

**ARES INTERNATIONAL CORP. AND
SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2022 AND 2021**

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Ares International Corp.

Opinion

We have audited the accompanying consolidated balance sheets of Ares International Corp. and subsidiaries (the “Group”) as at December 31, 2022 and 2021, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, based on our audits and reports of other auditors, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the “Regulations Governing Auditing and Attestation of Financial Statements by 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Group's 2022 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2022 consolidated financial statements are stated as follows:

Service revenue recognition

Description

Refer to Note 4(24) for accounting policies on service revenue and Note 6(16) for details of service revenue accounts.

The Group recognises service revenue by considering the possibility of incurred cost recovery when unable to reasonably measure the performance obligation result of the service contract. The Group recognises service revenue within the amount of incurred costs when the incurred costs are likely to be recovered before the acceptance by the client. At the time the work performed is accepted by the client, the service revenue for the period is recognised based on the difference between the total contract price and accumulated recognised service revenue. As the timing of service revenue recognition is affected by the accuracy of the time of client acceptance, service revenue recognition was identified as a key audit matter.

How our audit addressed the matter

The procedures that we have performed in response to specific aspects of the abovementioned key audit matter are summarised as follows:

- A. Obtained an understanding of the internal controls over the service revenue process and assessed the effectiveness of its implementation.
- B. Obtained a summary of service revenue and performed the following audit procedures on contracts which could not be reasonably estimated:
 - (a) Service contracts accepted by the client during the year:

- Sampled and checked the certificate of client acceptance confirmation.
- Verified the total contract price.
- Ascertained whether the date on the certificate of acceptance was consistent with the timing of the recognition of service revenue and the appropriate accounting entry was made.

(b) Service contracts which have not been accepted by the client during the year:

- Reconciled the amount of input costs with service revenue recognition.
- Sampled and checked the consistency between the input costs and original documents.

Other matter – Reference to the audits of other auditors

We did not audit the financial statements of certain investments accounted for under the equity method which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in respect of these associates, is based solely on the reports of the other auditors. The balance of these investments accounted for under the equity method amounted to NT\$123,734 thousand and NT\$88,867 thousand, constituting 8.79% and 6.66% of the total assets as at December 31, 2022 and 2021, respectively, and the comprehensive income recognised from associates and joint ventures accounted for under the equity method amounted to NT\$28,463 thousand and NT\$25,588 thousand, constituting 19.18% and 21.67% of the total comprehensive income for the years then ended, respectively.

Other matter – Parent company only financial reports

We have audited and expressed an unqualified opinion on the parent company only financial statements of Ares International Corp. as at and for the years ended December 31, 2022 and 2021.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the International Financial Reporting Standards, International Accounting

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

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgement 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 auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

CPA Lin, Yi-Fan
CPA Liao, Fu-Ming

For and on behalf of PricewaterhouseCoopers, Taiwan
March 22, 2023

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Assets			December 31, 2022		December 31, 2021			
			AMOUNT	%	AMOUNT	%		
Current assets								
1100	Cash and cash equivalents	6(1)	\$	574,013	41	\$	552,771	42
1136	Financial assets at amortised cost - current	6(2) and 8		316,110	22		283,321	21
1140	Contract assets - current	6(16)		99,294	7		87,200	7
1150	Notes receivable, net	6(3)		26	-		-	-
1170	Accounts receivable, net	6(3)		122,541	9		152,095	11
1180	Accounts receivable - related parties, net	7		1,108	-		-	-
1200	Other receivables			2,444	-		1,851	-
1410	Prepayments	6(4)		42,383	3		30,524	2
1470	Other current assets	8		50,489	4		55,333	4
11XX	Total current assets			1,208,408	86		1,163,095	87
Non-current assets								
1550	Investments accounted for using the equity method	6(6)		146,761	10		110,324	8
1600	Property, plant and equipment, net	6(7)		4,714	-		5,245	-
1755	Right-of-use assets	6(8)		6,755	1		20,686	2
1780	Intangible assets			201	-		541	-
1840	Deferred income tax assets	6(22)		32,698	2		27,597	2
1900	Other non-current assets	8		7,642	1		7,658	1
15XX	Total non-current assets			198,771	14		172,051	13
1XXX	Total assets		\$	1,407,179	100	\$	1,335,146	100

