 31, 2020, as well as Notes to the Consolidated Financial Statements, including the Summary of Significant Accounting Policies (together “the Consolidated Financial Statements”).

In our opinion, the aforementioned Consolidated Financial Statements present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2021 and December 31, 2020, and their consolidated financial performance and cash flows for the years ended December 31, 2021 and December 31, 2020, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee, or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

### **Basis of Audit Opinion**

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in 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 (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits and the reports of other 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 2021 Consolidated Financial Statements. 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.

### **Revenue Recognition**

Great Tree Pharmacy Co., Ltd. and its subsidiaries recognized operating revenue of NT\$11,280,942 thousand in 2021. Since the Group's sources of revenue include different selling models such as retail transactions at pharmacies and revenue from management services and more, the judgment over performance obligation and the timing of its fulfillment over customer orders or contracts was needed, therefore leading to significant risk of revenue recognition. Hence, we have decided to include this as a key audit matter.

Our audit procedures include (but are not limited to): understanding each selling model, evaluating the appropriateness of revenue recognition policy related to obligation fulfillment under each model, evaluating and testing the effectiveness of the relevant internal control to the timing of revenue recognition in the sales cycle, conducting detailed testing by sampling the sales receipts, and conducting analytical review procedure and carrying out cut-off tests and more. Our accountants have also considered the appropriateness of revenue disclosure identified in Note 6 of the Consolidated Financial Statements.

#### Inventory Valuation

As of December 31, 2021, the net inventory of Great Tree Pharmacy Co., Ltd. and its subsidiaries was NT\$1,839,468 thousand, accounting for 25% of the consolidated total asset. Main businesses of Great Tree Pharmacy Co., Ltd. and its subsidiaries include trading of maternity and infant products as well as various drugs. Most of their products have shelf lives, leading evaluations of allowance for inventory valuation and obsolescence loss to require material judgment from the Group's management. Therefore, this was included as a key audit matter. Our audit procedures include (but are not limited to): evaluating the appropriateness of the policy of allowance for inventory valuation and obsolescence loss, evaluating the management method for near expiring goods and identification of expired inventory and testing the effectiveness of the relevant internal control, sampling the inventory aging report to test its accuracy and selecting significant inventory location for physical inventory observation and count, and inspecting current inventory and utilization status and more. We have also taken the appropriateness of inventory disclosure in Note 5 and Note 6 in the Notes to Consolidated Financial Statements into consideration.

#### **Responsibility of the management and the governing body for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by 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 ability to continue as a going concern of the Company and its subsidiaries, 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.

The governing bodies of Great Tree Pharmacy Co., Ltd. and its subsidiaries (including the Audit Committee) have the responsibility to oversee the financial reporting process.

## **Responsibilities of the CPA in Auditing the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Material misstatement may result from fraud or error. A misstatement can be 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 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 internal control of Great Tree Pharmacy Co., Ltd. and its subsidiaries.
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 ability to continue as a going concern of the Company and its subsidiaries. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's 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 accompanying Notes, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the guidance, supervision, and implementation of the Group's audit and responsible for forming audit opinions on the Group.

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 2021 Consolidated Financial Statements and are therefore the key audit matters. We describe these matters in our auditor's 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.

## **Others**

We have also audited and expressed unqualified opinions on the Parent Company Only Financial Statements of the Company as of and for the years ended December 31, 2021 and December 31, 2020.

Ernst & Young

Financial Report of TWSE Listed Company as Authorized by the Competent Authority

Auditing and Attestation

No. (2017) FSC No. 1060026003

No. (1998)TCZ(VI)65315

Certified Public Accountant (CPA)

Lo Hsiao Chin

Hong Mao Yi

February 25, 2022

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**

**Consolidated Balance Sheets**

**As of December 31, 2021 and 2020**

(Amounts expressed in thousands of New Taiwan Dollars)

Asset			December 31, 2021		December 31, 2020	
Code	Accounting item	Note	Amount	%	Amount	%
11xx	Current assets					
1100	Cash and cash equivalents	4 and 6.1	\$1,308,469	18	\$835,802	14
1136	Financial assets measured at amortized cost	4, 6.2 and 8	24,000	1	24,000	1
1150	Notes receivable, net	4 and 6.3	2,144	-	4,517	-
1170	Accounts receivable, net	4 and 6.4	468,728	6	311,114	5
1200	Other receivables		44,412	1	71,025	1
1300	Inventory	4 and 6.5	1,839,468	25	1,462,245	24
1410	Prepayments		41,137	1	34,258	1
1470	Other current assets		10,498	-	3,457	-
	Total current assets		3,738,856	52	2,746,418	46
15xx	Non-current assets					
1535	Financial assets measured at amortized cost	4, 6.2 and 8	3,000	-	3,000	-
1600	Property, plant and equipment	4 and 6.6	749,832	10	669,788	11
1755	Right-of-use assets	4 and 6.17	2,768,801	37	2,487,538	41
1780	Intangible assets	4 and 6.7	20,530	-	18,018	-
1840	Deferred tax assets	4 and 6.21	11,828	-	7,742	-
1900	Other non-current assets	6. 8	97,017	1	76,918	2
	Total non-current assets		3,651,008	48	3,263,004	54
1xxx	Total assets		\$7,389,864	100	\$6,009,422	100

(Please see the accompanying Notes to the Consolidated Financial Statements)

Chairman: Ming-Lung Cheng

General Manager: Ming-Lung Cheng

Accounting Manager: Shu-Yi Wu



**Great Tree Pharmacy Co., Ltd. and Subsidiaries**

**Consolidated Balance Sheets (continued)**

**As of December 31, 2021 and 2020**

(Amounts expressed in thousands of New Taiwan Dollars)

Liabilities and Equity			December 31, 2021		December 31, 2020	
Code	Accounting item	Note	Amount	%	Amount	%
21xx	Current liabilities					
2100	Short-term loans	6. 9	\$370,000	5	\$370,000	6
2130	Contract liabilities	4 and 6.15	11,902	-	8,104	-
2150	Notes payable		584,117	8	350,323	6
2170	Accounts payable		1,138,318	15	819,673	13
2200	Other payables	4, 6.10 and 6.12	295,222	4	228,757	4
2230	Tax liabilities for this period	4 and 6.21	78,312	1	35,791	1
2280	Lease liabilities	4 and 6.17	309,123	4	287,118	5
2300	Other current liabilities		26,672	1	23,510	-
	Corporate bonds that mature or execute the right to sell back within one year					
2321	or one operating cycle	4 and 6.11	-	-	40,583	1
	Total current liabilities		2,813,666	38	2,163,859	36
25xx	Non-current liabilities					
2580	Lease liabilities	4 and 6.17	2,562,052	35	2,282,404	38
2640	Net defined benefit liabilities	4 and 6.12	5,645	-	3,425	-
2645	Guarantee deposits		56,005	1	40,189	1
	Total non-current liabilities		2,623,702	36	2,326,018	39
2xxx	Total liabilities		5,437,368	74	4,489,877	75
31xx	Equity attributable to shareholders of parent company					
3100	Share capital	6. 13				
3110	Ordinary share capital		700,431	9	530,659	9
3140	Prepaid share capital		6,679	-	2,787	-
3200	Capital surplus	6. 13	726,345	10	658,506	11
3300	Retained earnings	6. 13				
3310	Legal capital reserve		92,969	1	73,419	1
3350	Unappropriated net income		405,446	6	233,891	4
36xx	Non-controlling interests		20,626	-	20,283	-
3xxx	Total equity		1,952,496	26	1,519,545	25
	Total liabilities and equity		\$7,389,864	100	\$6,009,422	100

(Please see the accompanying Notes to the Consolidated Financial Statements)

Chairman: Ming-Lung Cheng

General Manager: Ming-Lung Cheng

Accounting Manager: Shu-Yi Wu

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**  
**Consolidated Statements of Comprehensive Income**  
**For the years ended December 31, 2021 and 2020**

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

Code	Item	Note	2021		2020	
			Amount	%	Amount	%
4000	Operating revenue	4 and 6.15	\$11,280,942	100	\$8,641,394	100
5000	Operating costs		(8,337,939)	(74)	(6,456,664)	(75)
5900	Gross profit		2,943,003	26	2,184,730	25
6000	Operating expenses					
6100	Selling and marketing expenses		(2,100,411)	(19)	(1,667,927)	(19)
6200	Administration expenses		(350,364)	(3)	(291,489)	(3)
6450	Estimated credit (loss) gain	4 and 6.16	84	-	-	-
	Total operating expenses		(2,450,691)	(22)	(1,959,416)	(22)
6900	Operating profit		492,312	4	225,314	3
7000	Non-operating income and expenses					
7100	Interest income	6. 19	737	-	578	-
7010	Other income	6. 19	51,597	1	50,116	-
7020	Other gains and losses	6. 19	154	-	272	-
7050	Financing costs	6. 19	(35,130)	-	(32,870)	-
	Total non-operating income and expenses		17,358	1	18,096	-
7900	Profit before tax		509,670	5	243,410	3
7950	Income tax expenses	4 and 6.21	(101,909)	(1)	(50,743)	(1)
8200	Net income		407,761	4	192,667	2
8300	Other comprehensive income (loss)	4 and 6. 20				
8310	Items that will not be reclassified to profit or loss:					
8311	Remeasurement of defined benefit plans		(2,428)	-	1,186	-
	Comprehensive income (loss) (net value after tax) for this period		(2,428)	-	1,186	-
8500	Total comprehensive income (loss)		\$405,333	4	\$193,853	2
8600	Earnings attributable to:					
8610	Owners of the parent		\$407,418	4	\$194,311	2
8620	Non-controlling interests		343	-	(1,644)	-
			\$407,761	4	\$192,667	2
8700	Total comprehensive income attributable to:					
8710	Owners of the parent		\$404,990	4	\$195,497	2
8720	Non-controlling interests		343	-	(1,644)	-
			\$405,333	4	\$193,853	2
	Earnings per share, EPS (NT\$)					
9750	Basic EPS	4 and 6.22	\$5.83		\$2.88	
9850	Diluted EPS	4 and 6.22	\$5.58		\$2.80	

(Please see the accompanying Notes to the Consolidated Financial Statements)

Chairman: Ming-Lung Cheng

General Manager: Ming-Lung Cheng

Accounting Manager: Shu-Yi Wu

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**

**Consolidated Statements of Changes in Equity**

**For the years ended December 31, 2021 and 2020**

(Amounts expressed in thousands of New Taiwan Dollars)

Item		Equity attributable to shareholders of parent company						Non-controlling interests	Total equity
		Share capital	Prepaid share capital	Capital surplus	Retained earnings		Total		
					Legal capital reserve	Unappropriated earnings			
Code		3100	3140	3200	3310	3350	31XX	36XX	3XXX
A1	Balance as of January 1, 2020	\$425,820	\$6,451	\$534,710	\$59,821	\$173,748	\$1,200,550	\$21,927	\$1,222,477
	Appropriation of earnings in 2019								
B1	Legal capital reserve				13,598	(13,598)	-		-
B5	Cash dividends					(43,484)	(43,484)		(43,484)
B9	Share dividends	78,272				(78,272)	-		-
D1	2020 net income					194,311	194,311	(1,644)	192,667
D3	Other comprehensive income (loss) in 2020					1,186	1,186	-	1,186
D5	Total comprehensive income (loss)	-	-	-	-	195,497	195,497	(1,644)	193,853
I1	Convertible corporate bond conversion	26,567	(3,664)	122,487			145,390		145,390
N1	Share-based payment transactions			1,309			1,309		1,309
Z1	Balance as of December 31, 2020	530,659	2,787	658,506	73,419	233,891	1,499,262	20,283	1,519,545
	Appropriation of earnings in 2020								
B1	Legal capital reserve				19,550	(19,550)	-		-
B5	Cash dividends					(53,471)	(53,471)		(53,471)
B9	Share dividends	160,414				(160,414)	-		-
D1	2021 net income					407,418	407,418	343	407,761
D3	Other comprehensive income (loss) in 2021					(2,428)	(2,428)	-	(2,428)
D5	Total comprehensive income (loss)	-	-	-	-	404,990	404,990	343	405,333
I1	Convertible corporate bond conversion	9,358	(2,787)	32,207			38,778		38,778
N1	Share-based payment transactions		6,679	35,632			42,311		42,311
Z1	Balance as of December 31, 2021	\$700,431	\$6,679	\$726,345	\$92,969	\$405,446	\$1,931,870	\$20,626	\$1,952,496

(Please see the accompanying Notes to the Consolidated Financial Statements)

Chairman: Ming-Lung Cheng

General Manager: Ming-Lung Cheng

Accounting Manager: Shu-Yi Wu

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**

**Consolidated Statements of Cash Flows**

**For the years ended December 31, 2021 and 2020**

(Amounts expressed in thousands of New Taiwan Dollars)

Code	Item	2021 Amount	2020 Amount	Code	Item	2021 Amount	2020 Amount
AAAA	Cash flow from operating activities:			BBBB	Cash flow from investing activities:		
A10000	Net profit before tax for this period	\$509,670	\$243,410	B02700	Acquisition of property, plant and equipment	(248,449)	(246,652)
A20000	Adjustment items:			B02800	Disposal of property, plant and equipment	3,286	10,692
A20010	Adjustments:			B03700	(Increase) decrease in refundable deposits	(17,229)	(12,990)
A20100	Depreciation expense (including right-of-use assets)	495,492	419,805	B04500	Acquisition of intangible assets	(6,035)	(4,520)
A20200	Amortization expenses	3,523	7,177	BBBB	Net cash inflow (outflow) from investing activities	(268,427)	(253,470)
A20300	Amount of expected credit loss (gain)	(84)	-	CCCC	Cash flow from financing activities:		
A20900	Interest expenses	35,130	32,870	C00100	Increase(decrease) of short-term loans	-	370,000
A21200	Interest income	(737)	(578)	C00130	Repayments of bonds	(2,000)	-
A21900	Cost of share-based payments	6,173	1,309	C03000	Increase (decrease) in guarantee deposits received	15,816	14,174
A22500	Loss on disposal of property, plant, and equipment	(101)	(899)	C04020	Repayment of principal on loan	(333,049)	(287,669)
A29900	Other item - gain on lease modification	(2,598)	(1,477)	C04500	Cash dividends distributed	(53,471)	(43,484)
A30000	Changes in assets/liabilities related to operating activities:			C04800	Employees exercising share option	36,138	-
A31130	(Increase) decrease in notes receivable	2,373	(1,271)	CCCC	Net cash inflow (outflow) from financing activities	(336,566)	53,021
A31150	(Increase) decrease in accounts receivable	(157,530)	29,872				
A31180	(Increase) decrease in other receivables	26,613	30,859	EEEE	Net increase (decrease) in cash and cash equivalents for this period	472,667	527,679
A31200	(Increase) decrease in inventory	(377,223)	(301,980)	E00100	Beginning balance of cash and cash equivalents	835,802	308,123
A31230	(Increase) decrease in prepayments	(6,879)	5,857	E00200	Ending balance of cash and cash equivalents	\$1,308,469	\$835,802
A31240	(Increase) decrease in other current assets	(7,041)	1,094				
A32125	Increase (decrease) in contract liabilities	3,798	1,051				
A32130	Increase (decrease) in notes payables	233,794	69,729				
A32150	Increase (decrease) in accounts payables	318,645	129,842				
A32180	Increase (decrease) in other payables	58,020	96,964				
A32230	Increases (decreases) in other current liabilities	3,162	9,584				
A32240	Increase (decrease) in net defined benefit liabilities	(208)	(184)				
A33000	Cash inflow (outflow) from operating activities	1,143,992	773,034				
A33100	Interest received	737	578				
A33300	Interest paid	(3,595)	(2,859)				
A33500	Income tax paid	(63,474)	(42,625)				
AAAA	Net cash inflow (outflow) from operating activities	1,077,660	728,128				

(Please see the accompanying Notes to the Consolidated Financial Statements)

Chairman: Ming-Lung Cheng

General Manager: Ming-Lung Cheng

Accounting Manager: Shu-Yi Wu

# Great Tree Pharmacy Co., Ltd. and Subsidiaries

## Notes to Consolidated Financial Statements

(Amounts expressed in thousands of New Taiwan Dollars unless otherwise specified)

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### 1. Company Overview

Great Tree Pharmacy Co., Ltd. (hereinafter referred to as "the Company") was authorized to be established on May 15, 2001. Our main businesses include management and trade of various drugs, health supplements, maternity and infant products, and cosmetics products. We also provide coordinated medicine procurement services to various clinics, outpatient centers, and medical communities. Besides, we are also an agency for domestic and foreign health care products sold in clinics, outpatient centers, and medical communities.

