

**ASSOCIATED INDUSTRIES CHINA, INC.  
AND SUBSIDIARIES**

**CONSOLIDATED FINANCIAL STATEMENTS**

**With Independent Auditors' Report  
for the Years Ended December 31, 2023 and 2022**

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The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

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## Representation Letter

The entities that are required to be included in the combined financial statements of Associated Industries China, Inc. as of and for the year ended December 31, 2023 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with 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, Associated Industries China, Inc. and Subsidiaries do not prepare a separate set of combined financial statements.

Company name: Associated Industries China, Inc.  
Chairman: Hua Chung Pi  
Date: March 11, 2024



安侯建業聯合會計師事務所

KPMG

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## Independent Auditors' Report

To the Board of Directors of Associated Industries China, Inc.:

### Opinion

We have audited the consolidated financial statements of Associated Industries China, Inc. and its subsidiaries (“the Group”), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the report of other auditors (please refer to Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 of our opinion.

### Other Matter

We did not audit the financial statements of Taiwan Biophotonic Corporation (tBPC), a subsidiary of the Group. Those statements were audited by other auditors, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for tBPC, is based solely on the report of other auditors. The financial statements of tBPC reflect the total assets, constituting 8.31% and 11.89% of the consolidated total assets as of December 31, 2023 and 2022, respectively; the total operating revenues for the periods from January 1 to December 31, 2023 and from April 1 to December 31, 2022, constituting 0.44% and 1.22% of the consolidated total operating revenues, for the years ended December 31, 2023 and 2022, respectively; and the related shares of profit of associates and joint ventures, accounted for using the equity method, constituted 11.68% of the consolidated total loss before tax for the year ended December 31, 2022.

Associated Industries China, Inc. has additionally prepared its parent-company-only financial statements as of and for the years ended December 31, 2023 and 2022, on which we have issued unmodified opinions with other matters paragraph.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report as follows:

### **Inventory valuation**

Please refer to Note 4(h) Inventories and Note 5 of the consolidated financial statements for inventory valuation and uncertainties of inventory valuation, respectively. Detailed information regarding the inventory is presented in Note 6(d) of the consolidated financial statements.

Description of key audit matters:

As inventories are measured at the lower of cost or net realizable value. The major business activities of the Group are the research, development and sale of LCD monitors, medical equipment and related components. The inventories are exposed to the risk of valuate loss and obsolescence due to the market vulnerability. Therefore, the inventory valuation is one of the important assessment items to perform our audits.

Audit Procedures:

Our principal audit procedures include: examining whether the inventory valuation policy and accounting policy applied by the Group are reasonable and in compliance with the accounting standards; inspecting the inventory aging report; analyzing the changes of inventory aging for each period; and testing the relevant amount of calculation for the lower of cost or net realizable value.

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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Au, Yiu-Kwan and Kuo, Kuan-Ying.

KPMG

Taipei, Taiwan (Republic of China)

March 11, 2024

#### **Notes to Readers**

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

The independent auditors' audit report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES****Consolidated Balance Sheets****December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollars)**

Assets		December 31, 2023		December 31, 2022		Liabilities		December 31, 2023		December 31, 2022	
		Amount	%	Amount	%			Amount	%	Amount	%
<b>Current assets:</b>						<b>Current liabilities:</b>					
1100	Cash and cash equivalents (note 6(a))	\$ 112,673	16	101,579	13	2100	Short-term borrowings (notes 6(l) and 7)	\$ 191,685	27	241,358	32
1170	Notes and accounts receivable, net (note 6(c))	43,204	6	59,034	8	2120	Current financial liabilities at fair value through profit or loss (note 6(b))	-	-	2,842	-
1200	Other receivables	442	-	377	-	2130	Current contract liabilities (note 6(v))	4,391	1	3,281	-
1300	Inventories, net (note 6(d))	211,461	30	229,022	30	2170	Notes and accounts payable	63,656	9	14,856	2
1410	Prepayments	31,226	4	33,780	4	2200	Other payables (Note 7)	34,481	5	33,941	4
1470	Other current assets	<u>1,572</u>	<u>-</u>	<u>2,851</u>	<u>-</u>	2250	Current provisions (note 6(m))	3,787	-	3,380	-
		<u>400,578</u>	<u>56</u>	<u>426,643</u>	<u>55</u>	2280	Current lease liabilities (note 6(n))	4,025	-	9,549	1
						2300	Other current liabilities	6,348	1	5,933	1
<b>Non-current assets:</b>						2530	Bonds payable, current portion (note 6(o))	-	-	<u>17,099</u>	<u>2</u>
1600	Property, plant and equipment (notes 6(h) and 8)	123,023	17	131,950	17			<u>308,373</u>	<u>43</u>	<u>332,239</u>	<u>42</u>
1755	Right-of-use assets (note 6(i))	6,206	1	15,328	2	<b>Non-current liabilities:</b>					
1760	Investment property, net (notes 6(j) and 8)	158,918	22	160,101	21	2580	Non-current lease liabilities (note 6(n))	2,645	-	6,642	1
1780	Intangible assets (notes 6(k) and 8)	25,185	3	29,338	4	2600	Other non-current liabilities	<u>906</u>	<u>-</u>	<u>891</u>	<u>-</u>
1900	Other non-current assets (note 8)	<u>6,613</u>	<u>1</u>	<u>7,593</u>	<u>1</u>			<u>3,551</u>	<u>-</u>	<u>7,533</u>	<u>1</u>
		<u>319,945</u>	<u>44</u>	<u>344,310</u>	<u>45</u>		<b>Total liabilities</b>	<u>311,924</u>	<u>43</u>	<u>339,772</u>	<u>43</u>
							<b>Equity attributable to owners of parent: (note 6(s))</b>				
						3110	Common stock	<u>552,186</u>	<u>77</u>	<u>545,326</u>	<u>71</u>
						3200	Capital surplus	<u>30,302</u>	<u>4</u>	<u>29,328</u>	<u>4</u>
							Retained earnings:				
						3310	Legal reserve	52,704	7	52,704	7
						3320	Special reserve	79,510	11	79,510	10
						3350	Accumulated deficits	<u>(176,380)</u>	<u>(24)</u>	<u>(146,560)</u>	<u>(19)</u>
								<u>(44,166)</u>	<u>(6)</u>	<u>(14,346)</u>	<u>(2)</u>
						3400	Other equity interest	<u>(111,773)</u>	<u>(16)</u>	<u>(116,038)</u>	<u>(15)</u>
						3500	Treasury shares	<u>(24,831)</u>	<u>(3)</u>	<u>(24,831)</u>	<u>(3)</u>
							<b>Total equity attributable to owners of parent:</b>	<u>401,718</u>	<u>56</u>	<u>419,439</u>	<u>55</u>
						3600	Non-controlling interests	<u>6,881</u>	<u>1</u>	<u>11,742</u>	<u>2</u>
							<b>Total equity</b>	<u>408,599</u>	<u>57</u>	<u>431,181</u>	<u>57</u>
							<b>Total liabilities and equity</b>	<u>\$ 720,523</u>	<u>100</u>	<u>\$ 770,953</u>	<u>100</u>
	<b>Total assets</b>	<u>\$ 720,523</u>	<u>100</u>	<u>770,953</u>	<u>100</u>						

See accompanying notes to consolidated financial statements.



(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

## ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES

## Consolidated Statements of Comprehensive Income

For the years ended December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Common Share)

		2023		2022	
		Amount	%	Amount	%
4000	<b>Operating revenues, net (note 6(v)):</b>				
4110	Sales revenue	\$ 505,377	99	589,219	99
4310	Rental income (note 6(p))	5,210	1	5,203	1
		510,587	100	594,422	100
5000	<b>Operating costs (notes 6(d), 6(q) and 12)</b>	312,110	61	405,439	68
5950	<b>Gross profit from operations</b>	198,477	39	188,983	32
	<b>Operating expenses (notes 6(q) and 12):</b>				
6100	Selling expenses (note 6(n))	126,699	25	125,028	21
6200	Administrative expenses (notes 6(n) and 6(t))	76,087	15	74,097	12
6300	Research and development expenses	36,901	7	26,207	4
6450	Expected credit losses (Note 6(c))	82	-	21	-
		239,769	47	225,353	37
	<b>Net operating loss</b>	(41,292)	(8)	(36,370)	(5)
	<b>Non-operating income and expenses:</b>				
7100	Interest income	697	-	593	-
7190	Other income	464	-	461	-
7225	Gains on disposals of investments (note 6(e))	-	-	3,687	1
7230	Foreign exchange gains, net (note 6(x))	2,738	-	3,692	1
7235	(Losses) gains on financial assets at fair value through profit or loss	(1,890)	-	7,117	1
7510	Interest expense (notes 6(n) and 7)	(7,215)	(1)	(6,072)	(1)
7590	Other losses	(2,546)	(1)	-	-
7610	Loss on disposal of property, plant and equipment	(14)	-	-	-
7670	Impairment loss (notes 6(h) and 6(k))	(6,839)	(1)	-	-
7770	Share of losses of associates and joint ventures accounted for using the equity method (Note 6(e))	-	-	(3,557)	(1)
		(14,605)	(3)	5,921	1
7900	<b>Loss before tax</b>	(55,897)	(11)	(30,449)	(4)
7950	<b>Less: Income tax expenses (note 6(r))</b>	876	-	484	-
	<b>Net loss</b>	(56,773)	(11)	(30,933)	(4)
8300	<b>Other comprehensive income:</b>				
8360	<b>Items that may be reclassified subsequently to profit or loss:</b>				
8361	Exchange differences on translation of foreign financial statements	7,726	2	9,259	2
8300	<b>Other comprehensive income, net</b>	7,726	2	9,259	2
8500	<b>Total comprehensive loss</b>	\$ (49,047)	(9)	(21,674)	(2)
	<b>Total net income, attributable to:</b>				
8610	Loss, attributable to owners of parent	\$ (29,820)	(6)	(13,759)	(1)
8620	Loss, attributable to non-controlling interests (note 6(g))	(26,953)	(5)	(17,174)	(3)
		\$ (56,773)	(11)	(30,933)	(4)
	<b>Comprehensive loss attributable to:</b>				
8710	Comprehensive loss, attributable to owners of parent	\$ (22,094)	(4)	(4,500)	-
8720	Comprehensive loss, attributable to non-controlling interests (note 6(g))	(26,953)	(5)	(17,174)	(2)
		\$ (49,047)	(9)	(21,674)	(2)
	<b>Earnings per share (note 6(u))</b>				
9750	<b>Basic earnings (losses) per share (NT dollars)</b>	\$ (0.59)		(0.27)	
9850	<b>Diluted earnings (losses) per share (NT dollars)</b>	\$ (0.59)		(0.27)	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**

**Consolidated Statements of Changes in Equity**  
**For the years ended December 31, 2023 and 2022**  
**(Expressed in Thousands of New Taiwan Dollars)**

	Common stock	Capital surplus	Retained earnings			Exchange differences on translation of foreign financial statements	Other equity interest			Treasury shares	Total equity attributable to owners of parent	Non-controlling interests	Total equity
			Legal reserve	Special reserve	Accumulated deficits		Unrealized losses from financial assets measured at fair value through other comprehensive income	Unearned employee benefits	Total other equity interest				
<b>Balance at January 1, 2022</b>	\$ 546,246	29,249	52,704	79,510	(132,801)	(88,885)	(33,710)	(6,897)	(129,492)	(24,831)	420,585	-	420,585
Loss for the year ended December 31, 2022	-	-	-	-	(13,759)	-	-	-	-	-	(13,759)	(17,174)	(30,933)
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	9,259	-	-	9,259	-	9,259	-	9,259
Total comprehensive loss for the year ended December 31, 2022	-	-	-	-	(13,759)	9,259	-	-	9,259	-	(4,500)	(17,174)	(21,674)
Other changes in capital surplus:													
Share-based payment transactions	(920)	79	-	-	-	-	-	4,195	4,195	-	3,354	-	3,354
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	28,916	28,916
<b>Balance at December 31, 2022</b>	545,326	29,328	52,704	79,510	(146,560)	(79,626)	(33,710)	(2,702)	(116,038)	(24,831)	419,439	11,742	431,181
Loss for the year ended December 31, 2023	-	-	-	-	(29,820)	-	-	-	-	-	(29,820)	(26,953)	(56,773)
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	-	7,726	-	-	7,726	-	7,726	-	7,726
Total comprehensive loss for the year ended December 31, 2023	-	-	-	-	(29,820)	7,726	-	-	7,726	-	(22,094)	(26,953)	(49,047)
Other changes in capital surplus:													
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	372	-	-	-	-	-	-	-	-	372	-	372
Share-based payment transactions	6,860	602	-	-	-	-	-	(3,461)	(3,461)	-	4,001	-	4,001
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	22,092	22,092
<b>Balance at December 31, 2023</b>	\$ 552,186	30,302	52,704	79,510	(176,380)	(71,900)	(33,710)	(6,163)	(111,773)	(24,831)	401,718	6,881	408,599

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

## ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES

## Consolidated Statements of Cash Flows

For the years ended December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars)