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ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			December 31, 2022		December 31, 2021			
			Notes	AMOUNT	%	AMOUNT	%	
Current liabilities								
2130	Contract liabilities - current	6(16)	\$	156,697	11	\$	141,855	11
2150	Notes payable			-	-		264	-
2170	Accounts payable	6(9)		50,455	4		62,331	5
2200	Other payables	6(10)		146,064	11		135,256	10
2230	Current income tax liabilities			33,374	2		18,776	2
2250	Provisions for liabilities - current	6(12)		7,631	1		5,003	-
2280	Lease liabilities - current			4,820	-		16,231	1
21XX	Total current liabilities			399,041	29		379,716	29
Non-current liabilities								
2580	Non-current lease liabilities			2,151	-		4,730	-
2640	Non-current accrued pension liabilities	6(11)		128,842	9		131,822	10
25XX	Total non-current liabilities			130,993	9		136,552	10
2XXX	Total liabilities			530,034	38		516,268	39
Equity attributable to owners of parent								
	Share capital	6(13)						
3110	Common stock			472,539	34		472,539	35
	Capital surplus	6(14)						
3200	Capital surplus			158,764	11		142,878	11
	Retained earnings	6(15)						
3310	Legal reserve			80,434	6		68,542	5
3320	Special reserve			7,344	-		6,342	-
3350	Unappropriated retained earnings			158,537	11		132,181	10
	Other equity interest							
3400	Other equity interest		(	4,146)	-	(	7,344)	-
31XX	Equity attributable to owners of the parent			873,472	62		815,138	61
36XX	Non-controlling interest			3,673	-		3,740	-
3XXX	Total equity			877,145	62		818,878	61
	Significant contingent liabilities and unrecognised contract commitments	9						
	Significant events after the balance sheet date	11						
3X2X	Total liabilities and equity		\$	1,407,179	100	\$	1,335,146	100

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

			Year ended December 31			
			2022		2021	
Items	Notes		AMOUNT	%	AMOUNT	%
4000 Operating revenue	6(16) and 7	\$	802,504	100	\$ 800,734	100
5000 Operating costs	6(20)(21) and 7	(	466,519)	(58)	(466,955)	(59)
5950 Gross profit			335,985	42	333,779	41
Operating expenses	6(20)(21) and 7					
6100 Selling expenses		(	62,757)	(8)	(59,310)	(7)
6200 General and administrative expenses		(	62,440)	(8)	(58,817)	(7)
6300 Research and development expenses		(	106,010)	(13)	(92,012)	(12)
6450 Expected credit loss	12(2)	(	5,143)	-	(176)	-
6000 Total operating expenses		(	236,350)	(29)	(210,315)	(26)
6900 Operating profit			99,635	13	123,464	15
Non-operating income and expenses						
7100 Interest income	6(17)		5,881	1	3,742	1
7010 Other income	6(18)		3,856	-	1,082	-
7020 Other gains and losses	6(19)		36,093	5	(13,148)	(2)
7050 Finance costs	6(8)	(	435)	-	(691)	-
7060 Share of profit of associates and joint ventures accounted for using equity method	6(6)		27,191	3	24,385	3
7000 Total non-operating income and expenses			72,586	9	15,370	2
7900 Profit before income tax			172,221	22	138,834	17
7950 Income tax expense	6(22)	(28,898)	(4)	(23,879)	(3)
8200 Profit for the year		\$	143,323	18	\$ 114,955	14