The Company's initial public offering (IPO) was on March 29, 2016 at the Taipei Exchange (TPEX). The Company's registered address and the main business operating site is at No.143, Chengzhang 4th Street, Zhongli District, Taoyuan City.

### 2. Dates and Procedures of Approving Financial Statements

The 2021 and 2010 Consolidated Financial Statements of the Company and its subsidiaries (hereinafter referred to as "the Group") have been approved and announced by the Board of Directors on February 25, 2022.

### 3. Applicability of New and Amended Accounting Principles and Explanations

- a. Changes in accounting policy from the first-time adoption of International Financial Reporting Standards (IFRS):

The Group has adopted the International Financial Reporting Standards, International Accounting Standards, International Financial Reporting Interpretations or Notices that have been approved by the Financial Supervisory Commission (hereinafter referred to as the "FSC") for application since January 1, 2021. The first-time application has had no significant impact on the Group.

- b. The Group has yet to adopt the following standards that have been announced by the International Accounting Standards Board (IASB) and have been approved by the FSC as either newly announced, revised, and amended standards or interpretations:

Item	Newly announced/amended/revised standard and interpretation	Effective date from IASB
1	Narrow-scope amendments of IFRS, including Amendments to IFRS 3, Amendments to IAS 16, Amendments to IAS 37 and the Annual Improvements	January 1, 2022

1) Narrow-scope amendments of IFRS, including Amendments to IFRS 3, Amendments to IAS 16, Amendments to IAS 37 and the Annual Improvements

a) Updating a Reference to the Conceptual Framework (Amendments to IFRS 3)

This amendment replaces the old version of the index on the Conceptual Framework for Financial Reporting and updates IFRS No. 3 with the latest version of the index published in March 2018. The amendments also added an exception to the recognition principle of IFRS 3 to avoid the issue of potential "day 2" gains or losses arising for liabilities and contingent liabilities. In addition, the amendments also clarify existing guidelines for contingent assets that are not affected by the replacement structure index.

b) Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16)

The amendments prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognize such sales proceeds and related costs in profit or loss.

c) Onerous Contracts - Cost of Fulfilling a Contract (Amendments to IAS 37)

The amendments clarify what costs a company should include as the cost of fulfilling a contract when assessing whether a contract is onerous.

d) Annual Improvements to IFRS Standards 2018 - 2020

Amendment to IFRS 1

The amendment simplifies the application of IFRS 1 by a subsidiary that becomes a first-time adopter after its parent company in relation to the measurement of cumulative translation differences.

Amendment to IFRS 9 Financial Instruments

The amendment clarifies the fees a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

## Amendment to Illustrative Examples Accompanying IFRS 16 Leases

The amendment to Illustrative Example 13 modifies the treatment of lease incentives relating to the lessee's leasehold improvements.

## Amendment to IAS 41

The amendment removes a requirement to exclude cash flows from taxation when measuring fair value thereby aligning the fair value measurement requirements in IAS 41 with those in other IFRS Standards.

The abovementioned standards and interpretations are issued by IASB and have been recognized by FSC, and will be applicable for annual periods beginning on or after January 1, 2022. According to the Group's evaluation, the new standards, amendments or interpretations have no material impact on the Group.

- c. As of the approval and announcement date of the financial statements, the Group has yet to adopt the following standards that have been announced by the International Accounting Standards Board (IASB) but have not been approved by the FSC as either newly announced, amended, standards or interpretations:

Item	Newly announced/amended/revised standard and interpretation	Effective date from IASB
1	Amendments to IFRS 10 - Consolidated Financial Statements and IAS 28 - Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Pending resolution from the IASB
2	IFRS 17 - Insurance Contracts	January 1, 2023
3	Liabilities classified as current or non-current (amendment to IAS 1)	January 1, 2023
4	Disclosure Initiative - Accounting Policies (amendment to IAS 1)	January 1, 2023
5	Definition of Accounting Estimates (Amendment to IAS 8)	January 1, 2023
6	Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction (amendment to IAS 12)	January 1, 2023

- 1) Amendments to IFRS 10 - Consolidated Financial Statements and IAS 28 - Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

This project addresses the acknowledged inconsistency between the requirements in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures, in dealing with the loss of control of a subsidiary that is contributed to an associate or joint venture. IAS 28 requires that gains and losses resulting from upstream and downstream transactions between an investor and its associate or a joint venture should only be recognized to the extent of the interest attributable to the other equity holders in the associate or joint venture. IFRS 10 requires that any investment the parent has in the former subsidiary after control is lost should be measured at fair value and that any resulting gain or loss should be recognized in profit or loss. These amendments prohibit the aforementioned regulations from IAS 28; when the loss of control of a business, as defined in IFRS 3 occurs, all gains or losses arising from which shall be recognized.

These amendments also revise IFRS 10 in which a partial gain or loss should be recognized in accounting for the sale or contributions of assets or subsidiaries that do not constitute a business between an investor and its associate or joint venture as defined in IFRS 3.

## 2) IFRS 17 - Insurance Contracts

This standard provides a comprehensive model to insurance contracts, including all accounting treatment (recognition, measurement, expression, and disclosure principle). The core of the standard is general, and under this model, initial recognition measures the insurance contract group by the combination of the cash flow from performance obligation and contract service margin; the carrying amount at the end of each reporting period is the sum of the liability for remaining coverage and the liability for incurred claims.

In addition to the general model, a specific applicable method (Variable Fee Approach, VFA) for contracts with direct participation features as well as a simplified approach for short-term contracts (Premium Allocation Approach, PAA) are provided.

This standard was issued in May 2017 and was amended in 2020 and 2021. The amendments include deferral of the date of initial application of IFRS 17 by two years to annual beginning on or after January 1, 2023 (from the original effective date of January 1, 2021); provide additional transition reliefs; simplify some requirements to reduce the costs of applying IFRS 17 and revise some requirements to make the results easier to explain. This standard replaces the interim standard (IFRS 4 Insurance Contracts).

## 3) Liabilities classified as current or non-current (amendment to IAS 1)

This amendment targets sections 69-76 in IAS 1 -Presentation of Financial Statements concerning the classification of a liability as either current or non-current.



4) Disclosure Initiative - Accounting Policies (amendment to IAS 1)

The objective of the amendment was to improve accounting policy disclosures and help stakeholders provide more relevant information for investors and primary users of financial statements.

5) Definition of Accounting Estimates (Amendment to IAS 8)

The amendments introduced the definition of accounting estimates and included other amendments to IAS 8 (Accounting Policies, Changes in Accounting Estimates and Errors) to help entities distinguish changes in accounting estimates from changes in accounting policies.

6) Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction (amendment to IAS 12)

This amendment narrows down the scope of exemption on deferred tax recognition in Paragraphs 15 and 24 in IAS 12, making said exemption inapplicable to the same amount of taxable and deductible temporary difference that arises during initial recognition.

For the aforementioned standards or interpretations announced by the IASB but have not yet been approved by the FSC, the actual adoption date will be made in accordance with the FSC. The Group has evaluated that the aforementioned newly announced or amended standards or interpretations do not pose material effects on the Group.

#### **4. Explanations of Major Accounting Policies**

a. Declaration of compliance

The Group's 2021 and 2020 Consolidated Financial Statements are prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and the International Financial Reporting Standards (IFRS), International Financial Reporting Interpretations Committee (IFRIC) as approved and announced by the Financial Securities Committee (FSC).

b. Basis of preparations

Besides the financial instruments measured at fair value, the Consolidated Financial Statements are prepared on the basis of historical costs. Unless otherwise specified, the Consolidated Financial Statements are denoted in thousands of New Taiwan Dollars (NT\$1,000).

c. Overview of consolidation

Principles of preparing the Consolidated Financial Statements

When the Company is exposed to the varied remunerations participated by the investees or is entitled to the varied remunerations and is capable of affecting the remunerations through the authority over the investees, the controlling is achieved. The Company will only have control over the investee when the following three criteria of control have been met:

- 1) Right over the investee (i.e. existing right granted to the investor to lead relevant activities)
- 2) Risk exposure or right to variable compensations from participation in investees, and
- 3) Capability to effect monetary compensations for investors by using its influence and right over the investee.

When the Company directly or indirectly holds minority voting rights or other similar rights in an investee, the Company will consider all relevant facts and conditions to evaluate whether it has rights over the investee, including:

- 1) Contractual agreements with other holders of voting rights over the investee
- 2) Rights arising from other contractual agreements
- 3) Voting rights and potential voting rights

When facts and conditions indicate that changes to one or more of the following criteria for control have occurred, the Company will immediately re-evaluate whether it still has control over the investee.

Starting from the acquisition date (when the Company obtains control), the subsidiary will be completely included in the Consolidated Financial Statements until the control over the subsidiary is lost. The accounting cycle and accounting policy of the subsidiary's financial statements will follow those of the parent company. All balances and transactions in the Group and unrealized internal gains and losses arising from internal transactions within the Group and dividends will be completely written off.

If control over the subsidiary is not lost, changes in shares held in the subsidiary will be treated as equity transactions.

A subsidiary's total comprehensive income is attributed to the shareholders of the Company and non-controlling interests, even if non-controlling interests become deficit balance in the process.

If the Company's control over the subsidiary is lost, then:

- 1) Subsidiary's assets (including goodwill) and liabilities will be derecognized;
- 2) Carrying amount of any non-controlling interests will be derecognized;
- 3) Fair value of the considerations acquired will be recognized;
- 4) Fair value of any retained investments will be recognized;
- 5) Any gains or losses will be recognized as income or loss in the period;
- 6) Amounts recognized in other comprehensive income by the parent company will be reclassified as gains or losses in the period.

The consolidated entities are listed as follows:

Name of investing company	Name of subsidiary	Nature of business	Shareholding ratio (%)		
			2021.12.31	2020.12.31	Explanation
The Company	Ivy Biotechnology Co., Ltd.	Wholesale and retail business	100%	100%	None
The Company	Bai-Lin Logistics Co., Ltd.	Wholesale and retail business	100%	100%	None
The Company	Great Tree Pets Co., Ltd.	Wholesale and retail business	100% (Note)	-	None
Ivy Biotechnology Co., Ltd.	Da Yu Property Management Co., Ltd.	Buy/sell transactions and lease of real property	60%	60%	None

Note: Upon resolution from the Board of Directors on February 4, 2021, the Company has invested in and set up a 100% owned subsidiary, Great Tree Pets Co., Ltd. The aforesaid subsidiary has completed company registration on April 14, 2021.

d. Foreign currency transaction

The functional currency of the Group's Consolidated Financial Statements is New Taiwan Dollar (NT\$). Every entity within the Group will decide its own functional currency, and to measure its financial statements using said functional currency.

Transactions in foreign the currencies from the consolidated entities are recorded by their respective functional currency rates at the date of the transaction. At the end of every reporting period, items denoted in foreign currencies will be translated at the closing exchange rate of the day. Non-monetary foreign currency items measured at fair value will be translated using the exchange rate on the date when the fair value is measured. Non-monetary foreign currency items measured at historical cost are translated at the exchange rate of the date of the transaction.

Except for the following items, exchange differences resulting from delivery or exchange of monetary items will be recognized as gain or loss as they occur:

- 1) For foreign currency loans that arise from acquisition of assets that meet the requirements, if the resulting exchange differences are treated as adjustments of the interest capital, which is a component of the cost of loans, they will be capitalized as the cost of the asset.
- 2) Foreign currency items within the scope of IFRS 9 Financial Instruments: Recognition and Measurement are accounted for based on the accounting policy for financial instruments.
- 3) Monetary items that construe part of the net investments for overseas operations in the Parent Company Only Financial Statements. When translation differences that arise are recognized as other comprehensive income (loss), it will be reclassified to gain or loss from equity when the net asset is disposed.

When gains or losses from non-monetary items are recognized as other comprehensive income (loss), any translation component from such gain or profit will be recognized as other comprehensive income. When gains or losses from non-monetary items are recognized as loss, any translation component from such gain or profit will be recognized as loss.

e. Standard of classifying assets and liabilities as either current or non-current

When any of the following conditions occur, the item will be classified as a current asset, and when it is not a current asset, it will be classified as a non-current asset:

- 1) The Group expects to realize the asset, or intends to sell or consume it, in its normal operating cycle.
- 2) Asset is held for trading purposes.
- 3) The asset is due to be realized within 12 months after the reporting period.
- 4) It is cash or cash equivalent, except where the asset is exchanged or used to settle liabilities at least 12 months after the reporting period.

When any of the following conditions occur, the item will be classified as a current liability, and when it is not a current liability, it will be classified as a non-current liability:

- 1) The liability is expected to be settled during normal business cycle.
- 2) Liability is held for trading purposes.
- 3) The liability is due to be settled within 12 months after the reporting period.

- 4) The Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Settlement of liabilities may be made by the issue of equity instruments based on transaction party's choice, and will not impact classification.

f. Cash and cash equivalents

Cash and cash equivalents are cash on hand, demand deposit, and short-term and highly liquid investments that can be immediately converted to fixed amount of cash with very small risks of valuation changes (including contract-based fixed deposits of less than 3 months).

g. Financial instruments

Financial assets and liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities within the scope of IFRS 9 Financial Instruments: Recognition and Measurement are recognized initially at fair value and the transaction costs directly attributable to the financial assets and financial liabilities (except for financial assets and financial liabilities at fair value through profit or loss) are derived by addition or subtraction from the fair value of assets and financial liabilities.

1) Recognition and valuation of financial assets

The accounting treatment for recognition and derecognition of all customary trading of financial assets of the Group is made on the settlement date.

The Group classifies financial assets as either financial assets subsequently measured at amortized costs, measured at fair value through other comprehensive income (loss), or measured at fair value through profit or loss:

- a) Business model used in managing the financial assets
- b) Characteristics of the contractual cash flows from the financial asset

Financial assets measured at amortized cost

Financial assets that meet the following two conditions will be measured at cost after amortization, and will be listed in the balance sheet under one of the following items: notes payable, accounts receivable, financial assets measured at amortized cost and other receivables:

- a) Business model used in managing the financial assets: financial asset is held to receive contractual cash flows
- b) Characteristics of the contractual cash flows from the financial asset: cash flow is the interest paid solely on the principal and the outstanding principal

Such financial assets (excluding hedging relationships) will be measured at subsequent amortized cost [amount measured at the time of initial recognition, less the principal repaid, and add or subtract the accumulated amortized difference (using effective interest method) between the original amount and the amount due, and by adjusting allowances for loss]. When derecognizing, through amortization procedure, or recognizing impairment gain or loss, the gain or loss will be recognized as profit or loss.

Interest calculated through effective interest method (multiplying effective interest with the total book value of the financial asset) or the following conditions will be recognized in profit or loss:

- a) If it is a purchased or originated credit-impaired financial asset, the credit-adjusted effective interest rate is multiplied by the cost of amortized financial assets
- b) If it is not, in case of subsequent credit impairment, the effective interest rate will be multiplied by the cost of the financial instrument after amortization

#### Financial assets at fair value through other comprehensive income (loss)

Financial assets that meet both of the following criteria will be measured at fair value through other comprehensive income (loss), and stated on the Balance Sheet as financial assets measured at fair value through other comprehensive income (loss):

- a) Business model used in managing the financial assets: financial asset is held to receive contractual cash flows and for sale of financial asset
- b) Characteristics of the contractual cash flows from the financial asset: cash flow is the interest paid solely on the principal and the outstanding principal

Recognition of gain or loss related to such financial assets will be explained as follows:

- a) Prior to derecognition or reclassification, except for impairment interest or loss, exchange gain or loss will be recognized in the profit or loss, and its gain or loss will be recognized in other comprehensive income (loss)
- b) During derecognition, accumulated gain or loss recognized in other comprehensive income (loss) will be reclassified from equity to profit or loss as adjustments for reclassification

- c) Interest calculated through effective interest method (multiplying effective interest with the total book value of the financial asset) or the following conditions will be recognized in profit or loss:
  - i. If it is a purchased or originated credit-impaired financial asset, the credit-adjusted effective interest rate is multiplied by the cost of amortized financial assets
  - ii. If it is not, in case of subsequent credit impairment, the effective interest rate will be multiplied by the cost of the financial instrument after amortization

In addition, for equity instruments applicable to IFRS 9 and are not held as available-for-sale or applicable as a contingent consideration by the acquirer in business consolidation in IFRS 3, during initial recognition, the Company will choose (this is not reversible) to state its subsequent fair value changes in the other comprehensive income (loss). Amounts stated in other comprehensive income cannot be converted to income or loss (during disposal of such equity instrument, the accumulated amount stated in other equity item will be directly transferred to retained earnings), and will be stated in the Balance Sheet as financial assets measured at fair value through other comprehensive income (loss). Investment dividends will be recognized in profit or loss, unless such dividends clearly represent a portion of the investment cost.