	2023	2022
<b>Cash flows from (used in) operating activities:</b>		
Loss before tax	\$ (55,897)	(30,449)
<b>Adjustments:</b>		
<b>Adjustments to reconcile loss:</b>		
Depreciation expense	14,440	13,165
Amortization expense	7,231	5,284
Expected credit loss	82	21
Losses on financial assets or liabilities at fair value through profit or loss	1,890	-
Interest expense	7,215	6,072
Interest income	(697)	(593)
Share-based payments transactions cost	4,001	3,354
Share of loss of associates and joint ventures accounted for using the equity method	-	3,557
Loss on disposal of property, plant and equipment	14	-
Gain on disposal of investments	-	(3,687)
Impairment loss on non-financial assets	6,839	-
Others	2,905	-
<b>Total adjustments to reconcile loss</b>	<u>43,920</u>	<u>27,173</u>
<b>Changes in operating assets and liabilities:</b>		
Decrease in current financial liabilities at fair value through profit or loss	262	2,842
Decrease in notes and accounts receivable	15,748	4,426
(Increase) decrease in other receivables	(237)	96
Decrease in inventories	17,561	30,266
Decrease in prepayments	1,884	3,252
Decrease in other current assets	1,279	3,721
Dncrease (increase) in other operating assets	777	(282)
Increase in contract liabilities	1,110	3,021
Increase (decrease) in notes and accounts payable	48,800	(59,976)
Increase (decrease) in other payables	1,091	(9,474)
Increase in provisions	407	356
Increase in other current liabilities	415	1,021
<b>Total changes in operating assets and liabilities</b>	<u>89,097</u>	<u>(20,731)</u>
<b>Total adjustments</b>	<u>133,017</u>	<u>6,442</u>
Cash inflows (outflows) generated from operations	77,120	(24,007)
Interest received	697	1,062
Interest paid	(7,095)	(6,050)
Income taxes paid	(2,516)	(4,676)
<b>Net cash flows from (used in) operating activities</b>	<u>68,206</u>	<u>(33,671)</u>
<b>Cash flows from (used in) investing activities:</b>		
Acquisition of property, plant and equipment	(916)	(6,034)
Decrease (increase) in refundable deposits	262	(3,119)
Acquisition of intangible assets	(3,995)	(2,923)
(Increase) decrease in prepayments for equipment	(752)	4,000
<b>Net cash flows used in investing activities</b>	<u>(5,401)</u>	<u>(8,076)</u>
<b>Cash flows (used in) from financing activities:</b>		
(Decrease) increase in short-term borrowings	(49,673)	34,227
Increase in bonds payable	-	17,099
Increase in guarantee deposits received	15	-
Payment of lease liabilities	(9,746)	(8,471)
<b>Net cash flows (used in) from financing activities</b>	<u>(59,404)</u>	<u>42,855</u>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<u>7,693</u>	<u>9,105</u>
<b>Net increase in cash and cash equivalents</b>	11,094	10,213
<b>Cash and cash equivalents at beginning of period</b>	101,579	91,366
<b>Cash and cash equivalents at end of period</b>	<u>\$ 112,673</u>	<u>101,579</u>

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese.)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**

**Notes to the Consolidated Financial Statements**

**For the years ended December 31, 2023 and 2022**

**(Expressed in Thousands of New Taiwan Dollars, Unless Otherwise Specified)**

**(1) Company history**

Associated Industries China, Inc. (the “Company”) was incorporated in May 18, 1978 as a company limited by shares, and registered under the Ministry of Economic Affairs, in the Republic of China. The major business activities of the Company and its subsidiaries (together referred to as the “Group”) are (1) research, development and sale of LCD monitors, and related components, (2) sale of medical equipment, (3) real estate rental business and (4) research and development, manufacture and sale of medical equipment and health care products.

**(2) Approval date and procedures of the consolidated financial statements**

These consolidated financial statements were authorized for issuance by the Board of Directors on March 11, 2024.

**(3) New standards, amendments and interpretations adopted:**

- (a) The impact of the International Financial Reporting Standards (“IFRSs”) endorsed by the Financial Supervisory Commission, R.O.C. which have already been adopted.

The Group has initially adopted the following new amendments, which do not have a significant impact on its consolidated financial statements, from January 1, 2023:

- Amendments to IAS 1 “Disclosure of Accounting Policies”
- Amendments to IAS 8 “Definition of Accounting Estimates”
- Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”

The Group has initially adopted the following new amendment, which do not have a significant impact on its consolidated financial statements, from May 23, 2023:

- Amendments to IAS 12 “International Tax Reform—Pillar Two Model Rules”

- (b) The impact of IFRS endorsed by the FSC but not yet effective

The Group assesses that the adoption of the following new amendments, effective for annual period beginning on January 1, 2024, would not have a significant impact on its consolidated financial statements:

- Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”
- Amendments to IAS 1 “Non-current Liabilities with Covenants”
- Amendments to IAS 7 and IFRS 7 “Supplier Finance Arrangements”
- Amendments to IFRS 16 “Lease Liability in a Sale and Leaseback”

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- (c) The impact of IFRS issued by IASB but not yet endorsed by the FSC

The Group does not expect the following other new and amended standards, which have yet to be endorsed by the FSC, to have a significant impact on its consolidated financial statements:

- Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture”
- IFRS 17 “Insurance Contracts” and amendments to IFRS 17 “Insurance Contracts”
- Amendments to IAS21 “Lack of Exchangeability”

**(4) Summary of material accounting policies**

The material accounting policies presented in the consolidated financial statements are summarized as follows. Except for those specifically indicated, the following accounting policies were applied consistently throughout the presented periods in the consolidated financial statements.

- (a) Statement of compliance

These consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers (hereinafter referred to as “the Regulations” ) and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations endorsed and issued into effect by the Financial Supervisory Commission, R.O.C..

- (b) Basis of preparation

- (i) Basis of measurement

Except for financial assets at fair value through profit or loss is measured at fair value, the consolidated financial statements have been prepared on the historical cost basis.

- (ii) Functional and presentation currency

The functional currency of each Group entities is determined based on the primary economic environment in which the entities operate. The consolidated financial statements are presented in New Taiwan Dollar, which is the Company’s functional currency. All financial information presented in New Taiwan Dollar has been rounded to the nearest thousand.

- (c) Basis of consolidation

- (i) Principles of preparation of the consolidated financial statements

The consolidated financial statements comprise the Company and its subsidiaries. Subsidiaries are entities controlled by the Group. The Group ‘controls’ an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

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The financial statements of the subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Intragroup balances and transactions, and any unrealized income and expenses arising from intragroup transactions, are eliminated in preparing the consolidated financial statements. The Group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Accounting policies of the subsidiaries have been adjusted to ensure consistency with the policies adopted by the Group.

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received will be recognized directly in equity, and the Group will attribute it to the owners of the parent.

When the Group loses control over a subsidiary, it derecognizes the assets (including any goodwill) and liabilities of the subsidiary, and any related non-controlling interests and other components of equity. Any interest retained in the former subsidiary is measured at fair value when control is lost, with the resulting gain or loss being recognized in profit or loss. The Group recognizes as gain or loss in profit or loss the difference between (i) the fair value of the consideration received as well as any investment retained in the former subsidiary at its fair value at the date when control is lost ;and (ii) the assets (including any goodwill), liabilities of the subsidiary as well as any related non-controlling interests at their carrying amounts at the date when control is lost, as gain or loss in profit or loss. When the Group loses control of its subsidiary, it accounts for all amounts previously recognized in other comprehensive income in relation to that subsidiary on the same basis as would be required if it had directly disposed of the related assets or liabilities.

(ii) List of subsidiaries in the consolidated financial statements

List of subsidiaries in the consolidated financial statements:

Name of investor	Name of subsidiary	Principal activity	Shareholding		Note
			December 31, 2023	December 31, 2022	
The Company	AG Neovo International Ltd. (AG Neovo International)	Investment	100 %	100 %	
The Company	AG Neovo Technology B.V. (AG Neovo B.V)	Sale of LCD monitors	100 %	100 %	
The Company	AG Neovo Investment Co., Ltd. (AG Neovo Investment)	Investment	100 %	100 %	
The Company	Taiwan Biophotonic Co. (tBPC)	Research and development, manufacture and sale of medical equipment and health care products	56.98 %	34.72 %	(Notes 1, 2)

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Name of investor	Name of subsidiary	Principal activity	Shareholding		Note
			December 31, 2023	December 31, 2022	
AG Neovo Investment	AG Neovo Technology (Shanghai) Co., Ltd. (AG Neovo Shanghai)	Sale of LCD monitors	100 %	100 %	
AG Neovo International	AG Neovo Technology Corp. (AG Neovo USA)	Sale of LCD monitors and medical equipment	100 %	100 %	

Note 1: In April 2022, the Company increased its investment in the secured convertible bonds of tBPC. After considering the comprehensive shareholding ratio of potentially ordinary shares, and the fact that the Company simultaneously dominates tBPC's operating and financial activities, the Company assessed that it has substantial control over tBPC, and therefore, tBPC was included in subsidiaries in the consolidated financial statements since the date of acquisition of substantial control.

Note 2: In April, June, July and October of 2023, the Company exercised its right to convert the convertible bonds issued by tBPC, respectively, and obtained a total of 188,640 thousand shares, and as of December 31, 2023, the Company's shareholding ratio was 56.98%.

(d) Foreign currencies

(i) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Group entities at the exchange rates at the dates of the transactions. At the end of each subsequent reporting period, monetary items denominated in foreign currencies are translated into the functional currencies using the exchange rate at that date. Non-monetary items denominated in foreign currencies that are measured at fair value are translated into the functional currencies using the exchange rate at the date that the fair value was determined. Non-monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Exchange differences are generally recognized in profit or loss, except for those differences relating to the following, which are recognized in other comprehensive income:

- an investment in equity securities designated as at fair value through other comprehensive income;
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; or
- qualifying cash flow hedges to the extent that the hedges are effective.

(ii) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into the presentation currency at the average exchange rate. Exchange differences are recognized in other comprehensive income.

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When a foreign operation is disposed of such that control, significant influence, or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to noncontrolling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, Exchange differences arising from such a monetary item that are considered to form part of the net investment in the foreign operation are recognized in other comprehensive income.

(e) Classification of current and non-current assets and liabilities

An asset is classified as current under one of the following criteria, and all other assets are classified as non-current.

- (i) It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- (ii) It holds the asset primarily for the purpose of trading;
- (iii) It expects to realize the asset within twelve months after the reporting period; or
- (iv) The asset is cash and cash equivalent (as defined in IAS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

A liability is classified as current under one of the following criteria, and all other liabilities are classified as noncurrent.

An entity shall classify a liability as current when:

- (i) It expects to settle the liability in its normal operating cycle;
- (ii) It holds the liability primarily for the purpose of trading;
- (iii) The liability is due to be settled within twelve months after the reporting period; or
- (iv) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

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(f) Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Time deposits which meet the above definition and are held for the purpose of meeting short term cash commitments rather than for investment or other purposes should be recognized as cash equivalents.

(g) Financial instruments

Trade receivables and debt securities issued are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(i) Financial assets

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

On initial recognition, a financial asset is classified as measured at: amortized cost; Fair value through other comprehensive income (FVOCI) – debt investment; FVOCI – equity investment; or FVTPL. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

1) Financial assets measured at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition, plus/minus, the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, as well as impairment, are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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2) Fair value through other comprehensive income (FVOCI )

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an instrument-by-instrument basis.

Equity investments at FVOCI are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in other comprehensive income and are never reclassified to profit or loss.

Dividend income is recognized in profit or loss on the date on which the Group's right to receive payment is established (the Ex-dividend date).

3) Fair value through profit or loss (FVTPL)

All financial assets not classified as amortized cost or FVOCI described as above (e.g. financial assets held for trading and those that are managed and whose performance is evaluated on a fair value basis) are measured at FVTPL, including derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset, which meets the requirements to be measured at amortized cost or at FVOCI, as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

4) Impairment of financial assets

The Group recognizes loss allowances for expected credit losses (ECL) on financial assets measured at amortized cost (including cash and cash equivalents, amortized costs, notes and trade receivables, other receivable, guarantee deposit paid and other financial assets), debt investments measured at FVOCI and contract assets.

The Group measures loss allowances at an amount equal to lifetime ECL, except for the following which are measured as 12-month ECL:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowance for trade receivables and contract assets are always measured at an amount equal to lifetime ECL.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on the Group's historical experience and informed credit assessment as well as forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when the financial asset is more than 180 days past due or the debtor is unlikely to pay its credit obligations to the Group in full.

The Group considers a time deposit to have a low credit risk when trading partner is equivalent to globally understood definition of 'investment grade'.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 month after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

At each reporting date, the Group assesses whether financial assets carried at amortized cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial assets is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 180 days past due;
- the lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider;
- it is probable that the borrower will enter bankruptcy or other financial reorganization;  
or
- the disappearance of an active market for a security because of financial difficulties.

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Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is charge to profit or loss and is recognized in other comprehensive income instead of reducing the carrying amount of the asset.

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For corporate customers, the Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

5) Derecognition of financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group enters into transactions whereby it transfers assets recognized in its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

(ii) Financial liabilities and equity instruments

1) Classification of debt or equity

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

2) Equity instrument

An equity instrument is any contract that evidences residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued are recognized as the amount of consideration received, less the direct cost of issuing.

3) Treasury shares

When shares recognized as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares. When treasury shares are sold or reissued subsequently, the amount received is recognized as an increase in equity, and the resulting surplus or deficit on the transaction is recognized in capital surplus or retained earnings (if the capital surplus is not sufficient to be written down).

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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4) Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

5) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

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

6) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(iii) Convertible bond

Compound financial instruments (Convertible bond) issued by the consolidated subsidiaries-tBPC are based on substance of the contractual agreements and the definition of financial liabilities and equity instruments. Their components are separately classified as financial liabilities and equity upon initial recognition.

At the time of original recognition, the fair value of the liability component is estimated using the current market interest rate for a similar non-convertible instrument and is measured at amortized cost using the effective interest method until the conversion or maturity date is exercised. Liability components that are embedded in non-equity derivatives are measured at fair value.