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ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31					
		2022		2021			
Items	Notes	AMOUNT	%	AMOUNT	%		
Other comprehensive income							
Components of other comprehensive income that will not be reclassified to profit or loss							
8311	Actuarial loss on defined benefit plan	6(11)					
		\$	1,973	-	\$	5,893	1
8320	Share of other comprehensive income (loss) of associates and joint ventures accounted for using equity method, components of other comprehensive income (loss) that will not be reclassified to profit or loss	6(6)					
			284	-	(323)	-
8349	Income tax relating to components of other comprehensive loss	6(22)					
		(395)	-	(1,179)	-
8310	Other comprehensive income that will not be reclassified to profit or loss						
			1,862	-		4,391	1
Other comprehensive income that will be reclassified to profit or loss							
8361	Financial statements translation differences of foreign operations						
			4,024	-	(1,520)	-
8399	Income tax relating to components of other comprehensive (loss) income	6(22)					
		(799)	-		250	-
8360	Other comprehensive income (loss) that will be reclassified to profit or loss						
			3,225	-	(1,270)	-
8300	Other comprehensive income for the year						
		\$	5,087	-	\$	3,121	1
8500	Total comprehensive income for the year						
		\$	148,410	18	\$	118,076	15
Profit attributable to:							
8610	Owners of the parent						
		\$	143,417	18	\$	114,532	14
8620	Non-controlling interest						
		(94)	-		423	-
		\$	143,323	18	\$	114,955	14
Total comprehensive income (loss) attributable to:							
8710	Owners of the parent						
		\$	148,477	18	\$	117,921	15
8720	Non-controlling interest						
		(67)	-		155	-
		\$	148,410	18	\$	118,076	15
Earnings per share (in dollars)							
9750	Basic	6(23)					
		\$	3.04	\$	2.42		
9850	Diluted						
		\$	2.99	\$	2.40		

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent										
		Retained earnings					Other equity interest					
								Unrealised losses from financial assets measured at fair value through other comprehensive income				
	Notes	Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations		Total	Non-controlling interest	Total equity	
<u>Year ended December 31, 2021</u>												
Balance at January 1, 2021		\$ 472,539	\$ 142,965	\$ 59,516	\$ 9,242	\$ 90,265	(\$ 4,342)	(\$ 2,000)	\$ 768,185	\$ 3,585	\$ 771,770	
Profit for the year		-	-	-	-	114,532	-	-	114,532	423	114,955	
Other comprehensive income (loss) for the year		-	-	-	-	4,391	(1,002)	-	3,389	(268)	3,121	
Total comprehensive income (loss)		-	-	-	-	118,923	(1,002)	-	117,921	155	118,076	
Appropriations of 2020 earnings	6(15)											
Legal reserve		-	-	9,026	-	(9,026)	-	-	-	-	-	
Special reserve		-	-	-	(2,900)	2,900	-	-	-	-	-	
Cash dividends		-	-	-	-	(70,881)	-	-	(70,881)	-	(70,881)	
Donated by the shareholders	6(14)	-	45	-	-	-	-	-	45	-	45	
Changes in equity of investment in associates and joint ventures accounted for using equity method	6(14)	-	(132)	-	-	-	-	-	(132)	-	(132)	
Balance at December 31, 2021		\$ 472,539	\$ 142,878	\$ 68,542	\$ 6,342	\$ 132,181	(\$ 5,344)	(\$ 2,000)	\$ 815,138	\$ 3,740	\$ 818,878	
<u>Year ended December 31, 2022</u>												
Balance at January 1, 2022		\$ 472,539	\$ 142,878	\$ 68,542	\$ 6,342	\$ 132,181	(\$ 5,344)	(\$ 2,000)	\$ 815,138	\$ 3,740	\$ 818,878	
Profit for the year		-	-	-	-	143,417	-	-	143,417	(94)	143,323	
Other comprehensive income for the year		-	-	-	-	1,862	3,198	-	5,060	27	5,087	
Total comprehensive income (loss)		-	-	-	-	145,279	3,198	-	148,477	(67)	148,410	
Appropriations of 2021 earnings	6(15)											
Legal reserve		-	-	11,892	-	(11,892)	-	-	-	-	-	
Special reserve		-	-	-	1,002	(1,002)	-	-	-	-	-	
Cash dividends		-	-	-	-	(106,029)	-	-	(106,029)	-	(106,029)	
Donated by the shareholders	6(14)	-	64	-	-	-	-	-	64	-	64	
Changes in equity of investment in associates and joint ventures accounted for using equity method	6(14)	-	15,822	-	-	-	-	-	15,822	-	15,822	
Balance at December 31, 2022		\$ 472,539	\$ 158,764	\$ 80,434	\$ 7,344	\$ 158,537	(\$ 2,146)	(\$ 2,000)	\$ 873,472	\$ 3,673	\$ 877,145	