#### Financial assets measured at fair value through profit or loss

In addition to the aforementioned measurement at cost after amortization for having met certain conditions or measurement at fair value through other comprehensive income, financial assets are all measured at fair value through profit or loss, and are stated in the balance sheet as financial assets at fair value through profit or loss.

These financial assets are measured at fair value, and any gain or loss from their revaluation will be recognized as profit or loss. The gain or loss recognized as profit or loss includes any dividend or interest received from the financial asset.

## 2) Impairments of Financial Assets

For the debt instrument investment measured at fair value through other comprehensive income (loss) and the financial assets measured at amortized cost, the Group recognizes expected credit losses and measures allowances for loss. For the debt instrument investment measured at fair value through other comprehensive income, allowance for loss is recognized in the other comprehensive income (loss), and the book value of the investment will not be reduced.

The Group measures expected credit loss by reflecting the following methods:

- a) Unbiased and probability-weighted amount determined by evaluating each possible outcome
- b) The time value of money
- c) Reasonable and corroborative information related to past events, current conditions, and future economic forecasts (can be obtained at no excessive cost or input on the Balance Sheet date)

Method for valuating allowance for loss is as follows:

- a) Measure the expected credit loss over the next 12 months: including financial asset without significant increase in credit risk after initial recognition, or those ruled to have low credit risk on the Balance Sheet date. In addition, this also includes those with allowance loss measured by the expected credit loss during the previous reporting period, but no longer meets the condition in which the credit risk has significantly increased since the original recognition on the Balance Sheet date.
- b) Measurement of the amount of lifetime expected credit losses: including financial asset with significant increase in credit risk after initial recognition or purchased or originated credit-impaired financial asset with credit impairment.
- c) For accounts receivable or contractual asset arising from transactions within the scope of IFRS 15, the Group adopts lifetime expected credit loss to measure allowance for loss.

On each Balance Sheet date, the Group uses comparisons between the changes of default risk on the Balance Sheet date and on the date of initial recognition to measure whether there has been a significant increase in the financial instrument's credit risk after initial recognition. Additionally, please refer to Note 12 for information related to credit risk.

### 3) Derecognition of financial asset

The Group's financial assets will be derecognized when one of the following conditions occurs:

- a) The contractual right from the cash flow of the financial asset is terminated.
- b) When nearly all risk and compensations associated with ownership of a financial asset has been transferred.
- c) Nearly all risk and compensations associated with ownership of an asset has neither been transferred nor retained, but the control of the asset has been transferred.



When a financial asset is derecognized in its entirety, the difference between its carrying amount and any cumulative gain or loss that has been received or is receivable and recognized in other comprehensive income (loss), will be recognized in profit or loss.

#### 4) Financial liabilities and equity instruments

##### Classification of liability or equity

The Group classifies the liabilities and equities instrument issued as financial liability or equity in accordance with the substance of the contractual arrangement and the definitions of a financial liability, and an equity instrument.

##### Equity instruments

Equity instruments refer to any contract with residual interest after subtracting all liabilities from assets. Equity instruments issued by the Group are recognized by the acquisition cost minus direct distribution costs.

##### Hybrid instruments

The Group recognizes the financial liabilities and equity components of the convertible corporate bonds issued in accordance with contractual terms. In addition, the conversion of corporate bonds issued is based on the assessment of whether the economic characteristics and risks of the embedded purchase and sale rights are closely related to the primary debt commodity before classifying the equity elements.

For liabilities that do not involve derivatives, the fair value is measured using the market interest rate of a bond of comparable nature and without conversion characteristics. This amount is classified as a financial liability measured by amortized cost before conversion or redemption settlement. For other embedded derivatives that are not closely related to the risk characteristics of the principal contract (for instance, the embedded buy-back and redemption rights are confirmed to be substantially inconsistent with the amortized cost of the debt commodity on each execution date), they will be classified as components of liability and is measured at fair value through profit or loss in subsequent periods except for equity components. The amount of the equity component is determined by the conversion of fair value of the corporate bonds subtract the component of the liability, and the carrying amount will not be remeasured in subsequent accounting periods. If the issued conversion corporate bonds from the Company do include an equity element, they are handled in accordance with IFRS 9 Hybrid Instruments.

The transaction costs are allocated to the liability and equity components in

proportion to the ratio of the convertible corporate bonds' allocations to liability and equity components during initial recognition.

When holder of the convertible corporate bonds should requests to exercise conversion rights before the maturity of the convertible bond, the person should adjust the carrying amount of the liability component element to the carrying amount at the time of exercise as the basis of entry for issuance of ordinary shares.

### Financial liabilities

Financial liabilities within the scope of IFRS 9: upon initial recognition, recognition and measurement are either classified as financial liabilities at fair value through profit or loss, or financial liabilities measured at amortized cost.

### Financial liabilities at fair value through profit and loss

Financial liabilities at fair value through profit or loss includes available-for-sale financial liabilities and designated financial liabilities at fair value through profit and loss.

A financial asset will be classified as available-for-sale when it meets one of the following conditions:

- a) The primary purpose for acquisition of the asset is short-term sales;
- b) It is part of an identifiable financial instrument combination of the consolidated management at the time of initial recognition, and there is evidence that the combination is a short-term profit operating model in the near future; or
- c) It is a derivative (except for financial guarantee contract or a designated and effective hedging instrument).

For contracts that include one or multiple embedded derivative instruments, the entire hybrid (integrated) contract could be designated as a financial instrument at fair value through profit or loss. In addition, when it meets one the following conditions and can provide more relevant information, it could be designated as at fair value through profit or loss during initial recognition:

- a) It eliminates or significantly reduces a measurement or recognition inconsistency; or
- b) A group of financial assets, financial liabilities or both, is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the investment is provided internally by the consolidated company on that basis to the key management personnel.

Any gain or loss from revaluation of these financial liabilities will be recognized as profit or loss. The gain or loss recognized as profit or loss includes any dividend or interest received from the financial liabilities.

#### Financial liabilities at amortized cost

Financial liabilities measured at amortized cost include accounts payables and loans, and will continue to be measured through effective interest method after initial recognition. When financial liabilities are derecognized and amortized using effective interest method, related gain or loss and amortization will be recognized in profit or loss.

Calculation of the amortized cost will take discount or premium during acquisition and transaction cost into consideration.

#### Derecognition of financial liabilities

When the obligation of a financial liability is terminated, canceled or no longer effective, the financial liability will be derecognized.

When the Group and the creditors exchange debt instruments with significant differences, or make major changes to all or part of the existing financial liabilities (whether due to financial difficulties or otherwise), treatment will include derecognition of the original liabilities and the recognition of new liabilities. During derecognition of financial liabilities, the difference between the carrying amount and the total amount of the consideration paid or payable, including the transferred non-cash assets or liabilities assumed, is recognized in profit or loss.

### 5) Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities can only be offset and presented in net terms on the balance sheet only when the recognized amounts currently contain exercise of legal rights for offset and are intended to be settled on a net basis or can be realized simultaneously and the debt can be settled.

### h. Fair value measurement

Fair value refers to the price required or transferred to an asset in an orderly transaction between market participants on a measurement date. Fair value measurement assumes that the transaction for the asset being sold or liability being transferred takes place in one of the following markets:

- 1) Principal market of the asset or liability, or
- 2) If no principal market exists, the most favorable market for the asset or liability

The Group needs to be able to enter the principal or most favorable market in order to carry out the transaction.

Fair value measurement of the asset or liability uses the assumption that market participants would adopt while pricing the asset or liability, where the assumption is that the market participants would take the most favorable economic conditions into consideration.

The fair value measurement of a non-financial asset takes into consideration the market participant's use of the asset for its highest price and best use or by selling the asset to another market participant who will use the asset for its highest price and best use to generate economic benefits.

The Group uses valuation techniques that are appropriate and relevant in the relevant circumstances to measure fair value and maximize the use of observable inputs and to minimize the use of unobservable inputs.

i. Inventory

Inventories are evaluated on a case-by-case basis by the cost and net realizable value.

Cost refers to the cost of bringing inventory to a state of sale or availability for production and location:

Raw materials and commodities - The weighted average method is used for the actual purchase cost.

Goods in progress and finished goods - including direct raw materials and manufacturing costs; weighted average is adopted.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

j. Property, plant and equipment

Property, plant, and equipment is recognized at the acquisition cost less accumulated depreciation and accumulated impairment. The aforementioned cost includes the dismantling of property, plant, and equipment, removing, and restoring the site on which it is located, and any necessary interest expense arising from unfinished construction. If the various component of property, plant, and equipment is material, it shall be separately recognized for depreciation. When the material components of property, plant and equipment requires to be regularly replaced, the Group will see the item as a separate asset and to separately recognize it through its useful life and depreciation method. The carrying amount of the replaced component will be derecognized in accordance with the derecognition rule in IAS 16 - Property, Plant, and Equipment. When material inspection

cost complies with criteria for recognition, it will be treated as a replacement cost and recognized as a part of the carrying amount of the property, plant, and equipment. All other fixture and maintenance expense will be recognized in profit or loss.

Depreciation is recognized through the straight-line method with the following asset useful life estimation:

Housing and constructions: 15.375 years

Transportation vehicle: 5 years

Office equipment: 3-15 years

Leasehold improvements: 3-10 years

Other equipment: 3-10 years

After initial recognition of property, plant, and equipment, or any of its material components, if disposal occurs or if inflow of economic benefit is not expected to occur from its use or disposal thereof in the future, it shall be derecognized and recognized in profit or loss.

Residual value, useful life and depreciation methods of property, plant, and equipment will be evaluated at the end of each fiscal year. If expected value differs from previous estimates, the changes will be treated as changes in accounting estimates.

k. Lease

The Group evaluates whether a contract is (or includes) a lease on the contract establishment date. A contract is (or includes) a lease if it transfers control of the use of an identified asset for a period of time in exchange for considerations. To evaluate whether the contract has transferred the control of the use of an identified asset for a period of time, the Group will evaluate whether the following two factors will occur during the entire duration of use:

- 1) Rights to nearly all economic benefits of the identified asset have been received; and
- 2) The control over the right to use the identified asset.

For contracts that are (or include) leases, the Group will treat each lease component in the contract individually, and to separately treat them from the non-lease components in the contracts. For leases that include one lease component and one or more additional lease or non-lease components, the Group will use the single comparison price of each lease component and the aggregated single prices of non-lease components as the basis, and distribute the consideration in the contract to the lease component. The comparison single unit price of the lease and non-lease components will be decided upon the prices separately received by the lessor (or supplier) for such components. If observable single unit prices are not readily available, the Group will maximize the use of observable information to

estimate their respective single unit prices.

#### The Group is the lessee

Except for leases that meet and are selected to be treated as short-term leases or low-value assets, when the Group is the lessee of a lease contract, the Group will recognize all right-of-use asset and lease liabilities related to all leases.

At the start date, the Group measures the lease liability at the present value of the unpaid lease payments on that date. If the interest rate implicit in a lease is easy to determine, the lease payment is discounted using that interest rate. If such interest rate is difficult to determine, the lessee's incremental loan rate of interest will be used. On the start date, the lease payment of the lease liability will be accounted for, including the following payments that have to do with the target right-of-use asset during the lease period that have not been paid on that date:

- 1) Fixed payments (including substantial fixed payments), minus any lease incentives that can be obtained;
- 2) Variable lease payments dependent upon certain indicators or rates (measured by the indicators or rates used on the start date);
- 3) Expected residual value guarantee from the lessee;
- 4) Exercise price for purchase of options, if the Group can be reasonably assured that the right will be exercised; and
- 5) Penalties for termination of the lease, in case the lease period reflects that the lessee will exercise the option to terminate the lease.

After the start date, the Group will measure the lease liability using amortized cost-based measurement, and the carrying amount of the lease liability will be added by the effective interest method to reflect interest of the lease liability. Lease payment will be subtracted from the carrying amount of the lease liability.

On the start date, the Group will measure the right-of-use asset at cost, and the cost of the right-of-use asset will include:

- 1) The original valuation of the lease liability;
- 2) Any lease payment paid on the start date or before, minus any lease incentives taken;
- 3) Any original direct cost that the lessee incurs; and
- 4) Estimated cost of the lessee's dismantling, removing the target asset and restoration at the asset's location, or the cost to restore the target asset to the state required in the terms and conditions of the lease.

Valuation of the right-of-use asset will be cost minus accumulated depreciation and

accumulated impairment loss, or the right-of-use asset can be measured at cost model.

If the ownership of the target asset will be transferred to the Group when the lease period expires, or if the cost of the right-of-use asset reflects that the Group will exercise purchase option, then the depreciation of the right-of-use asset will be measured from the start date of the lease until the end of the asset's useful life. Otherwise, the Group will depreciate the right-of-use asset from the start date until the end of its useful life, or the end of the lease term, whichever is the earlier of the two.

The Group uses IAS 36 Asset Impairment to determine whether an asset has been impaired and treats any identified impairment loss.

Except for lease of assets that meet and were selected to be short-term lease or low-value asset, the Group will recognize right-of-use assets and lease liabilities on the balance sheet, and separately recognize any depreciation expense and interest expense related to the lease on the statement of comprehensive income.

For short-term leases and low-value asset leases, the Group chooses to use straight-line basis or another systematic basis, and recognizes related lease payments as expenses during the lease terms.

#### The Group is the lessor

On the date of establishing the contract, the Group will classify each lease as either operating lease or financing lease. If nearly all risks and rewards associated with the ownership of the asset will be transferred during the lease, it will be categorized as a financing lease; if risks and rewards will not be transferred, it will be an operating lease. The Group will recognize assets held under financing leases on the balance sheet on the start date, and express them as lease payment receivable based on the net lease investment.

For contracts that include lease components and non-lease components, the Group will distribute the considerations in the contract using regulations from IFRS 15.

The Group uses direct-line basis or another systematic basis to recognize lease payments from operating leases as lease revenue. For variable lease payments not based on certain indicators or rates in operating leases, the Company will recognize them as lease revenue when they occur.

#### 1. Intangible assets

Separately acquired intangible assets will be measured by cost during initial recognition. After initial recognition of intangible assets, its carrying amount will be the cost reduced by any accumulated amortization. Internally-arising intangible assets that do not meet the recognition criteria will not be capitalized, and will be recognized in profit or loss as they

occur.

The useful life of an intangible asset has been classified as either finite or indefinite.

Intangible assets with finite useful life will be amortized during the duration of the useful life, and impairment tests will be conducted when there are indicators of impairment. The duration of amortization and method of amortization of intangible assets with finite useful life should be reviewed at least once at the end of each fiscal year. If the expected useful life of an asset is found to be different from the estimation or if the expected model of consumption of future economic benefits has changed, then the amortization method or duration of amortization shall be adjusted and treated as changes in estimate.

Intangible assets with indefinite useful life will not be amortized; however, impairment test shall be conducted based on individual asset or cash-generating unit level in each year. Intangible asset with indefinite useful life will be expected in each term for whether matters and conditions continue to support its indefinite useful life. If the useful life is changed from indefinite to finite, applicability will be deferred.

Gains or loss arising from derecognition of intangible assets will be recognized in profit or loss.

Below is a compilation of the Group's accounting policy for intangible assets:

	Computer software	Trademarks
Useful life	1-5 years	Indefinite
Amortization method used	Straight-line amortization during the expected useful life	Do not amortize
Internally-arising or acquired externally	Acquired externally	Acquired externally

m. Non-monetary impairment

At the end of every reporting period, the Group will evaluate all assets for indicators of impairment pursuant to IAS 36 - Impairment of Assets. If signs of impairment exist or if regular annual impairment test is required for a certain asset, the Group will test it on the basis of individual assets or the cash generating unit to which the asset belongs. If result of the impairment test indicates that the carrying amount of the asset or the cash generating unit to which the asset belongs is greater than its recoverable amount, impairment loss will be recognized. Recoverable amount is the higher of the net fair value or useful value.