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The conversion right classified as equity is equal to the remaining amount of the fair value of the composite instrument as a whole less the fair value of the separately determined liability components, which is recognized as equity after deducting the income tax effect and is not subsequently measured. When the conversion right is exercised, its related liability component and the amount in equity will be transferred to share capital and capital surplus - issue premium. If the conversion right of convertible corporate bonds has not been exercised on the maturity date, the amount recognized in equity will be transferred to capital surplus - issue premium.

The transaction costs related to the issuance of convertible corporate bonds are allocated to the liabilities (included in the carrying amount of liabilities) and the equity components (included in equity) of the instrument according to the proportion of the total allocated price.

The part of the conversion right contained in the convertible corporate bonds issued by Consolidated subsidiaries-tBPC is not a conversion right delivered by exchanging a fixed amount of cash or other financial assets for a fixed number of tBPC's own equity instruments. Therefore, it is classified as a derivative financial liability.

At the time of original recognition, the derivative financial liabilities part of convertible corporate bonds is measured at fair value, and the original carrying amount of the non-derivative financial liabilities part is the balance after separating the embedded derivatives. In subsequent periods, non-derivative financial liabilities are measured at amortized cost using the effective interest method, and derivative financial liabilities are measured at fair value, and changes in fair value are recognized in profit or loss. The transaction costs related to the issuance of convertible corporate bonds are allocated to the non-derivative financial liabilities part of the instrument (included in the carrying amount of liabilities) and the derivative financial liabilities part (included in profit and loss) in proportion to the relative fair value.

(iv) Derivative financial instruments

The Group holds derivative financial instruments to hedge its foreign currency and interest rate exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognized in profit or loss.

The Group designates certain hedging instruments (which include derivatives, embedded derivatives and non-derivatives in respect of foreign currency risk) as either fair value hedges, cash flow hedges, or hedges of net investments in foreign operations. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges.

If the derivative is embedded in the asset ownership contract according to IFRS 9 "financial instruments", the overall contract will be used to determine the classification of financial assets. Otherwise, the embedded derivative should meet the definition of the derivative, wherein its risk and characteristics are not closely related to those of the main contract. Consequently, when the hybrid contract is measured by using the fair value through the profit or loss, the derivative department is deemed to be a separate derivative.

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(h) Inventories

Inventories include raw materials, work in progress, finished goods and merchandise, which are measured at the lower of cost and net realizable value. The cost of inventories is calculated using the weighted average method, and includes those expenditures incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their present location and condition.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

(i) Investment in associates

Associates are those entities in which the Group has significant influence, but not control or joint control, over their financial and operating policies.

Investments in associates are accounted for using the equity method and are recognized initially at cost. The cost of the investment includes transaction costs. The carrying amount of the investment in associates includes goodwill arising from the acquisition less any accumulated impairment losses.

The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of those associates, after adjustments to align their accounting policies with those of the Group, from the date on which significant influence commences until the date on which significant influence ceases. The Group recognizes any changes of its proportionate share in the investee within capital surplus, when an associate's equity changes due to reasons other than profit and loss or comprehensive income, which did not result in changes in actual significant influence.

Gains and losses resulting from transactions between the Group and an associate are recognized only to the extent of unrelated Group's interests in the associate.

When the Group's share of losses of an associate equals or exceeds its interests in an associate, it discontinues recognizing its share of further losses. After the recognized interest is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

When the Group subscribes to additional shares in an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment will differ from the amount of the Group's proportionate interest in the net assets of the associate. The Group records such a difference as an adjustment to investments, with the corresponding amount charged or credited to capital surplus. The aforesaid adjustment should first be adjusted under capital surplus. If the capital surplus resulting from changes in ownership interest is not sufficient, the remaining difference is debited to retained earnings. If the Group's ownership interest is reduced due to the additional subscription to the shares of the associate by other investors, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate will be reclassified to profit or loss on the same basis as would be required if the associate had directly disposed of the related assets or liabilities.

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(j) Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services, or for administrative purposes. Investment property is measured at cost on initial recognition, and subsequently at cost, less accumulated depreciation and accumulated impairment losses. Depreciation expense is calculated based on the depreciation method, useful life, and residual value which are the same as those adopted for property, plant and equipment.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount) is recognized in profit or loss.

Rental income from investment property is recognized as other revenue on a straight-line basis over the term of the lease. Lease incentives granted are recognized as an integral part of the total rental income, over the term of the lease.

(k) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and any accumulated impairment losses.

If significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

(iii) Depreciation

Depreciation is calculated on the cost of an asset less its residual value and is recognized in profit or loss on a straightline basis over the estimated useful lives of each component of an item of property, plant and equipment.

Land is not depreciated.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

1) Buildings	50 years
2) Building improvement	10 years
3) Machinery and R&D equipment	6 years

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4) Molding equipment	2 years
5) Other equipment	2~10 years
6) Testing equipment	3 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(iv) Reclassification to investment property

A property is reclassified to investment property at its carrying amount when the use of the property changes from owneroccupied to investment property.

(l) Lease

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As a lessee

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- (1) fixed payments, including in-substance fixed payments;
- (2) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- (3) amounts expected to be payable under a residual value guarantee; and
- (4) payments for purchase or termination options that are reasonably certain to be exercised.

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The lease liability is measured at amortized cost using the effective interest method. It is remeasured when:

- (1) there is a change in future lease payments arising from the change in an index or rate; or
- (2) there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee; or
- (3) there is a change in the lease term resulting from a change of its assessment of whether it will exercise an option to purchase the underlying asset, or
- (4) there is a change of its assessment on whether it will exercise a purchase, extension or termination option; or
- (5) there is any lease modifications.

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Group accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Group presents right-of-use assets that do not meet the definition of investment and lease liabilities as a separate line item respectively in the statement of financial position.

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(ii) As a lessor

When the Group acts as a lessor, it determines at lease commencement whether each lease is a finance lease or an operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers to the lessee substantially all of the risks and rewards of ownership incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then the lease is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

(m) Intangible assets

(i) Recognition and measurement

Goodwill arising on the acquisition of subsidiaries is measured at cost, less accumulated impairment losses.

Expenditure on research activities is recognized in profit or loss as incurred.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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Development expenditure is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to, and has sufficient resources to, complete development and to use or sell the asset. Otherwise, it is recognized in profit or loss as incurred. Subsequent to initial recognition, development expenditure is measured at cost, less accumulated amortization and any accumulated impairment losses.

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortization and any accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

(iii) Amortization

Amortization is calculated over the cost of the asset, less its residual value, and is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use.

The estimated useful lives for current and comparative periods are as follows:

1) Computer software	1~5 years
2) Product development expenses	1 year
3) Patent	10 years
4) Other intangible assets	2 years

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(n) Impairment – non-derivative financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

(o) Provisions

A provision is recognized if, as a result of a past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

A provision for warranties is recognized when the underlying products or services are sold, based on historical warranty data and a weighting of all possible outcomes against their associated probabilities.

(p) Revenue

(i) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring goods or services to a customer. The Group recognizes revenue when it satisfies a performance obligation by transferring control of a good or a service to a customer. The accounting policies for the Group's main types of revenue are explained below.

1) Sale of goods

The Group recognizes revenue when control of the products has been transferred, when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

The Group's obligation to provide a refund for faulty electronic components under the standard warranty terms is recognized as a provision for warranty; please refer to note 6(m).

A receivable is recognized when the goods are delivered as this is the point in time that the Group has a right to an amount of consideration that is unconditional.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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2) Commissioned technical service

The Group provides commissioned technical services. Revenue from providing services is recognized in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognized based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided. The proportion of services provided is determined based on the costs incurred to date as a proportion of the total estimated costs of the transaction. The customer pays the fixed amount based on a payment schedule. If the services rendered by the Group exceed the payment, a contract asset is recognized. If the payments exceed the services rendered, a contract liability is recognized.

3) Authorized

The royalties collected are recognized as licensing income when the software is installed on the product sold to the customer, and the licensing income is recognized in installments according to the schedule stipulated in the contract.

4) Financing components

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

(q) Employee benefits

(i) Defined contribution plans

Obligations for contributions to the defined contribution plans are expensed as the related service is provided.

(ii) Short-term employee benefits

Short-term employee benefit obligations are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

(r) Share-based payment

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The fair value of the amount payable to employees in respect of share appreciation rights, which are settled in cash, is recognized as an expense with a corresponding increase in liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value of the share appreciation rights. Any changes in the liability are recognized in profit or loss.

Grant date of a short-based payment award is the date which the board of directors approves the capital increase base date.

(s) Income taxes

Income taxes comprise current taxes and deferred taxes. Except for expenses related to business combinations or recognized directly in equity or other comprehensive income, all current and deferred taxes are recognized in profit or loss.

The Group has determined that the global minimum top-up tax – which it is required to pay under Pillar Two legislation – is an income tax in the scope of IAS 12. The Group has applied a temporary mandatory relief from deferred tax accounting for the impacts of the top-up tax and accounts for it as a current tax when it is incurred.

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred taxes arise due to temporary differences between the carrying amounts of assets and liabilities at the reporting date and their respective tax bases. Deferred taxes are recognized except for the following:

- (i) temporary differences on the initial recognition of assets and liabilities in a transaction that is not a business combination and at the time of the transaction affects neither accounting nor taxable profits (losses) and does not give rise to equal taxable and deductible temporary differences;
- (ii) temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- (iii) taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized for the carry forward of unused tax losses, unused tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realized; such reductions are reversed when the probability of future taxable profits improves.

Deferred taxes are measured at tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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Deferred tax assets and liabilities are offset if the following criteria are met:

- (i) the Group has a legally enforceable right to set off current tax assets against current tax liabilities; and
- (ii) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
  - 1) the same taxable entity; or
  - 2) different taxable entities which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

(t) Earnings (losses) per share

The Group discloses the Company's basic and diluted earnings (losses) per share attributable to ordinary shareholders of the Company. Basic earnings (losses) per share is calculated as the earnings (losses) attributable to ordinary shareholders of the Company divided by the weighted average number of ordinary shares outstanding. Diluted earnings (losses) per share is calculated as the losses attributable to ordinary shareholders of the Company divided by the weighted average number of ordinary shares outstanding after adjustment for the effects of all potentially dilutive ordinary shares, such as employee compensation and new restricted stocks for employees.

(u) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may incur revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group). Operating results of the operating segment are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. Each operating segment consists of stand alone financial information.

**(5) Significant accounting assumptions and judgments, and major sources of estimation uncertainty**

The preparation of the consolidated financial statements in conformity with the IFRSs endorsed by the FSC requires management to make judgments, estimates, and assumptions that affect the application of the accounting policies and the reported amount of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

The management continues to monitor the accounting estimates and assumptions. The management recognizes any changes in accounting estimates during the period and the impact of those changes in accounting estimates in the next period.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

The accounting policies involved significant judgments and the information that have significant effect on the amounts recognized in the consolidated financial statements are as follows:

- (a) Judgment of whether the Group has substantive control over its investees

In April 2022, the Group increased its investment in the secured convertible bonds of tBPC. After considering the comprehensive shareholding ratio of potentially ordinary shares and the intention to dominate tBPC's operating and financial activities, the Company assessed to have substantial control over tBPC and therefore tBPC was included in the consolidated financial statements since the date of acquisition of substantial control.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is as follows:

- (b) Valuation of inventories

As inventories are stated at the lower of cost or net realizable value, the net realizable value of the inventory is mainly determined based on assumptions as to future sales price. Due to the industry and market transformation, there may be changes in the net realizable value of inventories. Please refer to note 6(d) for further description of the valuation of inventories.

**(6) Explanation of significant accounts**

- (a) Cash and cash equivalents

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
Petty cash, checking accounts and demand deposits	\$ 101,773	98,679
Time deposits	<u>10,900</u>	<u>2,900</u>
Cash and cash equivalents in the consolidated statements of cash flows	<b><u>\$ 112,673</u></b>	<b><u>101,579</u></b>

Please refer to note 6(x) for the exchange rate risk, the interest rate risk and the sensitivity analysis of the financial assets and liabilities of the Group.

- (b) Financial assets and liabilities at fair value through profit or loss-current

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
<b>Financial liabilities designated at fair value through profit or loss-current:</b>		
Component of convertible bonds	<u>\$ -</u>	<u>2,842</u>

tBPC had redeemed 108 units of its matured secured convertible bonds in June 2022, with the book values of \$10,800.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

tBPC, a subsidiary of the Group, issued convertible bonds including the main contract debt instrument and the conversion right derivatives. As of December 31, 2022, the fair value of the conversion right amounting to \$2,842 was recognized as financial liabilities at fair value through profit or loss.

Since April 2022, the Company has acquired substantial control over tBPC, who included in consolidated financial statement, wherein the secured convertible bonds, which was held by the Company, have been eliminated in consolidation as of December 31, 2023 and 2022, respectively.