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2022 AND 2021
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2022	2021
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax		\$ 172,221	\$ 138,834
Adjustments			
Adjustments to reconcile (profit) loss			
Expected credit loss	6(20) and 12(2)	5,143	176
Depreciation of property, plant and equipment	6(7)(20)	2,765	2,616
Depreciation of right-of-use asset	6(8)(20)	16,915	16,979
Amortisation	6(20)	340	306
Interest income	6(17)	(5,881)	(3,742)
Interest expense	6(8)	435	691
Share of profit of associates and joint ventures accounted for using equity method	6(6)	(27,191)	(24,385)
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		(26)	(1,058)
Accounts receivable		12,317	(49,230)
Accounts receivable - related parties		(1,108)	682
Other receivables		331	(571)
Prepayments		(14,125)	(8,062)
Other current assets		7,523	(10,929)
Changes in operating liabilities			
Contract liabilities		14,842	(33,355)
Notes payable		(264)	264
Accounts payable		(11,876)	12,541
Accounts payable - related parties		-	(606)
Other payables		11,448	2,251
Provisions for liabilities - current		2,628	(3,638)
Accrued pension liabilities		(1,007)	(8,708)
Cash inflow generated from operations		185,430	31,056
Interest received		4,957	3,859
Income tax paid		(18,329)	(13,766)
Net cash flows from operating activities		<u>172,058</u>	<u>21,149</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Increase in financial assets at amortised cost-current		(308,061)	(272,593)
Decrease in financial assets at amortised cost-current		272,593	277,293
Increase in investments using the equity method	6(6)	(2,960)	(7,047)
Dividends received		12,378	6,561
Acquisition of property, plant and equipment	6(7)	(2,223)	(2,054)
Acquisition of intangible assets		-	(314)
Decrease (increase) in refundable deposits (shown in other non-current assets)		16	(211)
Net cash flows (used in) from investing activities		(28,257)	1,635
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Payment of lease liability	6(24)	(16,594)	(17,483)
Cash dividends paid	6(15)	(106,029)	(70,881)
Donated by the shareholders	6(14)	64	45
Net cash flows used in financing activities		(122,559)	(88,319)
Net increase (decrease) in cash and cash equivalents		21,242	(65,535)
Cash and cash equivalents at beginning of year		552,771	618,306
Cash and cash equivalents at end of year		\$ 574,013	\$ 552,771

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

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2022 AND 2021

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

1. HISTORY AND ORGANISATION

Ares International Corp. (hereinafter referred to as the “Company”) was established on December 3, 1980. The Company and subsidiaries (hereinafter referred to as the “Group”) are engaged in the design, sales, lease, maintenance and technology consultation of computer equipment, internet and related software, and analysis, design, modification, installment and maintenance of application software. The Company’s stock was traded at the Taipei Exchange from March 1999, and was listed at the Taiwan Stock Exchange after the application of listing was approved since September 2001.

2. THE DATE OF AUTHORISATION FOR ISSUANCE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND PROCEDURES FOR AUTHORISATION

These consolidated financial statements were authorised for issuance by the Board of Directors on March 22, 2023.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

(1) Effect of the adoption of new issuances of or amendments to International Financial Reporting Standards (“IFRS”) that came into effect as endorsed by the Financial Supervisory Commission (“FSC”)

New standards, interpretations and amendments endorsed by the FSC and became effective from 2022 are as follows:

<u>New Standards, Interpretations and Amendments</u>	<u>Effective date by International Accounting Standards Board</u>
Amendments to IFRS 3, ‘Reference to the conceptual framework’	January 1, 2022
Amendments to IAS 16, ‘Property, plant and equipment: proceeds before intended use’	January 1, 2022
Amendments to IAS 37, ‘Onerous contracts—cost of fulfilling a contract’	January 1, 2022
Annual improvements to IFRS Standards 2018–2020	January 1, 2022

The above standards and interpretations have no significant impact to the Group’s financial condition and financial performance based on the Group’s assessment.

(2) Effect of new issuances of or amendments to IFRSs as endorsed by the FSC but not yet adopted by the Group

New standards, interpretations and amendments endorsed by the FSC effective from 2023 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IAS 1, 'Disclosure of accounting policies'	January 1, 2023
Amendments to IAS 8, 'Definition of accounting estimates'	January 1, 2023
Amendments to IAS 12, 'Deferred tax related to assets and liabilities arising from a single transaction'	January 1, 2023

The above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment.