At the end of every reporting period, the Group will evaluate all assets except for goodwill for indicators of whether previously recognized impairment loss no longer exists or has been reduced. If such signs exist, the Group will estimate the recoverable amount of the asset or the cash generating unit. If the estimated service potential of the asset changes, resulting in an increase in the recoverable amount, the impairment will be reversed to profit or loss. However, the carrying amount after reversal shall not exceed the amount of the



depreciation or amortization of the asset after deducting the depreciation or amortization.  
Impairment loss and reversal of continuing operations will be recognized in profit or loss.

n. Revenue Recognition

The Group's revenue from customer contracts are mostly from sales of goods and provision of service, and their accounting treatments are explained as follows:

Sales of goods

The Group sells products and recognizes revenue when the promised product is delivered to the customer and the customer obtains control (the customer has the ability to lead the use of the product and obtain almost all of the remaining benefits of the product) and satisfies performance obligation. The Group's primary products are various types of medicine, health supplements, as well as maternity and infant products. During some of the sales transactions, when the ownership of the goods is transferred to the customer, the Group will provide points as part of the customer loyalty program based on the transaction price. The points will provide the customers with preferential discount during the customer's subsequent purchases within the next year. The Group distributes the transaction price and points given based on the relative selling price of the goods sold and the points, and the transaction price allocated to the sales goods is recognized when the ownership of the goods is transferred to the customer, while the rest will be recognized as contractual liability based on the acquisition price.

Retail customers of the Group have the right to enjoy discount during future purchase with the points they collect. When points are collected from customer use or when the points expire one year after the initial sales, revenue from the points given will be recognized, and relevant contractual liability will be adjusted accordingly.

The credit period for the product sales transactions of the Group is 60-120 days. Accounts receivable will be recognized when most of the contracts are subject to product transfer control and have the right to receive unconditional consideration. These receivables are usually short-term and do not pose as significant financing components.

Provision of service

Service revenue of the Group mostly come from provision of management service. Revenue will be recognized when the committed service is transferred to the customer and satisfies performance obligation.

o. Retirement pension plan

The Company and its domestic subsidiaries' employee retirement method is applicable for all formal employees. The full amount of employee pension fund is managed by the Labor

Retirement Reserve Supervisory Committee, and deposited in designated pension fund. Since the aforementioned pension is deposited under the name of the Labor Retirement Reserve Supervisory Committee, and completely separate from the Company and its subsidiaries, it is not included in the above Consolidated Financial Statements.

For retirement pension plans with defined allocations, the Company and its subsidiaries are obliged to allocate a certain ratio of employee pension allocation of no less than 6% of the employee's monthly pay. The amount of allocation will be recognized as current expense.

For retirement pension plans with defined benefit plan, the Company will include the amounts after the reporting period on actuarial report through projected unit credit method. Revaluation of net defined benefit liabilities (asset) includes any changes in return on plan assets and asset ceiling and will be reduced by amount of net interest included in the net defined benefit liability (asset) and actuarial profit or loss. When revaluation of net defined benefit liability (asset) occurs, it will be recognized under other comprehensive income (loss) and immediately recognized in retained earnings.

Past service cost is the change from the present value of the defined benefit plan due to plan revision or reduction, and will be recognized as expense on the earlier of the two dates:

- 1) When the plan is revised or reduced; and
- 2) When the Group recognizes relevant restructuring cost or termination benefits.

Net interest of net defined benefit liability (asset) is net defined benefit liability (asset) multiplied by the discount rate, and both will be decided at the beginning of a reporting period. Subsequently, any changes that occur to the net defined benefit liability (asset) from allocations and benefit expense during the period will be considered.

p. Share-based payment transactions

The cost of the equity-settled share-based payment transaction between the Group and the employees is measured by the fair value on the date of the share-based payment transaction. The fair value is measured by an appropriate pricing model.

The cost of the equity-settled share-based payment transaction is gradually recognized when service terms and performance conditions are met, and when the equity recognized by the counterparty increases. The accumulated expense from equity-settled share-based payment transactions before the end of every reporting period before the vesting date, is a reflection on the passing of the vesting period at the best estimate from the Group for the number of equity instruments that the Group will ultimately own. At the beginning and end of each reporting period, the cumulative cost changes recognized for the share-based payment transactions will be recognized in profit or loss for the period.

If ultimately, the bonus for share-based payment does not meet the vesting criteria, no expense shall be recognized. However, if the vesting conditions of the equity delivery

transaction are related to market conditions or non-vested conditions, when all service or performance conditions are met, related expenses shall be recognized whether the market conditions or non-vested conditions have been met or otherwise.

When equity delivery transaction conditions are modified, at least the initial benefit cost prior to the alternation shall be recognized. In case the share-based payment terms are modified, if the total fair value of the share-based payment transaction is increased or more beneficial to the employees, the additional equity delivery transaction cost will be recognized.

If the share-based payment bonus plan for the equity delivery is canceled, it will be treated as vested on the date of cancellation and the remaining unrecognized share-based payment will be immediately recognized. This includes rewards outside of vesting conditions that have not been achieved by either the Company or the employees. If the original cancelled reward is replaced by a new reward scheme, and has been confirmed that the new plan will replace the existing on the grant date, the cancelled and the new granted reward will be treated as modifications to the existing plan.

Dilution effect of outstanding options will be calculated by additional shares during calculation of the dilution on the EPS.

q. Income tax

Income tax expense (benefit) refers to the aggregated amount related to current income tax and deferred income tax that is included in the current profit or loss.

Income tax in the current period

Income tax liabilities (assets) for this period and for prior periods, are measured at the tax rates and tax laws enacted in the legislative or substantive legislation at the end of the reporting period. Current income tax related to items recognized in other comprehensive income or directly recognized in equity, will be separately recognized in other comprehensive income (loss) or equity rather than profit or loss.

Surtax on unappropriated retained earnings will be recognized as income tax expense on the date of surplus distribution from the Shareholders' Meeting.

Deferred income tax

Deferred tax is calculated based on the temporary difference between the taxable basis of assets and liabilities and the carrying amounts on the Balance Sheet at the end of the reporting period.

All taxable temporary difference shall be recognized as deferred tax liabilities except for the following:

- 1) Initial recognition of goodwill; or the initial recognition of an asset or liability not arising from a business combination transaction and does not affect accounting profits or taxable income (loss) at the time of the transaction;
- 2) Arising from investment in subsidiaries, affiliates or joint ventures, whose point of reversal can be controlled and there may not be any taxable temporary difference that shall be reversed in the foreseeable future.

Deferred income tax assets that are deductible from temporary differences, unused tax losses and unused income tax deductions are recognized in the context of probable future taxable income except for the following:

- 1) Deductible temporary difference arising from business combination with a non-affiliates, and is related to initial recognition of assets or liabilities that do not affect accounting profit or loss of taxable income (loss) at the time of transaction;
- 2) Related to deductible temporary difference from equity in investments in subsidiaries, affiliates, or joint ventures, and is highly possible to revert in the foreseeable future, and the revert may be to the extent that there will be sufficient taxable income at the time for recognition of the temporary difference.

Deferred income tax assets and liabilities are measured at the tax rate of the expected asset realization or in the period in which the liability is settled. The tax rate is based on the tax rates and tax laws that have been enacted in the legislative or substantive legislation at the end of the reporting period. The measurement of deferred income tax assets and liabilities reflects the tax consequences arising from the manner in which the asset is expected to be recovered or the carrying amount of the liability is settled at the end of the reporting period. The deferred income tax that is related to items not recognized in profit or loss will also not be recognized in profit or loss. It will be recognized in other comprehensive income (loss) or directly recognized in equity based on its related transaction. Deferred tax assets shall be reviewed and recognized at the end of each reporting period.

For deferred tax assets and liabilities, only the offset between the current tax assets and current tax liabilities carries legally enforceable rights. Moreover, deferred income tax may be offset when it is subject to the same taxpayer and is related to the income tax levied by the same tax authority.

## **5. Primary Sources of Uncertainties in Major Accounting Judgments, Estimates, and Assumptions**

When preparing the Consolidated Financial Statements, the Group's management shall exercise judgment, estimation and assumption at the end of the reporting period. This will influence the reported amounts of revenue, expense, assets and liabilities, and disclosure on liabilities. Nevertheless, the uncertainty of these material assumptions and estimates may result in material adjustments to the carrying amount of an asset or liability in the future.

### Estimates and assumptions

At the end of a reporting period, major source of information for uncertainties in regards to estimates and assumptions for the future, present material risk in material adjustments to the carrying amounts of assets and liabilities in the next fiscal year. This will be explained in the following:

#### a. Fair value of financial instruments

When the fair value of financial assets and financial liabilities recognized in the balance sheet cannot be obtained from an active market, the fair value will be determined by valuation techniques. These include income approach (for example, the discounted cash flow method) or market approach, and changes in the assumptions used in these models will influence the fair value of the reported financial instruments. Please refer to Note 12 for details.

#### b. Accounts receivable - estimates on impairment loss

The Group's estimate of impairment loss for receivables is measured by the amount of estimated credit losses over its lifetime, which will be based on the difference between the contractual cash flow (carrying amount) receivable and the expected cash flow (assessment of forward-looking information). However, discount effect of short-term receivables is insignificant and credit loss will not be measured by undiscounted difference. If the actual cash flow in the future is less than the estimate, there may be material impairment loss. Please refer to Note 6 for details.

#### c. Inventory

The estimated value of the net realized value of inventories is the most reliable evidence of the expected change in the amount of cash available for the inventory at the estimated time when the inventory is damaged, all or part of it becomes obsolete or declines in the selling price and influences from product shelf life. Please see refer to Note 6 for detail.

d. Retirement pension plan

The present value of defined benefit costs and defined benefits obligations in retirement pension plan is measured by actuarial valuation. Actuarial valuation involves various assumptions, including discount rate and changes in expected salaries and more. Please refer to Note 6 for details on the assumptions used to measure the cost of defined benefit costs and defined benefit obligations.

e. Share-based payment transactions

Cost of equity settlement transaction between the Group and our employees are measured by the fair value of the equity instrument on the grant date. When estimating the fair value of the share-based payment transaction, the best pricing model should be determined based on the benefit conditions. These estimates also require determining the best parameters used in the pricing model, including: expected duration of the stock options, estimated fluctuations, estimated rate of dividend, and any assumptions made therein. Please refer to Note 6 for explanations on the assumptions and models used to measure the fair value of the share-based payment transaction.

f. Income tax

Uncertainties for income tax exist in the interpretation of complex tax laws, and the future taxable amounts and time points. Due to the prevalence of international business relationships and the long-term nature and complexity of contracts, there may be differences between the actual results and assumptions made, or alternatively, such assumptions in the future may force recorded interest tax benefits and expenses to be adjusted in the future. Recognition of income tax is based on reasonable estimates of the possible audit results of the tax authorities of the countries in which the Group operates. Amounts recognized are based on different elements, for instance, the past experience of tax review and the taxation subject may have different interpretations of the tax law from the taxation authority. Differences in these interpretations could lead to various issues due to the conditions of the countries in which the Group's individual entities operate.

Unused tax loss and deferred tax carried forward and deductible temporary differences are recognized as deferred tax assets based on the context that it is highly likely future taxable income or taxable temporary differences will occur in the future. The determination of the amount of deferred tax asset to be recognized is at the point and standards where there may be differences between the future taxable income and taxable temporary difference as well as the estimate of future tax planning strategies.

## 6. Explanations of Significant Accounting Items

### a. Cash and cash equivalents

	2021.12.31	2020.12.31
Cash on hand and petty cash	\$9,046	\$7,709
Checks and demand deposit	1,184,873	713,543
Fixed deposit	114,550	114,550
Total	<u>\$1,308,469</u>	<u>\$835,802</u>

### b. Financial assets measured at amortized cost

	2021.12.31	2020.12.31
Restrictive fixed deposit	\$24,000	\$24,000
Fixed deposit	3,000	3,000
Less: allowance for loss	-	-
Total	<u>\$27,000</u>	<u>\$27,000</u>
Current	<u>\$24,000</u>	<u>\$24,000</u>
Non-current	<u>\$3,000</u>	<u>\$3,000</u>

The Group only has transactions with financial institutions in good credit standing and therefore has no material credit risk.

Please refer to Note 8 for the Group's endorsement/guarantee provided for financial assets measured at amortized cost.

### c. Notes receivable, net

	2021.12.31	2020.12.31
Notes receivable - from operating activities	\$2,144	\$4,517
Less: allowance for loss	-	-
Total	<u>\$2,144</u>	<u>\$4,517</u>

The Group's notes receivable has not had conditions of endorsement/guarantee.

The Group assesses information related to impairment and allowance for loss using regulations from IFRS 9. Please refer to Note 6(16), and please refer to Note 12 for information on credit risk.

d. Accounts receivable, net

- 1) Below is a list of the accounts receivable, net:

	2021.12.31	2020.12.31
Total accounts receivable	\$469,345	\$311,815
Less: allowance for loss	(617)	(701)
Net balance	<u>\$468,728</u>	<u>\$ 311,114</u>

- 2) The aforementioned accounts receivable has not had conditions of endorsement/guarantee.
- 3) The Group's credit line to customers is 60-120 days. The total carrying amounts were NT\$469,345 thousand and NT\$311,815 thousand on December 31, 2021 and December 31, 2020 respectively. Please refer to Note 6(16) for information related to allowance for impairment loss in 2021 and 2020. Please refer to Note 12 for information on credit risk.

e. Inventory

- 1) Net inventory is as follows:

	2021.12.31	2020.12.31
Work-in-progress	\$66	\$542
Commodity	1,839,402	1,461,703
Total	<u>\$1,839,468</u>	<u>\$1,462,245</u>

- 2) The Group recognized cost of inventories NT\$8,337,939 thousand and NT\$6,456,664 thousand on December 31, 2021 and December 31, 2020 as expenses respectively. These expenses included the:

	2021	2020
Allowance for inventory valuation and obsolescence loss	\$4,706	\$500
Inventory scrap loss	9,551	4,200
Inventory loss	7,483	9,451
Total	<u>\$21,740</u>	<u>\$14,151</u>



3) Aforementioned inventory has not had conditions of endorsement/guarantee.

f. Property, plant and equipment

	Buildings and construction	Transportation vehicle	Office equipment	Leasehold improvements	Other equipment	Construction in progress	Total
Cost:							
2021.01.01	\$48,583	\$14,338	\$344,607	\$463,629	\$223,882	\$-	\$1,095,039
Acquisition	-	-	68,244	90,609	95,171	-	254,024
Disposal	-	-	(840)	(123)	(2,331)	-	(3,294)
Transfer	-	-	-	-	-	-	-
2021.12.31	<u>\$48,583</u>	<u>\$14,338</u>	<u>\$412,011</u>	<u>\$554,115</u>	<u>\$316,722</u>	<u>\$-</u>	<u>\$1,345,769</u>
2020.01.01	\$-	\$14,688	\$286,954	\$394,433	\$137,695	\$44,815	\$878,585
Acquisition	-	-	64,136	89,791	88,367	3,768	246,062
Disposal	-	(350)	(6,483)	(20,595)	(2,180)	-	(29,608)
Transfer	48,583	-	-	-	-	(48,583)	-
2020.12.31	<u>\$48,583</u>	<u>\$14,338</u>	<u>\$344,607</u>	<u>\$463,629</u>	<u>\$223,882</u>	<u>\$-</u>	<u>\$1,095,039</u>
Depreciation and impairment:							
2021.01.01	\$790	\$12,931	\$186,504	\$169,634	\$55,392	\$-	\$425,251
Depreciation	3,036	651	50,577	65,205	51,326	-	170,795
Disposal	-	-	(28)	(4)	(77)	-	(109)
Transfer	-	-	-	-	-	-	-
2021.12.31	<u>\$3,826</u>	<u>\$13,582</u>	<u>\$237,053</u>	<u>\$234,835</u>	<u>\$106,641</u>	<u>\$-</u>	<u>\$595,937</u>
2020.01.01	\$-	\$12,013	\$143,629	\$130,389	\$22,800	\$-	\$308,831
Depreciation	790	1,268	47,566	53,702	32,909	-	136,235
Disposal	-	(350)	(4,691)	(14,457)	(317)	-	(19,815)
Transfer	-	-	-	-	-	-	-
2020.12.31	<u>790</u>	<u>\$12,931</u>	<u>\$186,504</u>	<u>\$169,634</u>	<u>\$55,392</u>	<u>\$-</u>	<u>\$425,251</u>
Net carrying amount:							
2021.12.31	<u>\$44,757</u>	<u>\$756</u>	<u>\$174,958</u>	<u>\$319,280</u>	<u>\$210,081</u>	<u>\$-</u>	<u>\$749,832</u>
2020.12.31	<u>\$47,793</u>	<u>\$1,407</u>	<u>\$158,103</u>	<u>\$293,995</u>	<u>\$168,490</u>	<u>\$-</u>	<u>\$669,788</u>