(c) Notes and accounts receivable

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Notes receivable from operating activities	\$ 1,021	-
Accounts receivable-measured at amortized cost	<u>42,346</u>	<u>59,115</u>
	43,367	59,115
Less: Loss allowance	<u>(163)</u>	<u>(81)</u>
	<u><u>\$ 43,204</u></u>	<u><u>59,034</u></u>

The Group applies the simplified approach to provide for its expected credit losses, i.e. the use of lifetime expected loss provision for all receivables. To measure the expected credit losses, accounts receivable have been grouped based on shared credit risk characteristics and the days past due, as well as incorporated forward looking information. The loss allowance was determined as follows:

	<u>December 31, 2023</u>		
	<u>Gross carrying amount</u>	<u>Weighted- average loss rate</u>	<u>Loss allowance</u>
Current	\$ 30,179	0%	-
Less than 30 days past due	10,327	0.26%	27
31 to 90 days past due	2,543	1.61%	41
91 to 180 days past due	<u>318</u>	29.87%	<u>95</u>
	<u><u>\$ 43,367</u></u>		<u><u>163</u></u>
	<u>December 31, 2022</u>		
	<u>Gross carrying amount</u>	<u>Weighted- average loss rate</u>	<u>Loss allowance</u>
Current	\$ 44,559	0%	-
Less than 30 days past due	12,829	0.20%	26
31 to 90 days past due	1,718	3.03%	52
91 to 180 days past due	<u>9</u>	33.33%	<u>3</u>
	<u><u>\$ 59,115</u></u>		<u><u>81</u></u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

The movement in the allowance for notes and accounts receivable was as follows:

	<u>2023</u>	<u>2022</u>
Balance at January 1	\$ 81	60
Impairment losses recognized	<u>82</u>	<u>21</u>
Balance at December 31	<u><u>\$ 163</u></u>	<u><u>81</u></u>

As of December 31, 2023 and 2022, the Group did not provide any of the aforementioned notes and accounts receivable as collaterals for its loans.

(d) Inventories

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Finished goods	\$ 1,141	2,286
Work in progress	991	1,442
Raw materials	528	4,755
Merchandise inventories	<u>208,801</u>	<u>220,539</u>
	<u><u>\$ 211,461</u></u>	<u><u>229,022</u></u>

The details of cost of sales for the years ended December 31, 2023 and 2022, were as follows:

	<u>2023</u>	<u>2022</u>
Cost of goods sold and expenses	\$ 299,927	400,562
Inventory valuation loss and obsolescence	<u>10,582</u>	<u>3,272</u>
	<u><u>\$ 310,509</u></u>	<u><u>403,834</u></u>

For the years ended December 31, 2023 and 2022, the write-down of inventories to net realizable value amounted to \$10,582 and \$3,272, respectively.

As of December 31, 2023 and 2022, the Group did not provide any inventories as collaterals for its loans.

(e) Investments accounted for using the equity method

The components of investments accounted for using the equity method at the reporting date were as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Associates	<u>\$ -</u>	<u>-</u>

(i) Associates

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

The details of the material associates are as follows:

<u>Name of Associate</u>	<u>Nature of the relationship with the Group</u>	<u>Main operating location/ Registered Country of the Company</u>	<u>Proportion of shareholding and voting rights</u>	
			<u>December 31, 2023</u>	<u>December 31, 2022</u>
tBPC	Shareholder with significant influence	Taiwan	Note	Note

Note: Subsidiary included in the consolidated financial statements since April 2022.

The following aggregated financial information of the significant associates has been adjusted according to individually prepared IFRS consolidation financial statements to reflect the fair value adjustments made at the time of acquisition.

1) Summarized financial information of tBPC

	<b>For the three months ended March 31, 2022</b>
Operating revenue	<u>\$ 743</u>
Loss from continuing operations (equal to comprehensive loss)	<u>\$ (10,245)</u>
Total consolidated loss attributable to owners of the associate	<u>\$ (10,245)</u>
	<b>December 31, 2022</b>
Share of net assets of the associate as of January 1	\$ 18,936
Comprehensive loss attributable to the Group	(3,557)
Written off by combination	<u>(15,379)</u>
Share of net assets of the associate as of December 31	<u>\$ -</u>

- (ii) The Company has acquired substantial control over tBPC since April 2022, tBPC became a subsidiary and is included in the consolidated financial statements. The equity investment by using the equity method should be regarded as disposal at fair value with IFRS, and a disposal gain of \$3,687 was recognized, please refer to note 6(f).

(f) Acquisition of subsidiary

(i) Acquisition of subsidiary

In April 2022, the Company increased investment in the secured convertible bonds of tBPC, after considering the comprehensive shareholding ratio of potentially ordinary shares and the intention to dominate tBPC's operating and financial activities. The Company's interest in tBPC remains at 34.72%. The main business of tBPC is the research and development, manufacture and sale of medical equipment and health care products.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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1) Identifiable assets acquired and liabilities assumed

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the acquisition date:

Cash and cash equivalents	\$	4,000
Inventories		10,210
Accounts receivable and other receivables		5
Prepayment		5,055
Other current assets		4,788
Property, plant and equipment (note 6(h))		11,893
Right-of-use assets (note 6(i))		8,903
Intangible assets (note 6(k))		30,849
Other non-current assets		1,766
Other short-term borrowings		(6,100)
Other payables		(5,142)
Other current liabilities		(14,366)
Non-current liabilities		(7,567)
Others		<u>278</u>
The fair value of net identifiable assets acquired	\$	<u><u>44,572</u></u>

There was no significant difference between the carrying amount of the equity method investments of the Group and the fair value of the net identifiable assets on April 1, 2022.

The Group will continue to review the above items during the measurement period. If new information becomes available within one year of the date of acquisition of control relating to facts and circumstances existing at the date of acquisition of control that would identify an adjustment to the provisional amount described above or any additional provision for liabilities existing at the date of acquisition, the accounting for the acquisition of control will be modified.

The fair value of tBPC's net identifiable assets on April 1, 2022, was based on the appraisal report that issued by Professional Actuary Management Consulting Co., Ltd.

(g) Material non-controlling interests of subsidiaries

The Company exercised its rights to convert the 2nd of three, 1st of four, 2nd of four and 3rd of four batches of matured convertible bonds issued by tBPC in April, June, July and October of 2023, with the convertible prices of \$0.3 New Taiwan dollars, \$0.2 New Taiwan dollars, \$0.2 New Taiwan dollars and \$0.1 New Taiwan dollars per share, at the book values of \$8,640 (including interest receivable of \$640), \$12,528 (including interest receivable of \$928), \$6,480 (including interest receivable of \$480) and \$6,480 (including interest receivable of \$480), resulting in the acquisition of 28,800 thousand, 62,640 thousand, 32,400 thousand and 64,800 thousand shares, respectively, totaling 188,640 thousand shares. As of December 31, 2023, the Company's shareholding ratio was 56.98%.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The difference in book value due to the conversion of tBPC convertible bonds into common stock (including other bond holder) resulted in the Company's capital surplus to increase by \$372 in 2023.

The material non-controlling interests of subsidiaries were as follows:

<u>Subsidiaries</u>	<u>Main operation place</u>	<u>Percentage of non-controlling interests</u>	
		<u>December 31, 2023</u>	<u>December 31, 2022</u>
Taiwan Biophotonic Co. (tBPC)	Taiwan	43.02 %	65.28 %

The following information of the aforementioned subsidiaries have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. Included in these information are the fair value adjustment made during the acquisition and relevant difference in accounting principles between the Group as at the acquisition date. Intragroup transactions were not eliminated in this information.

(i) tBPC collective financial information

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Current assets	\$ 22,300	38,489
Non-current assets	37,550	53,161
Current liabilities	(41,195)	(68,454)
Non-current liabilities	(2,660)	(5,210)
Net assets	<u>\$ 15,995</u>	<u>17,986</u>
Non-controlling interests	<u>\$ 6,881</u>	<u>11,742</u>
	<u>For the year ended December 31, 2023</u>	<u>For the period April to December 31, 2022</u>
Sales revenue	<u>\$ 2,269</u>	<u>7,240</u>
Net loss (as same as comprehensive loss)	<u>\$ (58,583)</u>	<u>(26,308)</u>
Loss, attributable to non-controlling interests	<u>\$ (26,953)</u>	<u>(17,174)</u>
Total comprehensive loss, attributable to non-controlling interests	<u>\$ (26,953)</u>	<u>(17,174)</u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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	<b>For the year ended December 31, 2023</b>	<b>For the period April to December 31, 2022</b>
Net cash flows used in operating activities	\$ (24,103)	(20,946)
Net cash flows used in investing activities	(2,760)	(4,964)
Net cash flows from financing activities	21,215	38,960
Net decrease (increase) in cash and cash equivalents	<u>\$ (5,648)</u>	<u>13,050</u>

(h) Property, plant and equipment

The movements of cost and depreciation of the property, plant and equipment of the Group for the years ended December 31, 2023 and 2022, were as follows:

	<u>Land</u>	<u>Buildings and building improvement</u>	<u>Machinery and R&amp;D equipment</u>	<u>Molding equipment and other equipment</u>	<u>Transportation equipment</u>	<u>Equipment to be accepted</u>	<u>Total</u>
<b>Cost:</b>							
Balance on January 1, 2023	\$ 95,104	29,484	6,810	23,910	502	6,653	162,463
Additions for the period	-	-	282	634	-	-	916
Disposals	-	-	-	(651)	-	-	(651)
Effect of movements in exchange rates	-	-	-	198	-	-	198
Balance on December 31, 2023	<u>\$ 95,104</u>	<u>29,484</u>	<u>7,092</u>	<u>24,091</u>	<u>502</u>	<u>6,653</u>	<u>162,926</u>
Balance on January 1, 2022	\$ 95,104	29,484	4,942	14,681	-	-	144,211
Acquisition through a business combination (note 6(f))	-	-	265	8,344	-	3,284	11,893
Additions for the period	-	-	1,252	837	488	2,925	5,502
Disposals	-	-	-	(172)	-	-	(172)
Transferred in	-	-	88	-	-	444	532
Effect of movements in exchange rates	-	-	263	220	14	-	497
Balance on December 31, 2022	<u>\$ 95,104</u>	<u>29,484</u>	<u>6,810</u>	<u>23,910</u>	<u>502</u>	<u>6,653</u>	<u>162,463</u>
<b>Depreciation:</b>							
Balance on January 1, 2023	\$ -	9,307	5,275	15,876	55	-	30,513
Depreciation for the period	-	847	361	2,543	170	-	3,921
Impairment loss	-	-	-	183	-	5,739	5,922
Disposals	-	-	-	(637)	-	-	(637)
Effect of movements in exchange rates	-	-	(1)	187	(2)	-	184
Balance on December 31, 2023	<u>\$ -</u>	<u>10,154</u>	<u>5,635</u>	<u>18,152</u>	<u>223</u>	<u>5,739</u>	<u>39,903</u>
Balance on January 1, 2022	\$ -	8,292	4,756	13,723	-	-	26,771
Depreciation for the period	-	1,015	259	2,120	54	-	3,448
Disposals	-	-	-	(172)	-	-	(172)
Effect of movements in exchange rates	-	-	260	205	1	-	466
Balance on December 31, 2022	<u>\$ -</u>	<u>9,307</u>	<u>5,275</u>	<u>15,876</u>	<u>55</u>	<u>-</u>	<u>30,513</u>
<b>Book value:</b>							
Balance on December 31, 2023	<u>\$ 95,104</u>	<u>19,330</u>	<u>1,457</u>	<u>5,939</u>	<u>279</u>	<u>914</u>	<u>123,023</u>
Balance on January 1, 2022	<u>\$ 95,104</u>	<u>21,192</u>	<u>186</u>	<u>958</u>	<u>-</u>	<u>-</u>	<u>117,440</u>
Balance on December 31, 2022	<u>\$ 95,104</u>	<u>20,177</u>	<u>1,535</u>	<u>8,034</u>	<u>447</u>	<u>6,653</u>	<u>131,950</u>

As of December 31, 2023 and 2022, the property, plant and equipment have been pledged as collateral for short-term borrowings and credits. Please refer to note 8.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The Group assessed that some of equipment had no future demand for use in 2023, and an impairment loss of \$5,922 was recognized.

(i) Right-of-use assets

The Group leases many assets including buildings and transportation. The movements of cost and depreciation of those assets were as below:

	<u>Buildings</u>	<u>Transportation</u>	<u>Total</u>
<b>Cost:</b>			
Balance on January 1, 2023	\$ 34,798	15,354	50,152
Effect of movements in foreign exchange rates	<u>577</u>	<u>571</u>	<u>1,148</u>
Balance on December 31, 2023	<u><b>\$ 35,375</b></u>	<u><b>15,925</b></u>	<u><b>51,300</b></u>
Balance on January 1, 2022	\$ 24,028	14,667	38,695
Acquisition through a business combination (note 6(f))	8,903	-	8,903
Additions for the period	170	-	170
Effect of movements in foreign exchange rates	<u>1,697</u>	<u>687</u>	<u>2,384</u>
Balance on December 31, 2022	<u><b>\$ 34,798</b></u>	<u><b>15,354</b></u>	<u><b>50,152</b></u>
<b>Depreciation:</b>			
Balance on January 1, 2023	\$ 23,244	11,580	34,824
Depreciation for the period	7,173	2,163	9,336
Effect of movements in foreign exchange rates	<u>493</u>	<u>441</u>	<u>934</u>
Balance on December 31, 2023	<u><b>\$ 30,910</b></u>	<u><b>14,184</b></u>	<u><b>45,094</b></u>
Balance on January 1, 2022	\$ 15,619	8,839	24,458
Depreciation for the period	6,316	2,218	8,534
Effect of movements in foreign exchange rates	<u>1,309</u>	<u>523</u>	<u>1,832</u>
Balance on December 31, 2022	<u><b>\$ 23,244</b></u>	<u><b>11,580</b></u>	<u><b>34,824</b></u>
<b>Carrying amounts:</b>			
Balance on December 31, 2023	<u><b>\$ 4,465</b></u>	<u><b>1,741</b></u>	<u><b>6,206</b></u>
Balance on January 1, 2022	<u><b>\$ 8,409</b></u>	<u><b>5,828</b></u>	<u><b>14,237</b></u>
Balance on December 31, 2022	<u><b>\$ 11,554</b></u>	<u><b>3,774</b></u>	<u><b>15,328</b></u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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(j) Investment property