(3) IFRSs issued by IASB but not yet endorsed by the FSC

New standards, interpretations and amendments issued by IASB but not yet included in the IFRSs as endorsed by the FSC are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 10 and IAS 28, 'Sale or contribution of assets between an investor and its associate or joint venture'	To be determined by International Accounting Standards Board
Amendments to IFRS 16, 'Lease liability in a sale and leaseback'	January 1, 2024
IFRS 17, 'Insurance contracts'	January 1, 2023
Amendments to IFRS 17, 'Insurance contracts'	January 1, 2023
Amendment to IFRS 17, 'Initial application of IFRS 17 and IFRS 9 – comparative information'	January 1, 2023
Amendments to IAS 1, 'Classification of liabilities as current or non-current'	January 1, 2024
Amendments to IAS 1, 'Non-current liabilities with covenants'	January 1, 2024

The above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

(1) Compliance statement

The consolidated financial statements of the Group have been prepared in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers”, International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the FSC (collectively referred herein as the “IFRSs”).

(2) Basis of preparation

- A. Except for the following items, the consolidated financial statements have been prepared under the historical cost convention:
- (a) Financial assets at fair value through other comprehensive income.
 - (b) Defined benefit liabilities recognised based on the net amount of pension fund assets less present value of defined benefit obligation.
- B. The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(3) Basis of consolidation

- A. Basis for preparation of consolidated financial statements:
- (a) All subsidiaries are included in the Group’s consolidated financial statements. Subsidiaries are all entities (including structured entities) controlled by the Group. The Group controls an entity when the Group is exposed, 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. Consolidation of subsidiaries begins from the date the Group obtains control of the subsidiaries and ceases when the Group loses control of the subsidiaries.
 - (b) Inter-company transactions, balances and unrealized gains or losses on transactions between companies within the Group are eliminated. Accounting policies of subsidiaries have been adjusted where necessary to ensure consistency with the policies adopted by the Group.
 - (c) Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed 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.
 - (d) Changes in a parent’s ownership interest in a subsidiary that do not result in the parent losing control of the subsidiary (transactions with non-controlling interests) are accounted for as equity transactions, i.e. transactions with owners in their capacity as owners. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity.

B. Subsidiaries included in the consolidated financial statements:

Name of Investor	Name of Subsidiary	Main Business Activities	Ownership (%)		Description
			December 31, 2022	December 31, 2021	
ARES INTERNATIONAL CORP.	ARES GROUP CORP.	Investment business	100%	100%	
ARES INTERNATIONAL CORP.	WELJOIN TECHNOLOGIES LIMITED (BVI)	Investment business	100%	100%	
ARES GROUP CORP.	SHARP KEEN MANAGEMENT LIMITED	Investment business	100%	100%	
WELJOIN TECHNOLOGIES LIMITED (BVI)	APLUSOFT (SUZHOU) CORPORATION	Research, development and sales of business management software	95.88%	95.88%	

C. Subsidiaries not included in the consolidated financial statements: None.

D. Adjustments for subsidiaries with different balance sheet dates: None.

E. Significant restrictions: None.

F. Subsidiaries that have non-controlling interests that are material to the Group: None.

(4) Foreign currency translation

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in NTD, which is the Company's functional and the Group's presentation currency.

A. Foreign currency transactions and balances

- (a) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions are recognised in profit or loss in the period in which they arise.
- (b) Monetary assets and liabilities denominated in foreign currencies at the period end are re-translated at the exchange rates prevailing at the balance sheet date. Exchange differences arising upon re-translation at the balance sheet date are recognised in profit or loss.
- (c) Non-monetary assets and liabilities denominated in foreign currencies held at fair value through profit or loss are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognised in profit or loss. Non-monetary assets and liabilities denominated in foreign currencies held at fair value through other comprehensive income are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognised in other comprehensive income. However, non-monetary assets and liabilities denominated in foreign currencies that are not measured at fair value are translated using the historical exchange rates at the dates of the initial transactions.

- (d) All foreign exchange gains and losses are presented in the statement of comprehensive income within 'other gains and losses'.