The aforementioned property, plant and equipment have no conditions of endorsement/guarantee.

g. Intangible assets

	Computer software	Trademarks	Total
Cost:			
2021.01.01	\$8,110	\$14,286	\$22,396
Acquisition - separately acquired	6,035	-	6,035
Derecognized at the end of useful life	-	-	-
2021.12.31	<u>\$14,145</u>	<u>\$14,286</u>	<u>\$28,431</u>
2020.01.01	\$12,301	\$14,286	\$26,587
Acquisition - separately acquired	4,520	-	4,520
Derecognized at the end of useful life	(8,711)	-	(8,711)
2020.12.31	<u>\$8,110</u>	<u>\$14,286</u>	<u>\$22,396</u>
Amortization and impairment:			
2021.01.01	\$4,378	\$-	\$4,378
Amortization	3,523	-	3,523
Derecognized at the end of useful life	-	-	-
2021.12.31	<u>\$7,901</u>	<u>\$-</u>	<u>\$7,901</u>
2020.01.01	\$5,912	\$-	\$5,912
Amortization	7,177	-	7,177
Derecognized at the end of useful life	(8,711)	-	(8,711)
2020.12.31	<u>\$4,378</u>	<u>\$-</u>	<u>\$4,378</u>
Net carrying amount:			
2021.12.31	<u>\$6,244</u>	<u>\$14,286</u>	<u>\$20,530</u>
2020.12.31	<u>\$3,732</u>	<u>\$14,286</u>	<u>\$18,018</u>

Amortization for recognition of intangible assets is as follows:

	2021	2020
Operating expenses	<u>\$3,523</u>	<u>\$7,177</u>

h. Other non-current assets

	2021.12.31	2020.12.31
Prepaid equipment	\$3,060	\$190
Refundable deposits	93,957	76,728
Total	<u>\$97,017</u>	<u>\$76,918</u>

i. Short-term loans

1) Details on short-term loans are as follows:

	Range of interest rates (%)	2021.12.31	2020.12.31
Unsecured bank loan	0.86%~1.18%	<u>\$370,000</u>	<u>\$370,000</u>

2) As of December 31, 2021 and December 31, 2020 respectively, the Group's unused short-term loan credits are NT\$92,960 thousand and NT\$101,035 thousand respectively.

j. Other payables

	2021.12.31	2020.12.31
Expenses payable	\$269,572	\$211,552
Equipment payable	25,613	17,168
Net defined benefit liability - current	37	37
Total	<u>\$295,222</u>	<u>\$228,757</u>

k. Bonds payable

a) Details of bonds payable are as follows:

	2021.12.31	2020.12.31
Elements of liability:		
Nominal amount of domestic convertible bond payable	\$-	\$40,900
Less: discount on domestic convertible bond payable	-	(317)
Sum	-	40,583
Less: portion maturing within 12 months	-	(40,583)
Net balance	\$-	\$-
Embedded derivative financial instruments - redemption rights	\$-	\$-
Equity element - conversion rights	\$-	\$1,363

For valuation of profit or loss for embedded derivative financial instruments - redemption rights and the recognition of interest expense from corporate bonds, please refer to Note 6(19).

- b) The Company has issued the first batch of unsecured convertible bonds on June 12, 2018 with the following issuance terms:

(A) Total issuance:	NT\$300,000 thousand
(B) Date of issuance:	2018.06.12
(C) Issued price:	Issuance at par
(D) Coupon rate:	0%
(E) Duration:	2018.06.12~2021.06.12
(F) Repayment at maturity:	Unless the bondholders convert into ordinary shares of the Company in accordance with Article 10 of the present Procedures, or exercise the right of selling under Article 19 of the present Procedures, or the Company redeems in advance or exercise redemption at a securities firm in accordance with Article 18 of these Procedures, the Company will repay the converted bonds held by bondholders in cash in accordance with the denomination of the bonds when the Company's conversion of bonds expires.

- (G) Conversion period: Starting from the day after the 3-month period of issuance of this convertible bond (September 13, 2018) to the date due (June 12, 2021), except for (I) stock transfer is halted pursuant to applicable laws; (II) 15 business days before the Company's ex-dividend date for share or cash dividend distribution or ex-stock transfer date for a capital increase, until the base date for right distribution, (III) capital reduction base-date to one day before the capital reduction in issuance of shares, the creditor may at any time request the Company to convert the convertible bond into ordinary shares of the Company in accordance with the provisions of the present Procedure.
- (H) Conversion price and adjustments: The price of conversion was set at NT\$90.8 per share during issuance. In the event of an adjustment of the conversion price of the Company's ordinary share conversion rights or stock options in accordance with the terms of the issuance, the conversion price shall be adjusted in accordance with the formula stipulated in the terms of the issuance.
- Due to capital increase in 2018, the Company's conversion price adjustment was carried out in accordance with the provisions of the first batch of domestic unsecured convertible corporate bonds issuance and conversion procedures. Therefore, as of July 19, 2018, the conversion price was adjusted from NT\$90.8 to NT\$88.9.
- Due to capital increase and surplus transfer in 2018, the Company's conversion price adjustment was carried out in accordance with the provisions of the first batch of domestic unsecured convertible corporate bonds issuance and conversion procedures. Therefore, as of September 12, 2018, the conversion price was adjusted from NT\$88.9 to NT\$79.8.

Due to the Company's ratio of cash dividends to ordinary shares issued in 2019 having exceeded 1.5%, the conversion price adjustment was carried out in accordance with the provisions of the first batch of domestic unsecured convertible corporate bonds issuance and conversion procedures; therefore, from July 30, 2019, the conversion price was adjusted from NT\$79.8 to NT\$78.6.

Due to capital increase and surplus transfer in 2019, the Company's conversion price adjustment was carried out in accordance with the provisions of the first batch of domestic unsecured convertible corporate bonds issuance and conversion procedures. Therefore, from September 1, 2019, the conversion price was adjusted from NT\$78.6 to NT\$69.6.

Due to capital increase and surplus transfer in 2020, the Company's conversion price adjustment was carried out in accordance with the provisions of the first batch of domestic unsecured convertible corporate bonds issuance and conversion procedures. Therefore, from September 15, 2020, the conversion price was adjusted from NT\$69.6 to NT\$59.2.

- (I) The Company's redemption rights: (1) The conversion of corporate bonds shall be from the day after the expiration of three months from the date of issue (September 13, 2018) to forty days before the expiration of the issuance period (May 3, 2021). When the closing price of the ordinary shares of the Company exceeds 30% (inclusive) of the conversion price for the 30th consecutive business day, the Company may send a one-month "bond recovery notice" to the bondholder by registered mail within the next 30 business days. (The aforementioned

foregoing period starts from the date of the Company's letter of notice, and the expiration date of the period is the base date for the bond recovery, and the aforementioned period cannot be the conversion termination period as stated in Article 9.) (The bondholder will be based on the bondholder's register on the fifth business day prior to the date of the "bond recovery notice," and for investors who subsequently obtain the conversion of corporate bonds due to trading or other reasons, they shall be notified by way of announcement.) Taipei Exchange will also be notified in writing, and the convertible bonds of the bondholders shall be recovered in cash in five business days after the bond recovery base date.

- (2) The conversion of corporate bonds shall be from the day after the expiration of three months from the date of issue (September 13, 2018) to forty days before the expiration of the issuance period (May 3, 2021). If the outstanding balance of the convertible bond is less than 10% of the initial total denomination at issuance, the Company may send a one-month "bond recovery notice" to the bondholder by registered mail at any time. (The aforementioned foregoing period starts from the date of the Company's letter of notice, and the expiration date of the period is the base date for the bond recovery, and the aforementioned period cannot be the conversion termination period as started in Article 9.) The bondholder will be based on the bondholder's register on the fifth business day prior to the date of the "bond recovery notice," and investors who subsequently

obtain the conversion of corporate bonds due to trading or other reasons shall be notified by way of announcement.) Taipei Exchange will also be notified in writing, and the convertible bonds of the bondholders shall be recovered in cash in five business days after the bond recovery base date.

- (3) If the creditor does not reply to the Company's share transfer agency before the bond recovery base date denoted on the "bond recovery notice" by writing (the notice is effective at the time of delivery, and takes postmark as its basis), the Company shall redeem the bonds in cash on the maturity date at nominal value.

(J) Puttable rights of bondholders:

The base date for selling the convertible bonds back in advance is the two-year issuance date (June 12, 2020) of the convertible bonds. Forty days before the base date (May 3, 2020) of put option, the Company may send a "puttable right notification" to the bondholder by registered mail. (The bondholder will be based on the bondholder's register on the fifth business day prior to the date of the "puttable option notification," and investors who subsequently obtain the conversion of corporate bonds due to trading or other reasons shall be notified by way of announcement.) Taipei Exchange will also be notified in writing, and the convertible bonds of the bondholders shall be recovered in cash in five business days after the bond recovery base date. Creditors can reply to the Company's share transfer agency before the bond puttable option date denoted on the "puttable right notification" by writing (the notice is effective at the time of delivery, and takes postmark as its basis), and request the Company to redeem the bonds held in cash by using the bond denomination plus interest compensation (101.0025% of the bond denomination for the two years, or substantial rate of return 0.50%). After accepting the puttable option request, the Company shall redeem the bond in cash within



five business days after the puttable option date. If the Taipei Exchange is not in operation, the above date will be postponed to the next business day.

- c) For the year ended December 31, 2020, the declared conversion amount of the Group's first batch of unsecured convertible bonds has reached NT\$147,800 thousand, and 2,290 thousand shares of ordinary shares have been converted. The net amount due to the conversion (including par value of the convertible bonds and discount) higher than the nominal value of the shares has been NT\$122,487 thousand, which has been recognized as an addition item to the capital surplus. For the year ended December 31, 2021, the declared conversion amount has reached NT\$38,778 thousand, and 657 thousand ordinary shares have been converted. The net amount due to the conversion (including par value of the convertible bonds and discount) higher than the nominal value of the shares has been NT\$32,207 thousand, which has been recognized as an addition item to the capital surplus.
  - d) The Company's first batch of unsecured domestic convertible bonds has matured as of June 12, 2021. Since repayment of NT\$2,000 thousand has been made at maturity and has been written off based on the conversion procedures, capital surplus - subscription rights NT\$67 thousand has been recognized as capital surplus - forfeited subscription rights.
1. Retirement pension plan

#### Defined allocation plan

The Group's employee retirement method adopts the defined allocation plan pursuant to the Labor Pension Act. Pursuant to the Act, the Company is obligated to allocate no less than 6% of its employee's monthly salary as employee pension. The Company has established employee retirement method in accordance with the Act, and allocates 6% based on each employee's salary to his/her respective individual retirement account (IRA) at the Bureau of Labor Insurance.

The Group recognized defined allocation expense of NT\$39,417 thousand and NT\$33,678 thousand in 2021 and 2020 respectively.

#### Defined benefit plan

The Company's employee retirement method adopts the defined benefit plan pursuant to the Labor Standards Act. Payment of employee pension is calculated on the base points of an employee's years of service and average monthly wages when the person is permitted to retire. Two base points will be assigned for 15 years (inclusive) of service or less, and

for those exceeding 15 years of service, every year will be assigned an additional base point. The maximum base points allowed is 45. The Company provides a pension fund of 2% of the total salary on a monthly basis in accordance with the Labor Standards Act, and deposits it in a designated account at the Bank of Taiwan in the name of the Labor Retirement Reserve Supervisory Committee.

The Bureau of Labor Funds, Ministry of Labor, Executive Yuan, undertakes asset allocations based on the income and expenditure of the employee retirement fund. Investment of the fund is invested in self-operated and entrusted management methods, and adopts active and passive management medium- to long-term investment strategies. The Bureau of Labor Funds takes risks including market, credit, and liquidity into consideration in setting limits and control plan for the fund so that adequate flexibility can be used toward the compensation objective without excessive risk. As of December 31, 2021, the Company's defined benefit plan is expected to allocate NT\$15 thousand within the following year.

As of December 31, 2021 and December 31, 2020, the Company's defined benefit plans are expected to expire in 2039.

The following table summarizes the costs of defined benefit plan recognized to profit or loss:

	2021	2020
Current service cost	\$-	\$-
Net interest from net defined benefit assets (liabilities)	15	40
Total	<u>\$15</u>	<u>\$40</u>

Adjustments of the present value of the defined benefit obligations and fair value of the plan assets:

	2021.12.31	2020.12.31	2020.01.01
Present value of the defined benefit obligations	\$10,078	\$7,562	\$8,558
Fair value of plan assets	<u>(4,396)</u>	<u>(4,100)</u>	<u>(3,726)</u>
Other non-current liabilities - net defined benefit liabilities recorded	<u>\$5,682</u>	<u>\$3,462</u>	<u>\$4,832</u>

Adjustments to the net defined benefit liabilities (assets):

	Present value of the defined benefit obligations	Fair value of plan assets	Net defined plan liabilities (assets)
2020.01.01	\$8,558	\$(3,726)	\$4,832
Current service cost	-	-	-
Interest expense (income)	71	(31)	40
Past service cost and settlement gain or loss	-	-	-
Sum	8,629	(3,757)	4,872
Remeasurement of defined benefit liabilities/assets:			
Actuarial gains or losses from demographic assumptions	-	-	-
Actuarial gains or losses from financial assumptions	565	-	565
Experience-based adjustments	(1,632)	-	(1,632)
Remeasurement of defined benefit assets	-	(119)	(119)
Sum	(1,067)	(119)	(1,186)
Benefits paid	-	-	-
Employer allocations	-	(224)	(224)
Effects of changes in foreign exchange rates	-	-	-
2020.12.31	7,562	(4,100)	3,462
Current service cost	-	-	-
Interest expense (income)	32	(17)	15
Past service cost and settlement gain or loss	-	-	-
Sum	7,594	(4,117)	3,477
Remeasurement of defined benefit liabilities/assets:			
Actuarial gains or losses from demographic assumptions	-	-	-
Actuarial gains or losses from financial assumptions	327	-	327
Experience-based adjustments	2,157	-	2,157
Remeasurement of defined benefit assets	-	(56)	(56)
Sum	2,484	(56)	2,428
Benefits paid	-	-	-
Employer allocations	-	(223)	(223)
Effects of changes in foreign exchange rates	-	-	-
2021.12.31	\$10,078	\$(4,396)	\$5,682

The following key assumptions are used to determine the Company's defined benefit plan:

	2021.12.31	2020.12.31
Discount rate	0.82%	0.42%
Expected rate of salary increase	2.60%	2.00%

Sensitivity analysis of every material actuarial assumption:

	2021		2020	
	Increase in defined benefit obligation	Decrease in defined benefit obligation	Increase in defined benefit obligation	Decrease in defined benefit obligation
0.5% increase in discount rate	\$-	\$832	\$-	\$683
0.5% decrease in discount rate	916	-	759	-
0.5% increase in expected salary	895	-	743	-
0.5% decrease in expected salary	-	822	-	676

The purpose of conducting the aforementioned sensitivity analysis is to analyze the possible impact of determining a defined benefit obligation when a single actuarial assumption (e.g. discount rate or expected salary) undergoes a reasonably likely change, assuming all other assumptions remain unchanged. Since some of the actuarial assumptions are related to each other, there are few separate actuarial assumptions that undergo singular changes in reality, so the analysis has its limitations.

The methods and assumptions used in the current period of sensitivity analysis are no different from the previous periods.

#### m. Equity

##### 1) Ordinary Shares

As of December 31, 2021 and December 31, 2020, the Company's authorized share capital is NT\$1,500,000 thousand and NT\$600,000 thousand, and has issued NT\$700,431 thousand and NT\$530,659 thousand in shares, respectively. Each share has a par value of NT\$10, and 70,043 thousand shares and 53,066 thousand shares were issued, respectively. Each share has one voting right and the right to receive dividends.