Details of the investment property were as follows:

	<u>Land</u>	<u>Buildings and construction</u>	<u>Total</u>
<b>Cost</b>			
Balance on January 1, 2023 (Same balance on December 31, 2023)	\$ <u>111,400</u>	<u>59,151</u>	<u>170,551</u>
Balance on January 1, 2022 (Same balance on December 31, 2022)	\$ <u>111,400</u>	<u>59,151</u>	<u>170,551</u>
<b>Depreciation:</b>			
Balance on January 1, 2023	\$ -	10,450	10,450
Depreciation of the period	-	<u>1,183</u>	<u>1,183</u>
Balance on December 31, 2023	\$ <u>-</u>	<u>11,633</u>	<u>11,633</u>
Balance on January 1, 2022	\$ -	9,267	9,267
Depreciation of the period	-	<u>1,183</u>	<u>1,183</u>
Balance on December 31, 2022	\$ <u>-</u>	<u>10,450</u>	<u>10,450</u>
<b>Book value:</b>			
Balance on December 31, 2023	\$ <u>111,400</u>	<u>47,518</u>	<u>158,918</u>
Balance on January 1, 2022	\$ <u>111,400</u>	<u>49,884</u>	<u>161,284</u>
Balance on December 31, 2022	\$ <u>111,400</u>	<u>48,701</u>	<u>160,101</u>
<b>Fair value:</b>			
Balance on December 31, 2023			\$ <u>233,000</u>
Balance on December 31, 2022			\$ <u>225,000</u>

Investment property comprises of commercial property that is leased to third parties. Each of the leases contains an initial non-cancellable lease period. Subsequent renewals are negotiated with the lessee. No contingent rents are charged. Please refer to note 6 (p) for relevant information (including rental income and direct operating expenses incurred). The fair value of investment properties was based on a valuation by a qualified independent appraiser who has recent valuation experience in the location and category of the investment property being valued. The inputs of levels of fair value hierarchy in determining the fair value is classified to Level 3.

As of December 31, 2023 and 2022, the investment property has been pledged as collateral for short-term borrowings and credits. Please refer to note 8.

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**Notes to the Consolidated Financial Statements**

(k) Intangible assets

The cost and amortization of intangible assets of the Group were as follows:

	<u>Patent</u>	<u>Computer software and others</u>	<u>Total</u>
<b>Cost:</b>			
Balance on January 1, 2023	\$ 31,467	15,092	46,559
Addition for the period	<u>3,371</u>	<u>624</u>	<u>3,995</u>
Balance on December 31, 2023	<u><b>\$ 34,838</b></u>	<u><b>15,716</b></u>	<u><b>50,554</b></u>
Balance on January 1, 2022	\$ -	12,801	12,801
Acquisition through a business combination (note 6(f))	30,766	83	30,849
Addition for the period	701	2,222	2,923
Disposals	<u>-</u>	<u>(14)</u>	<u>(14)</u>
Balance on December 31, 2022	<u><b>\$ 31,467</b></u>	<u><b>15,092</b></u>	<u><b>46,559</b></u>
<b>Amortization and impairment loss:</b>			
Balance on January 1, 2023	\$ 4,343	12,878	17,221
Amortization for the period	5,959	1,272	7,231
Impairment loss	<u>-</u>	<u>917</u>	<u>917</u>
Balance on December 31, 2023	<u><b>\$ 10,302</b></u>	<u><b>15,067</b></u>	<u><b>25,369</b></u>
Balance on January 1, 2022	\$ -	11,951	11,951
Amortization for the period	4,343	941	5,284
Disposals	<u>-</u>	<u>(14)</u>	<u>(14)</u>
Balance on December 31, 2022	<u><b>\$ 4,343</b></u>	<u><b>12,878</b></u>	<u><b>17,221</b></u>
<b>Book value:</b>			
Balance on December 31, 2023	<u><b>\$ 24,536</b></u>	<u><b>649</b></u>	<u><b>25,185</b></u>
Balance on January 1, 2022	<u><b>\$ -</b></u>	<u><b>850</b></u>	<u><b>850</b></u>
Balance on December 31, 2022	<u><b>\$ 27,124</b></u>	<u><b>2,214</b></u>	<u><b>29,338</b></u>

As of December 31, 2023 and 2022, the intangible assets have been pledged as collateral for convertible bonds. Please refer to note 8.

The Group assessed that some of the intangible assets had no demand for use in the future in 2023, and an impairment loss of \$917 was recognized.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(l) Short-term borrowings

The details of short-term borrowings were as follows:

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
Unsecured bank loans	\$ 61,685	79,044
Secured bank loans	130,000	156,000
Other short-term borrowings	-	6,314
Total	<u>\$ 191,685</u>	<u>241,358</u>
Unused credit lines for short-term borrowings	<u>\$ 269,462</u>	<u>236,922</u>
Range of interest rates	<u>2.06%~6.91%</u>	<u>1.53%~6.51%</u>

Please refer to note 6(x) for the interest risk, foreign currency exchange rate risk, and liquidity risk information of the Group.

The condition of the Group borrowed with related parties, please refer to note 7.

The Group provided property, plant and equipment and investment property as collaterals for its bank loans. Please refer to note 8.

(m) Provisions — warranties

	<b>2023</b>	<b>2022</b>
Balance on January 1	\$ 3,380	2,986
Provisions made during the period	2,708	3,378
Provisions used during the period	(2,301)	(3,022)
Effect of movements in exchange rates	-	38
Balance on December 31	<u>\$ 3,787</u>	<u>3,380</u>

Provisions related to sale of products are assessed based on historical information.

(n) Lease liabilities

The details of lease liabilities were as follows:

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
Current	<u>\$ 4,025</u>	<u>9,549</u>
Non-current	<u>\$ 2,645</u>	<u>6,642</u>

For the maturity analysis, please refer to note 6(x).

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

The amounts recognized in profit or loss were as follows:

	<u>2023</u>	<u>2022</u>
Interest on lease liabilities	\$ <u>285</u>	<u>394</u>
Variable lease payments not included in the measurement of lease liabilities	\$ <u>5,688</u>	<u>5,786</u>
Expenses relating to short-term leases	\$ <u>1,422</u>	<u>1,067</u>

The amounts recognized in the consolidated statements of cash flows for the Group were as follows:

	<u>2023</u>	<u>2022</u>
Total cash outflow from leases	\$ <u>17,141</u>	<u>15,718</u>

(i) Real estate lease

The Group leases buildings for its office space. The leases of office space typically run for three to seven years.

(ii) Other leases

The Group leases vehicle, with lease terms of two to five years.

The Group also leases office equipment with contract terms of less than one year. These leases are short-term leases or low-value items. The Group has elected not to recognize right-of-use assets and lease liabilities for these leases.

(o) Bonds payable

The Group's bonds payable was determined as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Domestic secured convertible bonds payable	\$ 30,000	52,400
Components of the conversion option	-	(9,281)
Elimination through consolidation	<u>(30,000)</u>	<u>(26,020)</u>
Balance on December 31	\$ <u>-</u>	<u>17,099</u>

Please refer to note 6 (b) for the components of the conversion option issued in 2023 and 2022.

The consolidated subsidiary, tBPC, converted its secured convertible bonds into ordinary shares, fully wherein parts of which matured in April, June, July and October 2023. Moreover, the Company subscribed the 170 units and 130 units of tBPC's secured convertible bonds in May and September 2023, at a par value of \$100 per unit, resulting in tBPC to be eliminated in the consolidated financial statements.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The holder of each unit of bonds has the right to convert each unit of bonds into shares of common stock of tBPC at a price equal to the net worth per share of tBPC 's most recently unaudited and unreviewed financial statements as of the date of issuance, adjusted to the net worth per share of tBPC 's most recently unaudited and unreviewed financial statements as of the date of conversion or the net worth in the tBPC's unaudited and unreviewed financial statements, one month before the shareholders' meeting for the issuance of convertible bonds using the following formula: Adjusted Conversion Price=Conversion price before adjustment x ( the net worth per share reflected in the tBPC's unaudited and unreviewed financial statements one month before the date of conversion, or the net worth in the tBPC's unaudited and unreviewed financial statements one month before the shareholders' meeting for the issuance of convertible bonds, divided by the net worth per share in the tBPC's unaudited and unreviewed financial statements one month before date of issuance, or the net worth in the tBPC's unaudited and unreviewed financial statements one month before the shareholders' meeting for the issuance of convertible bonds ). The conversion period is from the day following the expiration date, three months after the issue date to expiry date. If the bonds are not converted at that time, they will be repaid in cash at 8% of the par value of the bonds, plus accrued interest on the expiry date.

(p) Operating lease

The Group leases out its investment property. The Group has classified these leases as operating leases, because it does not transfer substantially all of the risks and rewards incidental to the ownership of the assets. Please refer to note 6(j) sets out information about the operating leases of investment property.

A maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date was as follows:

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
Less than one year	\$ 5,428	5,143
One to two years	5,543	-
Two to three years	<u>5,543</u>	<u>-</u>
Total undiscounted lease payments	<b><u>\$ 16,514</u></b>	<b><u>5,143</u></b>

For the years ended December 31, 2023 and 2022, the rental income recognized in operating revenue amounted to \$5,210 and \$5,203, respectively; the direct costs incurred in rental, which were recognized as operating costs, amounted to \$1,601 and \$1,605, respectively

(q) Employee benefits

The Company and tBPC allocated no less than 6% of each employee's monthly wages to the labor pension personal account at Bureau of Labor Insurance in accordance with the provisions of the Labor Pension Act. Under this defined contribution plan, the Company and tBPC allocated a fixed amount to the Bureau of Labor Insurance without additional legal or constructive obligations.

Overseas subsidiaries recognized the pension expenses and made the periodical payments under the defined contribution method by local laws.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The expenses recognized in profit or loss for the Group were as follows:

	<u>2023</u>	<u>2022</u>
Operating cost	\$ 33	101
Selling expenses	2,181	2,257
Administrative expenses	2,122	1,807
Research and development expenses	<u>1,161</u>	<u>1,023</u>
Total	<u>\$ 5,497</u>	<u>5,188</u>

(r) Income taxes

(i) Income tax expenses

- 1) The amount of income tax for the years ended December 31, 2023 and 2022 were as follows:

	<u>2023</u>	<u>2022</u>
Current tax expenses for the period	<u>\$ 876</u>	<u>484</u>

- 2) Reconciliations of income tax and loss before tax for 2023 and 2022 were as follows:

	<u>2023</u>	<u>2022</u>
Loss before tax	\$ (55,897)	(30,449)
Income tax using the Group's domestic tax rate	(17,519)	(8,742)
Effect of tax rates in foreign jurisdiction	33	(217)
Loss of domestic investment under equity method	6,051	2,538
Change in current year losses for which no deferred tax assets recognized	5,357	5,386
Change in unrecognized temporary differences	1,456	1,989
Other	<u>5,498</u>	<u>(470)</u>
	<u>\$ 876</u>	<u>484</u>

(ii) Deferred tax assets and liabilities

- 1) Unrecognized deferred tax assets

Deferred tax assets have not been recognized in respect of the following items:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Tax effect of deductible temporary differences	\$ 95,314	93,858
The carryforward of unused tax losses	133,137	140,790
Exchange differences on translation of foreign financial statements	<u>14,380</u>	<u>16,608</u>
	<u>\$ 242,831</u>	<u>251,256</u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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The Company is able to control the timing of the reversal of the temporary differences related to the investments in subsidiaries on December 31, 2023 and 2022. The temporary differences arising from the investments in subsidiaries where there is a probability that such temporary differences will not reverse in the foreseeable future were not recognized as deferred tax assets.

The Group's tax losses which could be used to offset future taxable income as of December 31, 2023, were as follows:

<u>Year of loss</u>	<u>Unused tax losses</u>	<u>Expiry year</u>	<u>Remark</u>
The Company:			
2014	63,048	2024	(assessed)
2015	25,105	2025	(assessed)
2016	8,868	2026	(assessed)
2017	2,593	2027	(assessed)
2019	3,555	2029	(assessed)
2020	73,763	2030	(assessed)
tBPC:			
2014	12,969	2024	(assessed)
2015	30,303	2025	(assessed)
2016	55,038	2026	(assessed)
2017	54,664	2027	(assessed)
2018	50,862	2028	(assessed)
2019	26,234	2029	(assessed)
2020	17,900	2030	(assessed)
2021	19,459	2031	(assessed)
2022	33,605	2032	(declared)
2023	39,109	2033	(declared)
	<u>\$ 517,075</u>		

The R.O.C. Income Tax Act allows net losses, as assessed by the tax authorities, to offset taxable income over a period of ten years for local tax reporting purposes. The tax losses mentioned above could be used to offset future taxable income. Because of the uncertainty of future taxable income, the Group did not recognize the deferred tax assets arising from the tax losses.

According to the US Tax Act, the assessed loss carryforward of AG Neovo USA can be used to offset against federal and state taxable income over a period of twenty years. As of December 31, 2023, AG Neovo USA had unused net operating loss amounting to US\$4,557 thousands and US\$178 thousands for federal and state income tax return purposes, respectively, which can be carried forward through 2043.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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2) Unrecognized deferred tax liabilities

The Company is able to control the timing of the reversal of the temporary differences associated with investments in foreign subsidiaries, and believes that the temporary differences will not reverse in the foreseeable future; therefore, no deferred tax liabilities were recognized for the years ended December 31, 2023 and 2022, respectively. Details were as follows:

	<b>December 31, 2023</b>	<b>December 31, 2022</b>
Aggregate amount of temporary differences not		
recognized related to investments in subsidiaries	\$ <u>54,084</u>	<u>48,681</u>
Unrecognized deferred tax liabilities	\$ <u>10,817</u>	<u>9,736</u>

3) Recognized deferred tax assets and liabilities: None.