The Company approved the change of the authorized capital stock to NT\$1,500,000 thousand on July 2, 2021, and the registration of the change was completed on July 23, 2021. This change in the authorized capital stock has been

approved by the competent authority.

On June 17, 2020, the Company's Annual Shareholders' Meeting has approved the capital increase by reinvestment of a surplus of NT\$78,272 thousand. Upon approval of the Board of Directors on August 12, 2020, September 15, 2020 was set to be the base date of the capital increase, and the paid-in capital after the increase is NT\$520,801 thousand with par value of NT\$10 at 52,080 thousand shares.

In addition, in 2020, the first batch of unsecured convertible bonds issued by the Company exercised conversion rights of NT\$147,800 thousand, for which 2,290 thousand ordinary shares were converted, and the paid-in capital after the increase was NT\$533,446 thousand with par value of NT\$10 at 53,345 thousand shares, in which 279 thousand shares are ordinary shares. Base date of increase is still pending for the Board of Directors' approval as of December 31, 2020, so the capital is recognized as a prepaid capital.

For the year ended December 31, 2021, conversion rights of NT\$38,778 thousand was exercised, for which 657 thousand ordinary shares were converted, and the paid-in capital after the increase was NT\$540,017 thousand with par value of NT\$10 at 54,002 thousand shares.

On July 2, 2021, the Company's Annual Shareholders' Meeting has approved the capital increase by reinvestment of a surplus of NT\$160,414 thousand. Upon approval of the Board of Directors on August 12, 2021, September 5, 2020 was set to be the base date of the capital increase, and the paid-in capital after the increase is NT\$700,431 thousand with par value of NT\$10 at 70,043 thousand shares.

In 2021, the exercised conversion rights issued by the Company of NT\$36,138 thousand, for which 668 thousand ordinary shares were converted, and the paid-in capital after the increase was NT\$707,110 thousand with par value of NT\$10 at 70,711 thousand shares. Base date of increase is still pending for the Board of Directors' approval as of December 31, 2021, so the capital is recognized as a prepaid capital.

## 2) Capital surplus

	2021.12.31	2020.12.31
Share premium of ordinary shares	\$714,240	\$651,278
Employee stock options	9,148	3,218
Stock options	-	1,363
Expired stock options	2,957	2,647
Total	<u>\$726,345</u>	<u>\$658,506</u>

According to the law, the capital reserve shall not be used except to make up for the Company deficit. When the Company has no deficit, the overage of the shares issued by the par value and the capital reserve generated by the proceeds of the donation can be used to charge up the capital up to a certain percentage of the paid-up capital each year. The aforesaid capital surplus may also be distributed in cash in proportion to the original share of the shareholders. In addition, capital surplus arising from any long-term equity investment shall not be used for any purpose.

3) Appropriation of net income and dividend policy

a) Appropriation of net income

Pursuant to the Company's Articles of Incorporation, if surplus is available after closing the accounts, it shall be first used to pay taxes, make up past deficits, then 10% of which shall be appropriated as legal capital reserve. However, the Company is exempted from such appropriation in case the legal capital reserve has reached the Company's total capital, and the Company shall appropriate special capital reserve according to applicable laws or regulations from competent authority. The remainder of which and any accumulated retained earnings from previous years shall be appropriated as net income available for appropriation. The Board of Directors shall propose the appropriation of net income and submit for a resolution at the Shareholders' Meeting, then distribute bonus to shareholders accordingly.

Additionally, pursuant to resolution from the Shareholders' Meeting convened on July 2, 2021 to amend the Articles of Incorporation, if a surplus is available after closing the accounts, it shall be first used to pay taxes, make up past deficits, then 10% of which shall be appropriated as legal capital reserve. However, the Company is exempted from such appropriation in case the legal capital reserve has reached the Company's total capital, and the Company shall appropriate special capital reserve according to applicable laws or regulations from the competent authority. The remainder of which and any accumulated and unappropriated net income from previous years shall be appropriated as net income available for appropriation. The Board of Directors shall propose the appropriation of net income and submit for a resolution at the Shareholders' Meeting, then distribute bonus to shareholders accordingly.

Where the aforementioned dividends and bonuses are distributed entirely or partially in cash, the Board of Directors shall be authorized to determine such distribution by a resolution adopted by a majority vote at a meeting attended by over two-thirds of the Directors and report to the Shareholders' Meeting, and the submission for a resolution at the Shareholders' Meeting in Paragraph 1 is not applicable.

b) Dividend policy

To respond to economic changes and to strengthen the Company's financial structure, the Company has adopted a balanced dividend policy. The policy for

future dividend distribution is as follows:

- i. The Company will appropriate no less than 10% of the aforementioned distributable net income as shareholders' dividends. Nevertheless, when distributable net income is less than 10% of the paid-in capital, the Company may propose not to appropriate any bonus.
- ii. In consideration of a balanced and stable dividend policy, the Company will appropriate either share or cash dividends according to the needs of funds and the degree of dilution to earnings per share. Appropriations of cash dividend shall be no less than 10% of the annual total dividends.

c) Legal capital reserve

Pursuant to the Company Act, legal capital reserve shall be appropriated until the total sum of which has reached the paid-in capital. Legal capital reserve shall be used toward making up for the deficit. When the Company does not have past deficits, the Company may issue new shares or distribute cash with the portion of legal capital reserve that exceeds 25% of the paid-in capital.

d) Special capital reserve

After adoption of the IFRS, pursuant to Directive Letter No. 1010012865 issued by the FSC on April 6, 2012, during first-time adoption, on the conversion date, the Company's conversion adjustment of unrealized revaluation increment and cumulative conversion adjustment to the retained earnings portion due to adoption of IFRS 1 - First-time Adoption of IFRS' exemption item granted the Company the option of appropriating the same amount of special capital reserve. After adoption of IFRS in preparing financial statements, during appropriation of distributable net income, the Company appropriated the difference between the balance allocated to special capital reserve during first-time adoption of IFRS and net deductions in other equity items to the special capital reserve. Subsequently, if other shareholders' equity deduction has reversed, the reversal shall be applicable to earnings distribution.

- e) During the Company's Board of Directors' Meeting on February 25, 2022, and Annual Shareholders' Meeting on July 2, 2021, the appropriations of earnings for 2021 and 2020 have been separately proposed and approved with the following details:

	Appropriation of net income		Dividends per share (NT\$)	
	2021	2020	2021	2020
Legal capital reserve	\$40,499	\$19,550		
Cash dividends for ordinary shares	182,242	53,471	\$2.57	\$1.00
Stock dividends for ordinary shares	182,241	160,414	2.57	2.97

Total	<u>\$404,982</u>	<u>\$233,435</u>
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Please see Note 6(18) for information on the standards of estimate and recognition of amounts of employee compensation and remunerations of the Directors.

f) Non-controlling interests

	<u>2021.12.31</u>	<u>2020.12.31</u>
Beginning balance	\$20,283	\$21,927
Net profit attributable to non-controlling interests in this period	<u>343</u>	<u>(1,644)</u>
Ending balance	<u>\$20,626</u>	<u>\$20,283</u>

n. Share-based payment plan

Company employees can receive share-based payment as a part of the employee benefits plan. Employees provide service as the consideration for receiving equity instruments, and such transactions will be treated as equity-settled share-based payment transactions.

Employee share-based payment plan

- 1) Upon approval from the FSC's Securities and Futures Bureau, the Company has issued 4,000 units of employee stock options on October 29, 2019. Each unit of equity security can be used to subscribe for 1,000 shares of the Company's ordinary shares. The Company will issue new shares when employees exercise such an option. Equity security subscribers may exercise the stock options for a certain period and proportion two years after the employee stock option certificate has been granted. The duration of this stock option certificate is six years.

Information on the aforementioned share-based payment is as follows:

<u>Grant date of the stock options certificate</u>	<u>Total units issued</u>	<u>Execution price per unit (NT\$)</u>
2019.12.01	1,879	\$54.10
2020.10.27	2,017	\$66.50

- a) The following pricing model and assumptions are used toward the share-based payment plan granted:

	<u>2019</u>	<u>2020</u>
Expected fluctuation rate (%)	16.56%-24.87%	13.86%-45.03%



Risk-free interest rate (RFR) (%)	0.552%-0.580%	0.158%-0.203%
Expected year of 100% stock subscription (year)	6	6
Weighted-average stock price (NT\$)	82.60	86.20
Pricing model used	Black-Scholes	Black-Scholes

The expected duration of the option is based on historical data and current expectations and therefore may not necessarily be consistent with actual implementation. The expected volatility is the historical volatility of the period in which the hypothesis is similar to the duration of the stock options, which represents the future trend, but may not necessarily be consistent with future actual results.

b) Information on the employee stock option plan issued in 2021 and 2020:

	2021		2020	
	Number of outstanding stock options (unit)	Weighted-average execution price (NT\$)	Number of outstanding stock options (unit)	Weighted-average execution price (NT\$)
Outstanding stock options on January 1	3,896	\$60.52	1,879	\$70.20
Stock options granted in the current period	-	-	2,017	86.20
Stock subscriptions for the period	(668)	54.10	-	-
Stock options expired for the period	(125)	-	-	-
Outstanding stock options on December 31	<u>3,103</u>	<u>\$60.52</u>	<u>3,896</u>	<u>\$78.48</u>
Executable stock options on December 31	-	-	-	-
Weighted-average fair value of the stock options granted for the period		\$-		\$9.45

c) Below is the aforementioned share-based payment plan outstanding as of December 31, 2021 and December 31, 2020:

<u>2021.12.31</u>	<u>Execution price</u>	<u>Weighted-average remaining duration (year)</u>
Granted on December 1, 2019	\$54.10	3.92 years
Granted on October 27, 2020	\$66.50	4.82 years

<u>2020.12.31</u>	<u>Execution price</u>	<u>Weighted-average remaining duration (year)</u>
Granted on December 1, 2019	\$70.20	4.92 years
Granted on October 27, 2020	\$86.20	5.82 years

- d) The expense recognized by the Company for employee share-based payment plans is shown as the following:

	<u>2021</u>	<u>2020</u>
Recognized expenses due to share-based payment transactions	<u>\$6,173</u>	<u>\$1,309</u>
(All are equity delivery share-based payment)		

o. Operating revenue

	<u>2021</u>	<u>2020</u>
Revenue from customer contracts		
Revenue from sale of goods	\$11,237,760	\$8,614,611
Revenue from provision of service	34,471	26,783
Others	8,711	-
Total	<u>\$11,280,942</u>	<u>\$8,641,394</u>

Information regarding the Group's revenue from customer contracts is as follows:

1) Breakdown of revenue

	<u>2021</u>	<u>2020</u>
	<u>Single department</u>	<u>Single department</u>
Sales revenue	\$11,237,760	\$8,614,611
Service revenue	34,471	26,783
Others	8,711	-
Total	<u>\$11,280,942</u>	<u>\$8,641,394</u>
Timing of revenue recognition:		
At a fixed point in time	<u>\$11,280,942</u>	<u>\$8,641,394</u>

2) Contract balance

a) Contract liability – current

	2021.12.31	2020.12.31	2020.01.01
Sales of goods	\$627	\$502	\$474
Customer loyalty program	11,275	7,602	6,579
Total	<u>\$11,902</u>	<u>\$8,104</u>	<u>\$7,053</u>

Explanations of the changes in the balance of contract liabilities in 2021 are as follows:

	Sales of goods	Customer loyalty program
Beginning balance is recognized as revenue for the period	\$(14)	\$(5,009)
Increase in advance payment for the period	139	8,682

Explanations of the changes in the balance of contract liabilities in 2020 are as follows:

	Sales of goods	Customer loyalty program
Beginning balance is recognized as revenue for the period	\$(50)	\$(3,755)
Increase in advance payment for the period	78	4,778

p. Expected credit loss (gain)

	2021	2020
Operating expenses - expected credit loss(gain)		
Accounts receivable	<u>\$(84)</u>	<u>\$-</u>

Please see Note 12 for information on credit risk.

- 1) Historical records of credit impairment on the Group's receivables (including notes receivable and accounts receivable) indicate that diverse types of impairment loss is not found between different groups of customers. Therefore, allowance for loss is assessed using the same group and relevant information can be found in the following:

As of December 31, 2021

	Not overdue	Days overdue		Total
		31-180 days	More than 181 days	
Total carrying amount	\$471,349	\$89	\$51	\$471,489
Rate of loss	0.10%	100%	100%	
Expected lifetime credit loss	(477)	(89)	(51)	(617)
Carrying Amount	<u>\$470,872</u>	<u>\$-</u>	<u>\$-</u>	<u>\$470,872</u>

As of December 31, 2020

	Not overdue	Days overdue		Total
		31-180 days	More than 181 days	
Total carrying amount	\$315,753	\$399	\$180	\$316,332
Rate of loss	0.11%	40%	100%	
Expected lifetime credit loss	(362)	(159)	(180)	(701)
Carrying Amount	<u>\$315,391</u>	<u>\$240</u>	<u>\$-</u>	<u>\$315,631</u>

- 2) Information on the changes in the allowances for notes receivable and accounts receivable of the Group for 2021 and 2020 is as:

	Notes receivable	Accounts receivable
2021.01.01	\$-	\$701
Increase (reversal) in the period	-	(84)
2021.12.31	<u>\$-</u>	<u>\$617</u>
2020.01.01	\$-	\$701
Increase in the period	-	-

2020.12.31	\$-	\$701
q. Lease		

1) The Group is the lessee

The Group leases real property (building and construction), and the term of the lease for each contract is between 3 years to 20 years. Some of the contracts have stipulated that without the lessor's consent, a lessee may not lease out, sublease, dispose of right, or grant all or part of the leased object's use to others using other methods, or to give the right of the lease to others.

The following is a description of the leases' impacts on the Group's financial position, financial performance, and cash flow:

a) Amount recognized in the balance sheet

i. Right-of-use assets

	Building and construction
Cost:	
2021.01.01	\$3,557,999
Acquisition	693,612
Disposal	(107,278)
Transfer	-
2021.12.31	\$4,144,333
2020.01.01	\$2,870,472
Acquisition	755,882
Disposal	(68,355)
Transfer	-
2020.12.31	\$3,557,999

	Building and construction
Depreciation and impairment:	
2021.01.01	\$1,070,461
Depreciation	324,697
Impairment loss	-
Disposal	(19,626)
Transfer	-
2021.12.31	<u>\$1,375,532</u>
2020.01.01	\$836,664
Depreciation	283,570
Impairment loss	-
Disposal	(49,773)
Transfer	-
2020.12.31	<u>\$1,070,461</u>
Carrying amount:	
2021.12.31	<u>\$2,768,801</u>
2020.12.31	<u>\$2,487,538</u>

ii. Lease liabilities

	2021.12.31	2020.12.31
Lease liabilities	<u>\$2,871,175</u>	<u>\$2,569,522</u>
Current	<u>\$309,123</u>	<u>\$287,118</u>
Non-current	<u>\$2,562,052</u>	<u>\$2,282,404</u>

Please refer to Note 6(19)(3) Financing Costs for the Group's interest expense for lease liabilities in 2021 and 2020; and refer to Note 12(5) Liquidity Risk Management for the analysis on the expiration of lease liabilities as of December 31, 2021 and December 31, 2020.

b) Revenues and expenses related to the lessee and lease activities

	2021	2020
Short-term lease expense	\$(24,766)	\$(14,754)
Revenue from sublease of right-of-use assets	33,361	39,640

As of December 31, 2021, the Group's committed short-term lease composition is not similar to the category of the aforementioned lease target related to short-term lease expense, and related lease commitment has amounted to NT\$0.

c) Cash outflow related to the lessee and lease activities

The total cash outflow related to lease of the Group in 2021 and 2020 are NT\$357,815 thousand and NT\$302,423 thousand respectively.

2) The Group is the lessor

The Group classifies leases in which nearly all risks and rewards associated with the ownership of the target asset will not be transferred during the lease as operating leases.

	2021	2020
Lease revenue recognized from operating lease		
Fixed lease payment	\$33,361	\$39,640

In signing operating lease contracts, the Group has the following total amount of undiscounted lease payment as of December 31, 2021 and December 31, 2020 and for the remaining:

	2021	2020
Less than one year	\$30,980	\$34,182
More than 1 but no more than 2 years	25,388	30,073
More than 2 but no more than 3 years	20,108	38,149
More than 3 but no more than 4 years	19,789	19,457
More than 4 but no more than 5 years	17,040	18,816
More than 5 years	88,079	53,141
Total	\$201,384	\$193,818

- r. The following is a compilation of employee benefits, depreciation and amortization expense by function:

Function Characteristic	2021			2020		
	Operating costs	Operating expenses	Total	Operating costs	Operating expenses	Total
Employee benefit expenses						
Salary expenses	\$-	\$743,386	\$743,386	\$-	\$613,002	\$613,002
Labor and health insurance expenses	-	81,645	81,645	-	64,517	64,517
Pension expenses	-	39,432	39,432	-	33,718	33,718
Other employee benefit expenses	-	55,741	55,741	-	45,573	45,573
Depreciation expenses	6,300	489,192	495,492	-	419,805	419,805
Amortization expenses	-	3,523	3,523	-	7,177	7,177

The Company's Articles of Incorporation provide that if there is profit in the year, 3% to 10% of profit shall be allocated for employee compensation, and no more than 3 percent shall be allocated for remunerations of the Directors and Supervisors. But when the accumulated loss is present, the Company shall first retain the profit to make up for deficits. The aforementioned employee compensation appropriated in shares or dividends shall be approved by a Board of Directors meeting attended by two-thirds or more of all Directors, and by a majority vote of all attending Directors, and reported to the Shareholders' Meeting. Please see the Market Observation Post System (MOPS) from the Taiwan Stock Exchange (TWSE) for information on employee compensation and remunerations of the Directors and Supervisors, as approved by the Board of Directors.

The Company estimated the pay to employees and Directors/Supervisors by 3% and 0.89% respectively based on profitability conditions. Employee compensation and remunerations of the Directors and Supervisors recognized in 2021 were NT\$15,357 thousand and NT\$4,556 thousand respectively. Employee compensation and remunerations of the Directors and Supervisors recognized in 2020 were NT\$7,146 thousand and NT\$2,120 thousand respectively. The aforementioned amounts were recorded under compensation expenses. If the Board of Directors approves of appropriation of share-based employee bonus, the closing price on the date before the Board's resolution will be used as the basis of the share distribution. If difference is found between the estimate and the actual distributions after the Board's approval, the difference will be recorded as profit or loss in the subsequent year.



On February 25, 2022, the Company's Board approved of distribution of cash-based employee compensation and remunerations of the Directors and Supervisors for 2021 of NT\$15,357 thousand and NT\$4,556 thousand respectively. No material difference is found between the actual distributions and the expenses recognized on the 2021 financial statements.

The actual distribution of employee compensation and remunerations of the Directors for the year ended December 31, 2020 had no material difference from the expenses recognized in financial statements.

s. Non-operating income and expenses

1) Interest income

	2021	2020
Financial assets measured at amortized cost	\$737	\$578

2) Other income

	2021	2020
Rental revenue	\$33,361	\$39,640
Other income - others	18,236	10,476
Total	\$51,597	\$50,116

3) Other gains and losses

	2021	2020
Gains on lease modifications	\$2,598	\$1,477
Gains on disposal of property, plant and equipment	101	899
Gain (Loss) from foreign exchange, net	(1,856)	(1,693)
Other expenditures - other	(689)	(411)
Total	\$154	\$272

4) Financing costs

	2021	2020
Interest from bank loans	\$3,595	\$2,859
Interest expense from corporate bonds	195	2,272
Interest from lease liabilities	31,340	27,739
Total	<u>\$35,130</u>	<u>\$32,870</u>

t. Components of the other comprehensive income (loss)

Other comprehensive income for the year ended December 31, 2021 is as follows:

Items that will not be reclassified to profit or loss:	Arising in the current period	Reclassification and adjustment in the current period	Sum	Tax benefits (expenses)	After-tax amount
Remeasurement of defined benefit plans	<u>\$(2,428)</u>	<u>\$-</u>	<u>\$(2,428)</u>	<u>\$-</u>	<u>\$(2,428)</u>

Other comprehensive income for the year ended December 31, 2020 is as follows:

Items that will not be reclassified to profit or loss:	Arising in the current period	Reclassification and adjustment in the current period	Sum	Tax benefits (expenses)	After-tax amount
Remeasurement of defined benefit plans	<u>\$1,186</u>	<u>\$-</u>	<u>\$1,186</u>	<u>\$-</u>	<u>\$1,186</u>

u. Income tax

1) Major components of income tax expenses (gains) are as follows:

Income tax recognized in profit or loss

	2021	2020
Current tax expenses:		
Current tax payable	\$105,871	\$54,892
Adjustments in respect of current income tax of prior periods	124	166
Deferred tax expenses (gains):		
Deferred tax expenses related to initial recognition of temporary difference and its reversal	(4,086)	(4,315)
Income tax expenses	<u>\$101,909</u>	<u>\$50,743</u>

Income tax recognized in other comprehensive income

	2021	2020
Deferred tax expenses (gains):		
Remeasurement of defined benefit plans	<u>\$-</u>	<u>\$-</u>

- 2) Adjustments of amount of income tax expense and accounting profit multiplied by applicable tax rate as follows:

	2021	2020
Profit before tax for continuing operations	<u>\$509,670</u>	<u>\$243,410</u>
Tax calculated at the domestic tax rate applicable to the income in relevant country	\$102,013	\$48,682
Tax effects of tax-exempt income	-	(8)
Tax effects of non-deductible expenses	(1,202)	1,903
Effects on income tax from deferred tax assets/liabilities	974	-
Adjustments in respect of current income tax of prior periods	<u>124</u>	<u>166</u>
Tax expense (benefits) recognized in profit or loss	<u>\$101,909</u>	<u>\$50,743</u>

3) Deferred income tax asset (liabilities) balances related to the following items:

2021

	Beginning balance	Recognized in profit or loss	Recognized in other comprehensive income (loss)	Directly recognized in equity	Ending balance
Temporary differences					
Allowance for inventory valuation and obsolescence loss	\$279	\$969	\$-	\$-	\$1,248
Exchange loss (gain)	658	266	-	-	924
Deferred revenue	1,520	735	-	-	2,255
Unrealized profit on sales	5,285	1,652	-	-	6,937
Sales return	-	464	-	-	464
Deferred tax expense/gain		<u>\$4,086</u>	<u>\$-</u>	<u>\$-</u>	
Deferred net tax asset (liabilities)	<u>\$7,742</u>				<u>\$11,828</u>

Information stated on balance sheet  
is as follows:

Deferred tax assets	<u>\$7,742</u>	<u>\$11,828</u>
Deferred income tax liabilities	<u>\$-</u>	<u>\$-</u>

2020

	Beginning balance	Recognized in profit or loss	Recognized in other comprehensive income (loss)	Directly recognized in equity	Ending balance
Temporary differences					
Allowance for inventory valuation and obsolescence loss	\$179	\$100	\$-	\$-	\$279
Exchange loss (gain)	358	300	-	-	658
Deferred revenue	1,316	204	-	-	1,520
Unrealized profit on sales	1,574	3,711	-	-	5,285
Deferred tax expense/gain		<u>\$4,315</u>	<u>\$-</u>	<u>\$-</u>	
Deferred net tax asset (liabilities)	<u>\$3,427</u>				<u>\$7,742</u>

Information stated on balance sheet  
is as follows:

Deferred tax assets	<u>\$3,427</u>	<u>\$7,742</u>
Deferred income tax liabilities	<u>\$-</u>	<u>\$-</u>

#### 4) Unrecognized deferred tax assets

As of December 31, 2021 and December 31, 2020, the Group's unrecognized deferred tax assets were NT\$2,133 thousand and NT\$1,159 thousand respectively.

#### 5) Filing and review of income tax

As of December 31, 2021, the Company's income tax filing and review conditions are as follows:

	Filing and review of income tax
The Company	Reviewed to 2019
Subsidiary - Ivy Biotechnology Co., Ltd.	Reviewed to 2019
Subsidiary - Bai-Lin Logistics Co., Ltd.	Reviewed to 2018
Subsidiary - Da Yu Property Management Co., Ltd.	Reviewed to 2019

#### v. Earnings per Share

The calculation of the basic earnings per share (Basic EPS) is calculated by dividing the net profit attributable to holders of ordinary shares of the parent company for the current year by the weighted-average number of ordinary shares outstanding in the current year.

Diluted earnings per share (Diluted EPS) is calculated by dividing the net profit attributable to holders of ordinary shares of the Company (after adjusting for the dilution effect) by the weighted-average number of ordinary shares outstanding in the current year plus all weighted-average number of ordinary shares to be issued when the potential ordinary shares with dilutive effect are converted into ordinary shares.

##### 1) Basic EPS

	2021	2020
Net profit attributable to holders of the parent company's ordinary shares	\$407,418	\$194,311
Weighted-average number of ordinary shares of basic earnings per share (in 1,000 shares)	69,901	67,530
Basic ESP (NT\$)	\$5.83	\$2.88

## 2) Diluted EPS

	2021	2020
Net profit attributable to holders of the parent company's ordinary shares	\$407,418	\$194,311
Redemption gain or loss from issuance of domestic convertible bonds	-	-
Interest from convertible bonds	174	2,092
Net profit attributable to holders of the parent company's ordinary shares after dilutive effect	<u>\$407,592</u>	<u>\$196,403</u>
Weighted-average number of ordinary shares of basic earnings per share (in 1,000 shares)	69,901	67,530
Dilutive effect:		
Employee bonus - shares (in 1,000 shares)	82	86
Employee stock options (in 1,000 shares)	2,862	458
Convertible bonds (in 1,000 shares)	192	1,971
Weighted-average number of ordinary shares after adjustments for dilutive effects (in 1,000 shares)	<u>73,037</u>	<u>70,045</u>
Diluted EPS (NT\$)	<u>\$5.58</u>	<u>\$2.80</u>

There were no significant changes to other transactions in the circulation of outstanding ordinary shares or potential issuance of ordinary shares after the reporting period until the financial statements have been approved and announced.

## 7. Related Party Transactions

Bonuses for the Group's key managerial officers

	2021	2020
Short-term employee benefits	\$18,075	\$17,125
Retirement benefits	666	886
Share-based payment	895	310
Total	<u>\$19,636</u>	<u>\$18,321</u>

## 8. Assets Pledged

The Company has pledged the following assets as collateral:

Item	Carrying Amount		Content of the secured liabilities
	2021.12.31	2020.12.31	
Financial assets measured at amortized cost - current	\$24,000	\$24,000	Credit card guarantee
Financial assets measured at amortized cost - non-current	3,000	3,000	Purchase contract guarantee
Total	<u>\$27,000</u>	<u>\$27,000</u>	

## 9. Significant Contingent Liabilities and Unrecognized Contracts

None.

## 10. Contingent Disaster Loss

None.

## 11. Significant Post-reporting Period Matters

None.

## 12. Others

### a. Categories of financial instruments

#### Financial assets

	2021.12.31	2020.12.31
Financial assets at amortized cost:		
Cash and cash equivalents	\$1,308,469	\$835,802
Financial assets measured at amortized cost	27,000	27,000
Notes receivable, net	2,144	4,517
Accounts receivable, net	468,728	311,114
Other receivables	44,412	71,025
Total	<u>\$1,850,753</u>	<u>\$1,249,458</u>

## Financial liabilities

	2021.12.31	2020.12.31
Financial liabilities at amortized cost:		
Short-term loans	\$370,000	\$370,000
Accounts payable	2,017,657	1,398,753
Bonds payable (including those maturing within 12 months)	-	40,583
Lease liabilities	2,871,175	2,569,522
Total	<u>\$5,258,832</u>	<u>\$4,378,858</u>

### b. Objective and policy of financial risk management

The objective of the Group's financial risk management is to manage the market risk, credit risk, and liquidity risk related to operating activities. The Group conducts the identification, valuation, and management of the aforementioned risks based on the Group's policy and risk appetite.

The Group has set up appropriate policies, procedures, and internal control in regards to the aforementioned financial risk management based on relevant standards. Material financing activities need to be reviewed by the Board of Directors in regards to relevant standards and internal control system. During implementations of financial management activities, the Group shall strictly abide by the regulations for financial risk management that have been set up.

### c. Market risk

The Group's market risk is the risk of changes in fair value or cash flow from financial instruments due to market price changes. Market risk mostly includes exchange rate risk, interest rate risk, and other pricing risks (e.g. equity instruments).

In practice, very few risk variables are single-occurring, and the change in each risk variable is usually correlated. Nevertheless, the sensitivity analysis on the following risks does not take the interactions between various risk variables into consideration.

## Exchange rate risk

The Group's operating activities are mostly transactions using the functional currency; therefore, exchange rate risk should not arise.



### Interest rate risk

Interest rate risk is the risk of changes in fair value or future cash flow from financial instruments due to changes in market interest rate. The Group's interest rate risk mostly includes variable rate investments classified as variable rate debt instrument investments.

Sensitivity analysis for interest rate risk mostly targets interest rate exposure items after the reporting period and includes variable rate investments. It adopts the assumption that in a given accounting period, when the interest increases or decreases by 0.1%, the Group's 2021 and 2020 income will increase by NT\$1,308 thousand and decrease by NT\$837 thousand respectively.

### Equity price risk

As of December 31, 2021 and December 31, 2020, the Group does not hold equity securities measured by fair value. Therefore, equity price risk does not exist.

#### d. Credit risk management

Credit risk refers to the risk that the counterparty is unable to fulfill contractual obligations and leads to financial loss. The Group's credit risk mostly comes from operating activities (mostly from accounts receivable and notes) and financing activities (mostly bank deposits and various financial instruments).

Each business unit of the Group follows credit risk policy, procedure, and controls in managing credit risks. The credit risk valuation of all trading counterparties comprehensively measures factors including the counterparties' financial status, credit rating, past transaction experiences, current economic environment, and the Group's internal valuations. The Group also adopts certain credit enhancement tools (e.g. prepaid sales and insurance) on a timely basis to reduce the credit risk from certain customers.

As of December 31, 2021 and December 31, 2020, the Group has not had concentration of credit risk on individual customers, so credit risk should be moderate.

The Group's finance department manages credit risk by managing bank deposits and other financial instruments in accordance with Group policy. As the Group's transaction counterparties are determined by internal control procedures and are banks with good credit and investment-grade financial institutions, the Group is not subjected to material credit risk.

The Group has adopted IFRS 9 in the valuation of expected credit loss. Receivables are measured as loss allowance for lifetime expected credit losses. As for the rest of the debt instrument investments that are not measured at fair value through profit and loss, the initial acquisition price is based on those with low credit risk, and is evaluated on each balance sheet date to determine whether there has been significant increase in credit risk since initial recognition to determine the method of allowance for loss and its rate of loss.

Additionally, when evaluating financial assets that cannot be reasonably recovered, the Group will write-off the assets (for instance, if the issuer or the debtor experiences material financial difficulty or has become bankrupt).

e. Liquidity risk management

The Group maintains financial flexibility through contracts including cash and cash equivalents, convertible bonds, and leases. The following table summarizes the maturity of the payments contained in the contracts of the Group's financial liabilities. It is compiled based on the date on which the earliest possible repayment is required using its undiscounted cash flow. The amounts listed also include contracted interest. For interest cash flow paid using variable rate, its undiscounted interest is obtained through the yield curve at the end of the reporting period.