(iii) The Company's income tax returns for the years through 2021 have been examined by the tax authorities.

(s) Capital and other equities

(i) Ordinary shares

As of December 31, 2023 and 2022, the Company's authorized common stocks were consisting of 200,000 thousand shares with a par value of \$10 New Taiwan dollars per share amounted \$2,000,000 of which 55,219 thousand shares and 54,533 thousand shares, respectively, were issued. All issued shares were paid up upon issuance.

Reconciliation of shares outstanding for 2023 and 2022 were as follows:

	Unit: in thousand shares	
	<b>Common stocks</b>	
	<b>2023</b>	<b>2022</b>
Balance on January 1	54,533	54,625
Issuance of new restricted employee shares	1,300	-
Cancellation of new restricted employee shares	(614)	(92)
Balance on December 31	<u>55,219</u>	<u>54,533</u>

The Company awarded 1,300 thousand shares of employee restricted shares in April 2023. Please refer to note 6(t) for the related information.

614 thousand and 92 thousand shares of employee restricted shares were repurchased by the Company in 2023 and 2022, respectively, as certain employees of the Company did not meet the vesting requirements, and the cancellation procedure had been completed.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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(ii) Capital surplus

The balances of capital surplus were as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Additional paid-in capital	\$ 20,106	20,106
Restricted employee shares	(303)	(905)
Employee stock options-expired	5,343	5,343
Donation from shareholders	1,615	1,615
Changes in equity of associates	3,169	3,169
Changes in equity in subsidiaries	<u>372</u>	<u>-</u>
	<u><b>\$ 30,302</b></u>	<u><b>29,328</b></u>

According to the R.O.C. Company Act, capital surplus can only be used to offset a deficit, and only the realized capital surplus can be used to increase the common stock or be distributed as cash dividends. The aforementioned realized capital surplus includes capital surplus resulting from premium on issuance of capital stock and earnings from donated assets received. According to the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, capital increases by transferring capital surplus in excess of par value should not exceed 10% of the total common stock outstanding.

(iii) Retained earnings

The Company's Articles of Incorporation stipulate that Company's net earnings should first be used to offset the prior years' deficits, if any, before paying any income taxes. Of the remaining balance, 10% is to be appropriated as legal reserve, and the others are supposed to be set aside or reversed as the special reserve in accordance with laws and regulations. And then any remaining profit together with any undistributed retained earnings shall be distributed according to the distribution plan proposed by the Board of Directors and submitted to the stockholders' meeting for approval.

The Company adopts the residual dividend policy. In consideration of the expansion of operations and the need of cash flows in the future, when the Company plans to distribute its dividends, the distributable amounts cannot be less than 50% of the cumulative distributable surplus. Moreover, at least 10% of the dividends should be distributed in cash.

1) Legal reserve

When a company incurs no loss, it may, pursuant to a resolution by a shareholders' meeting, distribute its legal reserve by issuing new shares or by distributing cash, and only the portion of legal reserve which exceeds 25% of capital may be distributed.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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2) Special reserve

In accordance with Ruling No. 1010012865 issued by the FSC on April 6, 2012, a portion of current-period earnings and undistributed prior-period earnings shall be reclassified as a special earnings reserve during earnings distribution. The amount to be reclassified should equal to the current-period total net reduction of other shareholders' equity. Similarly, a portion of undistributed prior period earnings shall be reclassified as a special earnings reserve (and does not qualified for earnings distribution) to account for cumulative changes to other shareholders' equity pertaining to prior periods. Amounts of subsequent reversals pertaining to the net reduction of other shareholders' equity shall qualify for additional distributions. The balances of special reserve as of December 31, 2023 and 2022 are both \$79,510.

3) Earnings distribution

Based on the resolutions made during the annual stockholder's meeting held on June 20, 2023 and June 22, 2022, respectively, there are no earnings could be distributed in 2022 and 2021, respectively.

(iv) Treasury shares

Based on the resolutions made during the board meetings on May 8 and August 7, 2019, respectively, the Company determined to repurchase 1,500 thousand shares each, totaling 3,000 thousand treasury shares, to be converted into employee stock options. As of December 31, 2023, a total of 2,760 treasury shares, which had been repurchased, have yet to be converted or canceled.

Movement of treasury share was as follows:

	2023		2022	
	Share (thousands)	Amount	Share (thousands)	Amount
Balance at period beginning				
(Same as balance at period ended)	2,760	\$ 24,831	2,760	24,831

Pursuant to the Securities and Exchange Act requirements as stated above, the number of treasury shares purchased should not exceed 10% of all shares outstanding. Also the value of the repurchased shares should not exceed the sum of the Company's retained earnings, paid-in capital in excess of par value and realized capital surplus.

In accordance with the requirements of Securities and Exchange Act, treasury shares held by the Company should not be pledged. These shares do not hold any shareholder rights before their completion of transfer.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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(t) Share-based payment

Restricted employee shares

On June 22, 2022, the Company's shareholders' meeting decided to award 1,350 thousand shares of employee restricted shares to full-time employees of the Company and its domestic and overseas subsidiaries who meet certain requirements. The restricted shares have been registered with and approved by the Securities and Futures Bureau of FSC. On March 15, 2023, the Board of Directors decided to issue 1,300 thousand shares, and the base date of the capital increase was April 20, 2023.

The aforementioned restricted shares were issued without consideration. 20%, 20%, 30% and 30% of the restricted shares were vested when the employees continue to provide service for at least 1 year, 2 years, 3 years, and 4 years from the registration and the effective date, and at the same time, meet the performance requirement. After the issuance, the restricted shares are kept by a trust, which is appointed by the Company, before they are vested. These restricted shares shall not be sold, pledged, transferred, gifted or by any other means of disposal to third parties during the custody period. The voting rights of these shares are executed by the custodian, and the custodian shall act based on the law and regulations.

The information of the Company's restricted stock was as follows:

	Unit: in thousand shares	
	<u>2023</u>	<u>2022</u>
Outstanding units on January 1	1,118	2,154
Granted during the year	1,300	-
Forfeited during the year	(614)	(92)
Exercised during the year	-	(944)
Outstanding units on December 31	<u><u>1,804</u></u>	<u><u>1,118</u></u>

As of December 31, 2023 and 2022, the unearned employee compensation balances were \$6,163 and \$2,702, respectively. A total of 614 thousand and 92 thousand employee restricted shares were retrieved and canceled due to failure or loss of qualifications to meet the vesting requirements for the years ended December 31, 2023 and 2022, respectively. The effective date of capital reduction was March 15, 2023 and March 16, 2022, and the related registration procedures have been completed.

The expenses incurred by the Group for employee restricted shares were \$4,001 and \$3,354 for the year ended December 31, 2023 and 2022, respectively.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(u) Earnings (losses) per share

Basic earnings (losses) per share for the years ended December 31, 2023 and 2022 were computed as follows:

	<b>2023</b>	<b>2022</b>
<b>Basic earnings per share</b>		
Belong to parent company net loss	\$ <u>(29,820)</u>	<u>(13,759)</u>
Weighted-average number of outstanding shares (in thousands)	<u>50,655</u>	<u>50,489</u>
Basic earnings (losses) per share (dollars)	\$ <u>(0.59)</u>	<u>(0.27)</u>
<b>Diluted earnings per share</b>		
Belong to parent company net loss	\$ <u>(29,820)</u>	<u>(13,759)</u>
Weighted-average number of outstanding common shares (in thousands)	50,655	50,489
Employee restricted shares	-	-
Weighted-average number of outstanding common shares (After adjusting for dilutive potential common share impact)	<u>50,655</u>	<u>50,489</u>
Diluted earnings (losses) per share (dollars)	\$ <u>(0.59)</u>	<u>(0.27)</u>

In 2023 and 2022, the employee restricted shares had an anti-dilutive effect; hence, no diluted losses per share were required to be computed.

(v) Revenue from contracts with customers

(i) Disaggregation of revenue

	<b>2023</b>	<b>2022</b>
<b>Primary geographical markets:</b>		
Netherlands	\$ 63,223	71,771
Germany	158,452	185,916
Switzerland	37,825	44,215
United States	82,285	84,051
Others	<u>168,802</u>	<u>208,469</u>
	<u>\$ 510,587</u>	<u>594,422</u>
<b>Major products / services lines:</b>		
LED monitors	\$ 495,037	569,307
Medical equipment	1,207	2,539
Other accessories	9,133	17,373
Rental income	<u>5,210</u>	<u>5,203</u>
	<u>\$ 510,587</u>	<u>594,422</u>

(Continued)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(ii) Contract balances

- 1) For details on notes and accounts receivable and allowance for impairment, please refer to note 6(c).
- 2) Contract liabilities

	<b>December 31, 2023</b>	<b>December 31, 2022</b>	<b>January 1, 2022</b>
Contract liabilities			
(Receipt in advance)	\$ <b>4,391</b>	<b>3,281</b>	<b>260</b>

The major change in the balance of contract liabilities is the difference between the time frame in the performance obligation to be satisfied and the payment to be received.

The amount of revenue recognized for the years ended December 31, 2023 and 2022, that included in the contract liability balance at the beginning of the periods were \$1,536 and \$260, respectively.

(w) Employees' compensation and directors' remuneration

According to the Company's Articles of Incorporation require that earning shall first be offset against any deficit, then, a minimum of 10% will be distributed as employees' remuneration and a maximum of 2% will be allocated as directors' remuneration. Employees who are entitled to receive the above-mentioned employee remuneration, in share or cash, include the employees of the subsidiaries of the Company who meet certain specific requirement. Related information would be available at the Market Observation Post System website.

Due to loss before tax for the years ended December 31, 2023 and 2022, no employees' compensation and directors' remuneration was recognized.

(x) Financial instruments

(i) Credit risk

- 1) Exposure to credit risk

The carrying amount of financial assets represents the maximum amount exposed to credit risk.

- 2) Concentration to credit risk

Because the Group caters to a wide variety of customers, has a diverse market distribution, and does not concentrate its transaction significantly with single customer. Therefore, the Concentrating of credit risk of accounts receivable was not significant. In order to reduce the credit risk, the Group monitors the financial conditions of its customers regularly. However, the Group does not require its customers to provide any collateral.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(ii) Credit risk of receivables and debt securities

For credit risk exposure of note and accounts receivables, please refer to note 6(c).

Other financial assets at amortized cost includes cash and cash equivalents, other receivables, and guaranteed deposits, are considered to have low risk, and thus, the impairment provision recognized during the period is limited to 12 months expected losses.

(iii) Liquidity risk

The following table shows the contractual maturities of financial liabilities, including estimated interest payments:

	<u>Carrying amount</u>	<u>Contractual cash flows</u>	<u>Within a year</u>	<u>Over 1 year</u>
<b>December 31, 2023</b>				
Non-derivative financial liabilities:				
Short-term borrowings	\$ 191,685	(192,360)	(192,360)	-
Notes and accounts payable	63,656	(63,656)	(63,656)	-
Lease liabilities (including current and non-current)	6,670	(6,832)	(4,149)	(2,683)
Other payables	34,481	(34,481)	(34,481)	-
Guaranteed deposits	<u>906</u>	<u>(906)</u>	<u>-</u>	<u>(906)</u>
	<u>\$ 297,398</u>	<u>(298,235)</u>	<u>(294,646)</u>	<u>(3,589)</u>
<b>December 31, 2022</b>				
Non-derivative financial liabilities:				
Bonds payable, current portion	\$ 17,099	(17,908)	(17,908)	-
Short-term borrowings	241,358	(243,124)	(243,124)	-
Notes and accounts payable	14,856	(14,856)	(14,856)	-
Lease liabilities (including current and non-current)	16,191	(16,676)	(9,862)	(6,814)
Other payables	33,941	(33,941)	(33,941)	-
Guaranteed deposits	891	(891)	-	(891)
Convertible bonds-conversion right (recognized as financial liabilities at fair value through profit or loss)	<u>2,842</u>	<u>(2,842)</u>	<u>(2,842)</u>	<u>-</u>
	<u>\$ 327,178</u>	<u>(330,238)</u>	<u>(322,533)</u>	<u>(7,705)</u>

The Group does not expect the cash flows included in the maturity analysis, to occur significantly earlier or at significantly different amounts.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(iv) Market risk

1) Currency risk (expressed in thousands for foreign currencies)

The Group's financial assets and liabilities exposed to significant foreign currency risk were as follows:

	December 31, 2023			December 31, 2022		
	Foreign currency	Exchange rate	NTD	Foreign currency	Exchange rate	NTD
Financial assets						
Monetary items						
USD	\$	809 USD/NTD =30.705	24,840	1,768 USD/NTD =30.71		54,295
USD		355 USD/EUR =1.1067	393	38 USD/EUR =1.0655		40
Financial liabilities						
Monetary items						
USD		1,860 USD/NTD =30.705	57,111	718 USD/NTD =30.71		22,050
USD		133 USD/EUR =1.1067	147	2 USD/EUR =1.0655		2

2) Sensitivity analysis

The Group's exposure to foreign currency risk arises from the translation of foreign currency exchange gains and losses on cash and cash equivalents, notes and accounts receivable, other receivables, short-term borrowings, notes and accounts payable, and other payables that are denominated in foreign currency.