Non-derivative financial liabilities

	Less than 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	5 years or above	Total
<u>2021.12.31</u>							
Short-term loans	\$370,457	\$-	\$-	\$-	\$-	\$-	\$370,457
Accounts payable	2,017,657	-	-	-	-	-	2,017,657
Lease liabilities	365,160	358,775	343,508	329,362	311,199	1,408,694	3,116,698
<u>2020.12.31</u>							
Short-term loans	\$370,130	\$-	\$-	\$-	\$-	\$-	\$370,130
Accounts payable	1,398,753	-	-	-	-	-	1,398,753
Bonds payable	41,310	-	-	-	-	-	41,310
Lease liabilities	310,883	303,810	296,788	280,159	265,105	1,177,388	2,634,133

f. Adjustments of liabilities from financing activities

Information on adjustments of liabilities in 2021:

	Short-term loans	Guarantee deposits	Lease liabilities	Bonds payable	Total liabilities from financing activities
2021.01.01	\$370,000	\$40,189	\$2,569,522	\$40,583	\$3,020,294
Cash flow	-	15,816	(333,049)	(2,000)	(319,233)
Non-cash changes					
Changes in scope of lease for the period	-	-	603,362	-	603,362
Corporate bonds conversion	-	-	-	(38,778)	(38,778)
Interest expenses	-	-	31,340	195	31,535
2021.12.31	<u>\$370,000</u>	<u>\$56,005</u>	<u>\$2,871,175</u>	<u>\$-</u>	<u>\$3,297,180</u>

Information on adjustments of liabilities in 2020:

	Short-term loans	Guarantee deposits	Lease liabilities	Bonds payable	Total liabilities from financing activities
2020.01.01	\$-	\$26,015	\$2,093,629	\$183,701	\$2,303,345
Cash flow	370,000	14,174	(287,669)	-	96,505
Non-cash changes					
Changes in scope of lease for the period	-	-	735,823	-	735,823
Corporate bonds conversion	-	-	-	(145,390)	(145,390)
Interest expenses	-	-	27,739	2,272	30,011
2020.12.31	<u>\$370,000</u>	<u>\$40,189</u>	<u>\$2,569,522</u>	<u>\$40,583</u>	<u>\$3,020,294</u>

g. Fair value of financial instruments

1) Valuation technique and assumptions used in measuring fair value

Fair value refers to the price required or transferred to an asset in an orderly transaction between market participants on a measurement date. The Group's method and assumptions in valuating or disclosing the fair value of financial assets and financial liabilities are as follows:

- a) The carrying amount of the cash and cash equivalents, account receivables, account payables and other current liabilities is a reasonable approximation of the fair value, mainly because the period of maturity of such instruments is short.
- b) The fair value of financial assets and financial liabilities that are traded in active market and have standard terms and conditions are determined by reference to market quotations (e.g., listed and traded stocks and bonds).
- c) For equity instruments without active market (e.g. private placement of shares in listed cabinets, shares of publicly issued companies without active markets, and shares of undisclosed companies), fair value is estimated at market value, which is the price generated by market transactions of the same or comparable equity instruments and other relevant information (e.g. lack of liquidity discount factor, similar price-to-earnings (P/E) ratio, similar price per book value or more).
- d) For debt instrument investments without active market, bank loans, bonds payable and other non-current liabilities without quotation from active market, the fair value is determined by the counterparty quotation or valuation technique, and the valuation technique is determined based on the cash flow discount analysis. Assumptions such as interest rate and discount rate are mainly based on information related to similar instruments (e.g. information such as yield curve at the Taipei Exchange, average quotation of Reuters commercial paper rate, and credit risk and more).

## 2) Fair value of financial instruments measured at amortized cost

Except for the following, the carrying amount of the Group's financial assets and financial liabilities measured at amortized cost is a close approximation of their fair value.

		Carrying amount	
		2021.12.31	2020.12.31
Financial liabilities:			
Bonds payable		\$-	\$40,583
		Fair value	
		2021.12.31	2020.12.31
Financial liabilities:			
Bonds payable		\$-	\$40,761

### 3) Fair value ranked information of financial instruments

Please see Note 12(8) for fair value ranked information of financial instruments.

#### h. Derivatives

Information on the Group's holding of derivative financial instruments that do not meet the hedge accounting and have not yet expired is as follows:

##### Embedded derivatives

The Group has identified embedded derivatives from the issuance of convertible bonds. These have been separated from the host contract and are treated through measurement at fair value at profit or loss. Please see Note 6 for information on contracts for these transactions.

#### i. Ranking of fair value

##### 1) Definition of fair value ranking

All assets and liabilities measured or disclosed at fair value are classified at their fair value rank based on the lowest rank of input that is material to the overall fair value. Input value of each rank is as follows:

Rank 1: quotation (unadjusted) of the same asset or liability from an active market can be obtained on the measurement date.

Rank 2: Input value can be directly or indirectly observed for an asset or liability, except for the quotations at rank 1.

Rank 3: unobservable input value for assets and liabilities.

For assets and liabilities that are recognized in the financial statements on a repetitive basis, revaluation of their respective classification shall be required at the end of each reporting period to determine whether there has been a transfer between ranks of fair value.

2) Information on measurement of fair value ranks

Group does not have assets measured by repetitive or non-repetitive fair value.

3) Ranked information not measured at fair value but fair value disclosure is required

December 31, 2021: None.

As of December 31, 2020:

	Rank 1	Rank 2	Rank 3	Total
Liabilities in which only fair value is disclosed:				
Bonds payable (Please refer to Note 6(11))	\$-	\$-	\$40,761	\$40,761

j. Information on financial assets and financial liabilities in foreign currency with material effect: Not applicable.

k. Capital management

The most important objective of the Group's capital management is to ensure that a healthy credit rating and positive capital ratio can be preserved to support the maximization of business management and shareholders' rights. The Group manages and adjusts capital structure based on economic conditions. We may achieve the objective of preserving and adjusting capital structure through adjusting dividend payment or issuance of new shares.

**13. Notes on Disclosures**

a. Information on Significant Transactions

1) The Company's capital financing for others: None.

2) The Company's endorsement/guarantee for others: None.

3) Marketable securities held at the end of the period (excluding investments in subsidiaries, affiliates, and interests in joint ventures): None.

- 4) The Company's cumulative buy or sell of individual marketable security of at least NT\$300 million or 20% of the paid-in capital for the period: 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) Purchases from and sales to related parties amounting to at least NT\$100 million or exceeding 20% of paid-in capital: Please see Table 1.
- 8) Receivables from related parties amounting to at least NT\$100 million or exceeding 20% of paid-in capital: Please see Table 2.
- 9) Derivatives transactions: None.
- 10) Information on business relations and material transactions between the parent company and subsidiaries and inter-subsidiaries: Please refer to Table 6.

b. Information on Reinvestments

- 1) Disclosure of investee information when the Company has material influence or control over the investee company (excluding investments in Mainland China): Please see Table 3.
- 2) Disclosure of Investee Information in Note 13.1 When the Company Has Control over the Investee Company:
  - a) Capital financing for others: None.
  - b) Endorsement/guarantee for others: None.
  - c) Marketable securities held at the end of the period (excluding investments in subsidiaries, affiliates, and interests in joint ventures): None.
  - d) Cumulative buy or sell of individual marketable security of at least NT\$300 million or 20% of the paid-in capital for the period: None.
  - e) Acquisition of individual real estate properties at costs of at least NT\$300 million or 20% of the paid-in capital: None.

- f) Disposal of individual real estate properties at prices of at least NT\$300 million or 20% of the paid-in capital: None.
- g) Purchases from and sales to related parties amounting to at least NT\$100 million or exceeding 20% of paid-in capital: Please see Table 4.
- h) Receivables from related parties amounting to at least NT\$100 million or exceeding 20% of the paid-in capital: Please see Table 5.
- i) Derivatives transactions: None.
- c. Information on investments in Mainland China: None.
- d. Information on Substantial Shareholders

Shares Name of substantial shareholder	Number of shares held	Shareholding ratio
Jun Wei Investment Co., Ltd.	9,517,904	13.46 %
Zhen Han Investment Co., Ltd.	7,864,172	11.12 %
Hao Cheng Investments Co., Ltd.	5,487,443	7.76 %

#### 14. Departmental Information

- a. Revenues from the Group mostly come from sales of various medicine, health foods, maternity and infant products, and cosmetics. The Group's operational decision-makers will review the overall operating results to establish decisions regarding Company resources and to evaluate overall performance. Hence, it is a single business unit, and adopts the same fundamental compilations and preparations as the compilation and explanations of material accounting policies summarized in Note 4.
- b. Regional information
- 1) Revenue from external customers (Note):

	2021	2020
Taiwan	\$11,256,882	\$8,598,123
China	24,060	43,271
Total	<u>\$11,280,942</u>	<u>\$8,641,394</u>

Note: revenue is classified based on the country of the customer.



2) Non-current assets:

	2021	2020
Taiwan	<u>\$3,636,180</u>	<u>\$3,252,262</u>

3) Information on substantial customers

The Group does not have any single customer whose sales revenue accounts for 10% or more of the Group's consolidated operating net revenue.

**Table 1**

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**  
**Purchases from and Sales to Related Parties Amounting to at least NT\$100 Million or Exceeding 20% of Paid-in Capital**  
**For Year Ended December 31, 2021**  
Unit: in NT\$1,000

Sales/purchase company	Name of counterparty	Relations	Transaction conditions				Terms that are different from the average transactions		Balance	Ratio of total accounts and notes receivable (payable)	Remark
			Purchases (sales)	Amount	The ratio of total purchase (sales)	Credit period	Unit price	Credit period			
Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	Subsidiary	Sales	\$3,139,710	27.73%	Offset of debts and claims	No other customers for comparison	Non-related parties: 60-120 days credit	Accounts receivable \$381,782	47.48%	Note
Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	Subsidiary	Purchases	\$438,262	4.98%	Credit 30 days	No other vendor for comparison	Non-affiliate: 60-90 days credit	Notes payable \$134,581	19.46%	Note
									Accounts payable \$50,802	4.45%	Note

Note: It has already been charged-off during writing of the Consolidated Financial Statements.

**Table 2**

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**  
**Receivables from Related Parties Amounting to at least NT\$100 Million or Exceeding 20% of Paid-in Capital**  
**As of December 31, 2021**  
Unit: in NT\$1,000

Company name	Name of counterparty	Relations	Balance of accounts receivable from related party	Turnover rate	Overdue accounts receivable from related party		Amount Collected Subsequent to the Balance Sheet Date	Allowance for doubtful accounts
					Amount	Treatment		
Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	Subsidiary	<u>\$381,782</u> (Note)	<u>9.61</u>	<u>\$-</u>	-	<u>\$57,901</u>	<u>\$-</u>

Note: It has already been charged-off during writing of the Consolidated Financial Statements.

**Table 3****Great Tree Pharmacy Co., Ltd. and Subsidiaries****Disclosure of Investee Information When the Company Has Material Influence or Control over the Investee Company (Excluding Investments in Mainland China)****December 31, 2021**

Unit: in NT\$1,000

Name of investing company	Investee	Location	Major operations	Ending balance for this period	Year-end in previous year	Ending balance			Profit (Loss) of Investee for the Period	Investment income (loss) recognized by the Company for the period	Remark
						Shareholding	Ratio (%)	Carrying Amount			
Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	No. 145, Chengzhang 4th Street, Zhongli District, Taoyuan City	Wholesale and retail business of foods and assorted goods, daily supplies, cleaning products, assorted drugs, health supplements, maternity and infant products, and cosmetics	\$40,612	\$40,612	5,900,000shares	100.00%	\$115,035	\$65,943	\$57,292	Note 2
Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	No. 1, Gaobian Road, Neiding Li, Zhongli District, Taoyuan City.	Wholesale and retail business, and packaging and warehousing services of foods and assorted goods, beverages, daily supplies, cleaning products and cosmetics	\$2,000	\$2,000	200,000 shares	100.00%	\$6,661	\$4,001	\$4,001	Note 2
Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	No. 143, Chengzhang 4th Street, Zhongli District, Taoyuan City	Retail business of animal medication, aquarium fish, and retail and wholesale business of pet food and supply	\$30,000	\$-	3,000,000 shares	100.00%	\$24,107	\$(5,893)	\$(5,893)	Note 2
Ivy Biotechnology Co., Ltd.	Da Yu Property Management Co., Ltd.	No. 143, Chengzhang 4th Street, Zhongli District, Taoyuan City.	Management consultancy, housing and commercial building development, lease and sales, development of special zones, real estate sales and lease, and development, lease, and sales of factory buildings	\$36,000	\$36,000	3,600,000 shares	60.00%	\$30,939	\$858	\$514	Note 2

Note 1: Includes income from investment recognized using equity method for the period of NT\$65,943 thousand, write-off for lease transaction with related party NT\$395 thousand, realized gain on upstream transactions in the previous period of NT\$26,426 thousand, and unrealized gain on upstream transactions for the period of NT\$34,682 thousand.

Note 2: It has already been charged off during writing of the Consolidated Financial Statements.

**Table 4****Great Tree Pharmacy Co., Ltd. and Subsidiaries****Purchases from and Sales to Related Parties Amounting to at least NT\$100 Million or Exceeding 20% of Paid-in Capital****For Year Ended December 31, 2021**

Unit: in NT\$1,000

Sales/purchase company	Counterparty	Relations	Transaction conditions				Terms that are different from the average transactions				Remark
			Purchases (sales)	Amount	The ratio of total purchase (sales)	Credit period	Unit price	Credit period	Balance	Ratio of total accounts and notes receivable (payable)	
Ivy Biotechnology Co., Ltd.	Great Tree Pharmacy Co., Ltd.	Parent company	Sales	\$438,262	99.63%	Credit 30 days	No other customers for comparison	Non-affiliate: 30~60 days credit	Notes receivable \$134,581 Accounts receivable \$50,802	100.00%  99.62%	Note  Note
Bai-Lin Logistics Co., Ltd.	Great Tree Pharmacy Co., Ltd.	Parent company	Purchases	\$3,139,710	100.00%	Offset of debts and claims	No other supplier available for comparison	No other supplier available for comparison	Accounts payable \$381,782	100.00%	Note

Note: It has already been charged-off during writing of the Consolidated Financial Statements.

**Table 5**

**Great Tree Pharmacy Co., Ltd. and Subsidiaries**  
**Receivables from Related Parties Amounting to at least NT\$100 Million or Exceeding 20% of Paid-in Capital**  
**December 31, 2021**  
Unit: in NT\$1,000

Company name	Name of counterparty	Relations	Balance of accounts receivable from related party	Turnover rate	Overdue accounts receivable from related party		Amount Collected Subsequent to the Balance Sheet Date	Allowance for doubtful accounts
					Amount	Treatment		
Ivy Biotechnology Co., Ltd.	Great Tree Pharmacy Co., Ltd.	Parent company	<u>\$185,383</u> (Note)	<u>2.34</u>	<u>\$-</u>	-	<u>\$47,817</u>	<u>\$-</u>

Note: It has already been charged-off during writing of the Consolidated Financial Statements.

**Table 6****Great Tree Pharmacy Co., Ltd. and Subsidiaries****Business Relationships and Significant Intercompany Transactions**

Unit: in NT\$1,000

Code (Note 1)	Name of counterparty	Transaction counterparty	Relationship with counterparty (Note 2)	Transaction status			
				Item	Amount	Transaction conditions	Ratio on consolidated total revenue or asset (Note 3)
	<u>2021.01.01~2021.12.31</u>						
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Purchases	438,262	Credit 30 days	3.88%
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Rental revenue	7,198	Credit 30 days	0.06%
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Accounts receivable	34	-	-
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Other receivables	27,176	-	0.37%
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Notes payable	134,581	-	1.82%
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Accounts payable	50,802	-	0.69%
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Other payables	118	-	-
0	Great Tree Pharmacy Co., Ltd.	Ivy Biotechnology Co., Ltd.	1	Guarantee deposits	240	-	-
0	Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	1	Sales	3,139,710	Offset of debts and claims	27.83%
0	Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	1	Shipping fee	12,470	Offset of debts and claims	0.11%
0	Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	1	Accounts receivable	381,782	-	5.17%
0	Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	1	Other payables	124	-	-
0	Great Tree Pharmacy Co., Ltd.	Bai-Lin Logistics Co., Ltd.	1	Dividends payable	5,000	-	0.07%
0	Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	1	Sales	71	Credit 30 days	-
0	Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	1	Rental revenue	952	Credit 30 days	0.01%
0	Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	1	Other income	798	Credit 30 days	0.01%
0	Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	1	Accounts receivable	48	-	-
0	Great Tree Pharmacy Co., Ltd.	Great Tree Pets Co., Ltd.	1	Other receivables	1,039	-	0.01%
0	Great Tree Pharmacy Co., Ltd.	Da Yu Property Management Co., Ltd.	1	Other receivables	1,885	-	0.03%

Note 1. The information on business dealings between the parent company and subsidiaries should be numbered in the "Code" column with the following coding method:

1. Parent company will be coded "0."
2. The subsidiaries are coded from "1" in the order presented in the table above.

Note 2. Relations with counterparty can be any one of the following three types:

1. Parent company to subsidiary.
2. Subsidiary to parent company.
3. Between subsidiaries.

Note 3. Regarding the percentage of the transaction amount to consolidated net revenue or total assets, it is computed based on the ending balance to consolidated total assets for balance sheet items; and based on the interim accumulated amount to consolidated net revenue for profit or loss items.

Note 4. Amounts in foreign currency will be converted to NTD by the exchange rate as of the balance sheet date.