A weakening (strengthening) 5% of each foreign currency against the functional currency, under other conditions remain the same, loss before tax for the years ended December 31, 2023 and 2022 would have been affected as follows:

	December 31, 2023	December 31, 2022
USD (against NTD)		
Appreciate 5%	\$ (1,614)	1,612
Depreciate 5%	1,614	(1,612)
USD (against EUR)		
Appreciate 5%	12	2
Depreciate 5%	(12)	(2)

The analysis is performed on the same basis for both periods.

(Continued)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

3) Foreign exchange gains and losses on monetary items

As the Group deals in diverse foreign currencies, gains and losses on foreign exchange were summarized as a single amount for disclosure. For the years ended December 31, 2023 and 2022, the foreign exchange gains, including realized and unrealized ones, amounted to \$2,738 and \$3,692, respectively.

(v) Interest rate analysis

Please refer to liquidity risk for the details of financial assets and liabilities exposed to interest rate risk.

	Carrying amount	
	December 31, 2023	December 31, 2022
Variable rate instruments:		
Financial assets	\$ 99,637	75,120
Financial liabilities	(191,685)	(241,358)

The following sensitivity analysis is based on the risk exposure to interest rate on the derivative and non-derivative financial instruments on the reporting date. The rate of change is expressed as the interest rate increases or decreases by 0.25% when reporting to management internally, which also represents management of the Group's assessment on the reasonably possible interval of interest rate change.

If the interest rate had increased or decreased by 0.25%, the net loss before tax would have increased or decreased by \$230 and \$416 for the years ended December 31, 2023 and 2022, respectively, which would mainly result from the bank savings, time deposits and short-term borrowings with variable interest rates at the reporting date.

(vi) Fair value of financial instruments

1) Fair value hierarchy

The fair value of financial assets and liabilities at fair value through profit or loss, financial instruments used for hedging and of financial assets at fair value through other comprehensive income are measured on a recurring basis.

Different levels of the fair value hierarchy to be used in determining the fair value of financial instruments are as follows:

- a) Level 1: quoted prices (unadjusted) in active markets for identifiable assets or liabilities.
- b) Level 2: inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly (i.e. prices) or indirectly (i.e. derived from prices).
- c) Level 3: inputs for the assets or liabilities that are not based on observable market data.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

The carrying amount and fair value of the Group's financial assets and liabilities, including the information on fair value hierarchy were as follows; however, except as described in the following paragraphs, for financial instruments not measured at fair value whose carrying amount is reasonably close to the fair value, and for equity investments that has no quoted prices in the active markets and lease liabilities, disclosure of fair value information is not required:

	<b>December 31, 2023</b>				
	<u>Book value</u>	<u>Fair value</u>			<u>Total</u>
		<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	
<b>Financial assets measured at amortized cost:</b>					
Cash and cash equivalents	\$ 112,673	-	-	-	-
Notes and accounts receivable	43,204	-	-	-	-
Other receivables	442	-	-	-	-
Restricted deposits (recognized as other non-current assets)	2,334	-	-	-	-
Guaranteed deposits (recognized as other non-current assets)	<u>2,950</u>	-	-	-	-
	<b><u>\$ 161,603</u></b>				
<b>Financial liabilities measured at amortized cost:</b>					
Short-term borrowing	191,685	-	-	-	-
Notes and accounts payable	63,656	-	-	-	-
Lease liabilities (current and non-current)	6,670	-	-	-	-
Other payables	34,481	-	-	-	-
Guaranteed deposits	<u>906</u>	-	-	-	-
	<b><u>\$ 297,398</u></b>				

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

	December 31, 2022				
	Book value	Fair value			Total
		Level 1	Level 2	Level 3	
<b>Financial assets measured at amortized cost:</b>					
Cash and cash equivalents	\$ 101,579	-	-	-	-
Notes and accounts receivable	59,034	-	-	-	-
Other receivables	377	-	-	-	-
Restricted deposits (recognized as other non-current assets)	2,444	-	-	-	-
Guaranteed deposits (recognized as other non-current assets)	<u>3,102</u>	-	-	-	-
	<b><u>\$ 166,536</u></b>				
<b>Financial liabilities at fair value through profit or loss:</b>					
Derivative financial liabilities	\$ <u>2,842</u>	-	-	2,842	2,842
Subtotal	<u>2,842</u>	<u>-</u>	<u>-</u>	<u>2,842</u>	<u>2,842</u>
<b>Financial liabilities measured at amortized cost:</b>					
Convertible bonds - debt component	17,099	-	-	-	-
Short-term borrowing	241,358	-	-	-	-
Notes and accounts payable	14,856	-	-	-	-
Lease liabilities (current and non-current)	16,191	-	-	-	-
Other payables	33,941	-	-	-	-
Guaranteed deposits	<u>891</u>	-	-	-	-
	<u>324,336</u>				
	<b><u>\$ 327,178</u></b>				

2) Fair value valuation technique for financial instruments not measured at fair value

The book value of financial assets and liabilities at amortized cost in the consolidated report is approximately its fair value.

3) Fair value valuation technique for financial instruments measured at fair value

a) Non-derivative financial instruments

A financial instrument will use the public quoted price from active market as the fair value if it has the public quoted price from active market.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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Measurements of fair value of financial instruments without an active market are based on a valuation technique or quoted price from a competitor. Fair value measured by using a valuation technique can be extrapolated from similar financial instruments, the discounted cash flow method, or other valuation technique including a model using observable market data at the reporting date.

b) Derivative financial instruments

Measurement of fair value of derivative instruments is based on the valuation techniques that are generally accepted by the market participants such as the discounted cash flow or option pricing models.

- 4) There was no transfer among fair value hierarchies for the years ended December 31, 2023 and 2022.
- 5) Reconciliation of Level 3 financial assets

	<b>Non derivative mandatorily measured at fair value through profit or loss</b>
	\$
Balance on January 1, 2023 (same as balance on December 31, 2023)	-
Balance on January 1, 2022	7,113
Elimination through consolidation	(7,113)
Balance on December 31, 2022	-

- 6) Quantified information on significant unobservable inputs (Level 3) used in fair value measurement

The Group's financial instruments that use Level 3 inputs to measure the fair value include "financial assets measured at fair value through profit or loss – convertible bonds".

Quantified information of significant unobservable inputs was as follows:

Item	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Financial assets measured at fair value through profit or loss – convertible bonds	Option Pricing Model-Formula Method	Discounted rate in lack of marketability as of December 31, 2023 and 2022 were 37.02% and 30.68%	The higher the lack of marketability discount rate is, the lower the fair value will be.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(y) Financial risk management

(i) Briefings

The Group is exposed to the following risks arising from financial instruments :

- 1) Credit risk
- 2) Liquidity risk
- 3) Market risk

In this note expressed the information on risk exposure and objectives, policies and process of risk measurement and management. For detailed information, please refer to the related notes of each risk.

(ii) Structure of risk management

The Group's finance department provides business services for the overall internal department. It sets the objectives, policies and processes for managing the risk and the methods used to measure the risk arising from both domestic and international financial market operations.

The Group minimizes the risk exposure through derivative financial instruments. The Board of Directors regulated the use of derivative and non-derivative financial instruments in accordance with the Group's policy about risks arising from financial instruments such as currency risk, interest rate risk, credit risk, the use of non-derivative financial instruments, and the investments of excess liquidity. The internal auditors of the Group continue with the review of the amount of the risk exposure in accordance with the Group's policy and the risk management policies and procedures. The Group has no transactions in financial instruments for the purpose of speculation.

(iii) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and cash and cash in banks.

1) Accounts receivable and other receivables

The Group has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. Purchase limits are established for each customer, and these limits are reviewed periodically. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group only on a prepayment basis. The Group constantly assesses the financial status of the customers.

The Group's customers are mainly from wide range customer base. The Group does not concentrate on a specific customer, thus, there should be no concern on the significant concentrations of accounts receivable credit risk. And in order to mitigate accounts receivable credit risk, the Group constantly assesses the financial status of the customers, and does not request the customers to provide any guarantee or security.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

2) Investment

The exposure to credit risk for the bank deposits and other financial instruments is measured and monitored by the Group's finance department. The Group deposits the cash in different financial institutions for the purpose of controlling the credit risk in each financial institution. Therefore, there is no significant credit risk of bank deposits.

3) Guarantees

Please refer to note 13(a) for the Company provide financial guarantees to its subsidiaries as of December 31, 2023.

(iv) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Group manages sufficient cash and cash equivalents so as to cope with its operations and mitigate the effects of fluctuations in cash flows. The Group's management supervises the banking facilities and ensures in compliance with the terms of the loan agreements.

The loans and borrowings from the bank forms an important source of liquidity for the Group. As of December 31, 2023 and 2022 the unused short-term bank facilities were \$269,462 and \$236,922, respectively.

(v) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates that will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

1) Currency risk

The Group is exposed to currency risk on sales and purchases that are denominated in a currency other than the respective functional currencies of the Group's entities, primarily, the New Taiwan Dollars (TWD), Euro (EUR), US Dollars (USD), and Chinese Yuan (CNY).

2) Interest rate risk

The Group borrows funds on variable interest rates, which has a risk exposure in cash flow.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(z) Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consists of ordinary shares and retained earnings.

The Group monitors the capital structure by way of periodical review on the liability ratio. The Group's capital is the "total equity" in the consolidated balance sheets, same as the total liabilities being subtracted to the total assets.

As of December 31, 2023 and 2022, the liability ratios were as follows:

	<u>December 31,</u> <u>2023</u>	<u>December 31,</u> <u>2022</u>
Total liabilities	\$ 311,924	339,772
Total assets	720,523	770,953
Liability ratio	43 %	43 %

As of December 31, 2023, there were no changes in the Group's approach of capital management.

(aa) Investing and financing activities not affecting current cash flow

- (i) The Group's investing and financing activity which did not affect the current cash flow for the years ended December 31, 2023 and 2022 were as follows: The acquisition of right-of-use assets by lease, please refer to note 6(i).
- (ii) Reconciliations of liabilities arising from financing activities were as follows:

	<u>January 1,</u> <u>2023</u>	<u>Cash flows</u>	<u>Non-cash changes</u>			<u>December 31,</u> <u>2023</u>
			<u>Changes in non-controlling interests</u>	<u>Other</u>	<u>Effect of movements in exchange rates</u>	
Short-term borrowings	\$ 241,358	(49,673)	-	-	-	191,685
Bonds payable	17,099	-	(22,092)	4,993	-	-
Deposits received	891	15	-	-	-	906
Lease liabilities	16,191	(9,746)	-	-	225	6,670
Total liabilities from financing activities	<u>\$ 275,539</u>	<u>(59,404)</u>	<u>(22,092)</u>	<u>4,993</u>	<u>225</u>	<u>199,261</u>

  

	<u>January 1,</u> <u>2022</u>	<u>Cash flows</u>	<u>Non-cash changes</u>			<u>December 31,</u> <u>2022</u>
			<u>Acquisition through business combination</u>	<u>Effect of movements in exchange rates</u>		
Short-term borrowings	\$ 201,031	34,227	6,100	-	-	241,358
Bonds payable	-	17,099	-	-	-	17,099
Deposits received	891	-	-	-	-	891
Lease liabilities	14,738	(8,471)	9,352	572	-	16,191
Total liabilities from financing activities	<u>\$ 216,660</u>	<u>42,855</u>	<u>15,452</u>	<u>572</u>	<u>-</u>	<u>275,539</u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

**(7) Related-party transactions:**

(a) Names and relationship with related parties

The followings are entities that have had transactions with the Group during the periods covered in the consolidated financial statements.

<u>Name of related party</u>	<u>Relationship with the Group</u>
Taiwan Biophotonic Corporation (tBPC)	An associate (note1)
Yu-Teng, Li	Substantial related party (tBPC's director)(note2)

note1: Listed as the subsidiaries of consolidated financial statements since April, 2022.

note2: The individual was no longer a related party since April 2023.

(b) Significant transactions with related parties

(i) Borrow from related party and interest

<u>Account</u>	<u>Category of related party</u>	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Short-term borrowings	Substantial related party	\$ <u>          -</u>	<u>      5,175</u>
Interest expense		\$ <u>      52</u>	<u>      112</u>

The interest rates of the Group's unsecured borrowings from related party was negotiated by both parties. The above mentioned borrowings and associated interest expenses had been fully paid in June 2023.

(c) Key management personnel transactions

Key management personnel compensation comprised:

	<u>2023</u>	<u>2022</u>
Short-term employee benefits	\$ 15,625	16,759
Post-employment benefits	<u>      596</u>	<u>      515</u>
	<u>\$ 16,221</u>	<u>17,274</u>

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
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**(8) Assets pledged as security:**

The carrying amounts of pledged assets were as follows:

<u>Pledged assets</u>	<u>Object</u>	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Land and buildings	Guarantee for short-term loans and credit line	\$ 114,434	115,281
Investment property	"	158,918	160,101
Restricted deposits (recongized as other non-current assets)	Warranty guarantee	2,334	2,444
Intangible assets	Bonds payable	<u>1,377</u>	<u>765</u>
		<u>\$ 277,063</u>	<u>278,591</u>

**(9) Commitments and contingencies:**

As of December 31, 2023 and 2022, the unused balances of the Group's letters of credit amounted to \$17,853 and \$7,034 respectively.

**(10) Losses due to major disasters: None.**

**(11) Subsequent events:**

In order to fully reflect the current use status and value of investment properties, the Group announced that on March 11, 2024, the Board of Directors resolved to change the accounting policy for the subsequent measurement of investment properties from the cost model to the fair value model starting from January 1, 2024.

This accounting change is expected to be retrospectively adjusted to increase the retained earnings in the consolidated financial statements by \$62,707, while increasing investment properties by \$64,899 and deferred tax liabilities by \$2,192, respectively. Investment properties at December 31, 2023 increased by \$74,082 due to an increase of \$8,000 in fair value adjustment gains and a decrease of \$1,183 in lease costs – depreciation expense in 2023.

In summary, as of December 31, 2023, the increase in retained earnings due to the adoption of the fair value model is expected to be retrospectively adjusted by a total of \$71,890.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

**(12) Other:**

(a) A summary of employee benefits, depreciation, and amortization, by function, is as follows:

By item	2023			2022		
	Cost of sales	Operating expenses	Total	Cost of sales	Operating expenses	Total
Employee benefits						
Salary	585	118,984	119,569	2,177	115,079	117,256
Labor and health insurance	91	14,189	14,280	223	13,563	13,786
Pension	33	5,464	5,497	101	5,087	5,188
Others	(4)	2,972	2,968	7	2,971	2,978
Depreciation	4,117	10,323	14,440	3,498	9,667	13,165
Amortization	903	6,328	7,231	585	4,699	5,284

Note: The depreciation for the years ended December 31, 2023 and 2022 included the depreciation of investment property amounted to \$1,183 in both.

**(13) Other disclosures:**

(a) Information on significant transactions

The followings are the information on significant transactions required by the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” of the Group for the year ended December 31, 2023:

- (i) Loans to other parties: None.
- (ii) Guarantees and endorsements for other parties:

(In Thousands of New Taiwan Dollars and foreign currencies)

No.	Name of guarantor	Counter-party of guarantee and endorsement		Limitation on amount of guarantees and endorsements for a specific enterprise	Highest balance of guarantees and endorsements during the period	Balance of guarantees and endorsements as of reporting date	Actual usage amount during the period	Amount of property pledged for guarantees and endorsements	Ratio of accumulated amounts of guarantees and endorsements to net worth of the latest financial statements	Maximum amount of guarantees and endorsements	Parent company endorsements/ guarantees to third parties on behalf of subsidiary	Subsidiary endorsements/ guarantees to third parties on behalf of parent company	Endorsements/ guarantees to third parties on behalf of companies in Mainland China
		Name	Relationship with the Company										
0	The Company	AG Neovo B.V	100% owned subsidiary	401,718	150,000	150,000	-	-	37.34 %	401,718	Yes	No	No
0	The Company	AG Neovo USA	100% owned subsidiary	401,718	40,000	40,000	3,685	-	9.96 %	401,718	Yes	No	No

Note : According to the Company's Procedures for Endorsement and Guarantee, the total amount of endorsements and guarantees, which the Company or the Group is permitted to provide, shall not exceed 100% of the Company's net worth.

(Continued)



**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

- (iii) Information regarding securities held at the reporting date (excluding subsidiaries, associates and joint ventures):

(In Thousands of New Taiwan Dollars and shares (units))

Company holding securities	Security type and name	Relationship with the Company	Account	December 31, 2023				Highest balance during the year		Remark
				Shares/Units	Carrying value	Percentage of ownership	Fair value	Shares/Units (thousands)	Percentage of ownership (%)	
The Company	IRONYUN INCORPORATED	-	Financial assets measured at fair value through other comprehensive income – non-current	6,025	-	3.54 %	-	6,025	6.79 %	Note 1
The Company	Convertible bonds (tBPC)	-	Financial assets measured at fair value through profit or loss-non-current	300	30,000	- %	30,000	300	- %	Note 2

Note 1: Stocks are comprised of 552 preferred shares and 5,473 common shares at the reporting date.

Note 2: The left transactions have been eliminated in the preparation of consolidated financial statements.

- (iv) Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$300 million or 20% of the capital stock: None.
- (v) Acquisition of individual real estate with amount exceeding the lower of NT\$300 million or 20% of the capital stock: None.
- (vi) Disposal of individual real estate with amount exceeding the lower of NT\$300 million or 20% of the capital stock: None.
- (vii) Related-party purchases and sales with amounts exceeding the lower of NT\$100 million or 20% of the capital stock:

(In Thousands of New Taiwan Dollars)

Company name	Related party	Nature of relationship	Transaction details				Transactions with terms different from others		Notes/Accounts receivable (payable)		Remark
			Purchase/(Sale)	Amount	Percentage of total purchases (sales)	Payment terms	Unit price	Payment terms	Ending balance	Percentage of total notes/accounts receivable (payable)	
The Company	AG Neovo B.V	100% owned subsidiary	(Sale)	(248,431)	(49) %	90 days net from date of invoice	The price is not comparable with that of the general customers.	90 days net from date of invoice; actual payments would depend on the capital demand.	Note 1	-%	Note 2

Note 1 : As of December 31, 2023, the amount of receipt in advance was \$100,057.

Note 2 : The left transactions have been eliminated in the preparation of consolidated financial statements.

- (viii) Receivables from related parties with amounts exceeding the lower of NT\$100 million or 20% of the capital stock: None.
- (ix) Trading in derivative instruments: None.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(x) Significant transactions and business relationship between the Company and its subsidiaries:

(In Thousands of New Taiwan Dollars)

No. (Note 1)	Company name	Counter party	Relationship (Note 2)	2023 Intercompany transactions			Percentage of the consolidated net revenue or total assets
				Accounts	Amount	Terms	
0	The Company	AG Neovo B.V	1	Operating revenues	248,431	The price is marked up based on the cost; and the payment terms depends on the capital demand.	48.66 %
0	The Company	AG Neovo B.V	1	Receipt in advance	100,057	The price is marked up based on the cost; and the payment terms depends on the capital demand.	13.89 %
0	The Company	AG Neovo USA	1	Operating revenues	34,775	The price is marked up based on the cost; and the payment terms depends on the capital demand.	6.81 %
0	The Company	AG Neovo USA	1	Receipt in advance	28,170	The price is marked up based on the cost; and the payment terms depends on the capital demand.	3.91 %

Note 1: The numbers filled in as follows:

- 1.0 represents the Company.
2. Subsidiaries are sorted in a numerical order starting from 1.

Note 2: Relationship with the transactions labeled as follows:

- 1 represents the transactions from the parent company to its subsidiaries.
- 2 represents the transactions between the subsidiaries and the parent company.
- 3 represents the transactions between subsidiaries.

(b) Information on investees:

The following is the information on investees for the year ended December 31, 2023 (excluding information on investees in Mainland China):

(In Thousands of New Taiwan Dollars/ foreign currencies and shares in thousand units)

Name of investor	Name of investee	Location	Main businesses and products	Original investment amount		Ending Balance as of December 31, 2023			Highest balance during the year		Net income (loss) of the Investee (Note2)	Investment income (loss) recognized by the investor (Note2)	Remark
				December 31, 2023 (Note 1)	December 31, 2022 (Note 1)	Shares	Percentage of ownership	Carrying amount (Note 1)	Shares	Percentage of ownership			
The Company	AG Neovo International	British Virgin Islands	Investment	343,957	343,957	0.8	100 %	30,595	0.8	100 %	(276)	(276)	Note 3
The Company	AG Neovo B.V	Netherlands	Sales of LCD monitors	187,013	187,013	4.8	100 %	215,575	4.8	100 %	2,284	2,284	"
The Company	AG Neovo Investment	British Virgin Islands	Investment	14,796	14,796	0.5	100 %	1,954	0.5	100 %	(2,073)	(2,073)	"
The Company	Taiwan Biophotonic Corporation	Taiwan	Research and development, manufacture and sale of medical equipment and health care products	126,455	92,327	198,734	57 %	9,028	101,534	67 %	(58,583)	(30,255)	Note 4
AG Neovo International	AG Neovo USA	U.S.A.	Sales of LCD monitors and medical equipment	92,115 (US\$3,000)	92,115 (US\$3,000)	702	100 %	26,050 (US\$848)	702	100 %	(1,345) (US\$43)	Recognized by AG Neovo International	Note 3

Note 1: The amounts in New Taiwan Dollars were translated at the exchange rates of USD30.705 at reporting date.

Note 2: The amounts in New Taiwan Dollars were translated at the exchange rates of USD31.1811 based on the average exchange rate at reporting date.

Note 3: The left transactions have been eliminated in the preparation of the consolidated financial statements.

Note 4: The total amount included the reversal of bonds valuation loss of \$1,462.

(Continued)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(c) Information on investment in mainland China:

(i) The related information on investees in Mainland China:

(In Thousands of New Taiwan Dollars/foreign currencies and shares in thousand units)

Name of investee	Main businesses and products	Total amount of paid-in capital (Note 2)	Method of investment	Accumulated outflow of investment from Taiwan as of January 1, 2023 (Note 2)	Investment		Accumulated outflow of investment from Taiwan as of December 31, 2023 (Note 2)	Net income (loss) of the investee company (Note 3)	Percentage of ownership	Highest balance during the year		Investment income (loss) recognized (Notes 3)	Carrying amount as of December 31, 2023 (Note 2)	Accumulated remittance of earnings as of December 31, 2023
					Outflow	Inflow				Shares	Percentage of ownership			
AG Neovo (Shanghai)	Sales of LCD monitors	15,353 (US\$500)	Note 1	15,353 (US\$500)	-	-	15,353 (US\$500)	(2,073) (US\$66)	100%	-	100%	(2,073) (US\$66)	1,954 (US\$64)	-

(ii) Upper limit on investment in Mainland China:

(In Thousands of New Taiwan Dollars and foreign currencies)

Accumulated investment in Mainland China as of December 31, 2023 (Notes 2 and 4)	Investment amounts authorized by Investment Commission, MOEA (Notes 2 and 4)	Upper limit on investment
123,925 (US\$4,036)	123,925 (US\$4,036)	241,031

Note 1 : Indirect investment in Mainland China through companies registered in the third region.

Note 2 : The amounts in New Taiwan Dollars were translated at the exchange rates of USD30.705 at reporting date.

Note 3 : The amounts in New Taiwan Dollars were translated at the exchange rates of USD31.1811 based on the average exchange rate at reporting date.

Note 4 : Including the withdrawn amount of investment from the Shanghai CIMC Baowell Industries Co., Ltd.

(iii) Significant transactions: None.

(d) Major shareholders:

Shareholder's Name	Shareholding	Shares	Percentage
CTBC in custody for Top Group Holdings, Ltd.		8,011,294	14.50 %
David Pi		3,502,541	6.34 %

**(14) Segment information:**

(a) General Information

The major business activities of the Group are (1)research, development and sale of LCD monitors and related components, (2)sale of medical equipment, (3)real estate rental business and (4)research and development, manufacture and sale of medical equipment and health care products. Our reportable operating segments based on the sales operation area are Europe, Americas, Taiwan and others.

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**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

- (b) Reportable segments profit or loss, segment assets, segment liabilities, and their measurement and reconciliations.

The accounting policies of operating segments are the same as those described in note 4 “significant accounting policies”. The operating segment information was as follows:

	2023					
	Europe	America	Taiwan	Others	Adjustment & elimination	Total
<b>Revenue</b>						
Revenue from external customers	\$ 410,211	79,267	18,848	2,261	-	510,587
Revenue from segments	<u>3,468</u>	<u>897</u>	<u>283,206</u>	<u>36</u>	<u>(287,607)</u>	<u>-</u>
	<u>\$ 413,679</u>	<u>80,164</u>	<u>302,054</u>	<u>2,297</u>	<u>(287,607)</u>	<u>510,587</u>
<b>Reportable segment profit (loss)</b>	<u>\$ 2,681</u>	<u>(2,514)</u>	<u>(41,062)</u>	<u>(46,698)</u>	<u>31,696</u>	<u>(55,897)</u>
<b>Reportable segment assets</b>						<u>\$ 720,523</u>
<b>Reportable segment liabilities</b>						<u>\$ 311,924</u>
	2022					
	Europe	America	Taiwan	Others	Adjustment & elimination	Total
<b>Revenue</b>						
Revenue from external customers	\$ 479,638	84,205	20,378	10,201	-	594,422
Revenue from segments	<u>14,774</u>	<u>3,189</u>	<u>331,678</u>	<u>68</u>	<u>(349,709)</u>	<u>-</u>
	<u>\$ 494,412</u>	<u>87,394</u>	<u>352,056</u>	<u>10,269</u>	<u>(349,709)</u>	<u>594,422</u>
<b>Reportable segment profit (loss)</b>	<u>\$ 47</u>	<u>(2,515)</u>	<u>(15,980)</u>	<u>(25,257)</u>	<u>13,256</u>	<u>(30,449)</u>
<b>Reportable segment assets</b>						<u>\$ 770,953</u>
<b>Reportable segment liabilities</b>						<u>\$ 339,772</u>

- (c) Production information

The Group’s information about the revenue from external customers, please refer note 6(v).

- (d) Geographic information

The Group’s sales presented by customer location and non-current assets presented by location, refer note 6(v), and the geographic information of non-current assets were as follows:

Non-current assets:

<u>Country</u>	<u>2023</u>	<u>2022</u>
Taiwan	\$ 312,644	330,561
Others	<u>2,017</u>	<u>11,305</u>
	<u>\$ 314,661</u>	<u>341,866</u>

Non-currents assets included property, plant and equipment, investments property, intangible assets and other assets but don’t include financial instruments and deferred tax assets.

(Continued)

**ASSOCIATED INDUSTRIES CHINA, INC. AND SUBSIDIARIES**  
**Notes to the Consolidated Financial Statements**

(e) Information about major customers

The details of sales revenue from external customers exceeded 10% of the amount of the consolidated statements of comprehensive income were as follows:

<u>Customer</u>	<u>2023</u>	<u>2022</u>
Company A	\$ <u>57,971</u>	<u>72,979</u>