B. Translation of foreign operations

- (a) The operating results and financial position of all the group entities, associates and joint arrangements that have a functional currency different from the presentation currency are translated into the presentation currency as follows:
 - i. Assets and liabilities for each balance sheet presented are translated at the closing exchange rate at the date of that balance sheet;
 - ii. Income and expenses for each statement of comprehensive income are translated at average exchange rates of that period; and
 - iii. All resulting exchange differences are recognised in other comprehensive income.
- (b) When the foreign operation partially disposed of or sold is an associate, exchange differences that were recorded in other comprehensive income are proportionately reclassified to profit or loss as part of the gain or loss on sale. In addition, even when the Group retains partial interest in the former foreign associate after losing significant influence over the former foreign associate, or losing joint control of the former joint arrangement, such transactions should be accounted for as disposal of all interest in these foreign operations.
- (c) When the foreign operation partially disposed of or sold is a subsidiary, cumulative exchange differences that were recorded in other comprehensive income are proportionately transferred to the non-controlling interest in this foreign operation. In addition, even when the Group retains partial interest in the former foreign subsidiary after losing control of the former foreign subsidiary, such transactions should be accounted for as disposal of all interest in the foreign operation.

(5) Classification of current and non-current items

The Group's business includes sale of computer equipment and software and system integration design services. The operating cycle lasts more than one year. Therefore, all assets and liabilities associated with the sale of computer equipment and software and system integration design services are classified as current or non-current based on the length of the operating cycle. The classification criteria for all other accounts are as follows:

- A. Assets that meet one of the following criteria are classified as current assets; otherwise they are classified as non-current assets:
 - (a) Assets arising from operating activities that are expected to be realised, or are intended to be sold or consumed within the normal operating cycle;
 - (b) Assets held mainly for trading purposes;
 - (c) Assets that are expected to be realised within twelve months from the balance sheet date;
 - (d) Cash and cash equivalents, excluding restricted cash and cash equivalents and those that are to be exchanged or used to settle liabilities more than twelve months after the balance sheet date.

B. Liabilities that meet one of the following criteria are classified as current liabilities; otherwise they are classified as non-current liabilities:

- (a) Liabilities that are expected to be settled within the normal operating cycle;
- (b) Liabilities arising mainly from trading activities;
- (c) Liabilities that are to be settled within twelve months from the balance sheet date;
- (d) Liabilities for which the repayment date cannot be extended unconditionally to more than twelve months after the balance sheet date. 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.

(6) Cash equivalents

Cash equivalents refer to short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Time deposits that meet the definition above and are held for the purpose of meeting short-term cash commitments in operations are classified as cash equivalents.

(7) Financial assets at fair value through other comprehensive income

A. Financial assets at fair value through other comprehensive income comprise equity securities which are not held for trading, but for which the Group has made an irrevocable election at initial recognition to recognise changes in fair value in other comprehensive income and debt instruments which meet all of the following criteria:

- (a) The objective of the Group's business model is achieved both by collecting contractual cash flows and selling financial assets.
- (b) The assets' contractual cash flows represent particularly payments of principal and interest.

B. On a regular way purchase or sale basis, financial assets at fair value through other comprehensive income are recognised and derecognised using trade date accounting.

C. At initial recognition, the Group measures the financial assets at fair value plus transaction costs. The Group subsequently measures the financial assets at fair value:

The changes in fair value of equity investments that were recognised in other comprehensive income are reclassified to retained earnings and are not reclassified to profit or loss following the derecognition of the investment. Dividends are recognised as revenue when the right to receive payment is established, future economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

(8) Financial assets at amortised cost

A. Financial assets at amortised cost are those that meet all of the following criteria:

- (a) The objective of the Group's business model is achieved by collecting contractual cash flows.
- (b) The assets' contractual cash flows represent particularly payments of principal and interest.

B. On a regular way purchase or sale basis, financial assets at amortised cost are recognised and derecognised using trade date accounting.

- C. At initial recognition, the Group measures the financial assets at fair value plus transaction costs. Subsequently, interest income from these financial assets is included in finance income using the effective interest method. A gain or loss is recognised in profit or loss when the asset is derecognised or impaired.
- D. The Group's time deposits which is not in consonance with cash equivalents are those with a short maturity period and are measured at initial investment amount as the effect of discounting is immaterial.

(9) Accounts and notes receivable

- A. Accounts and notes receivable entitle the Group a legal right to receive consideration in exchange for transferred goods or rendered services.
- B. The short-term accounts and notes receivable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(10) Impairment of financial assets

For debt instruments measured at fair value through other comprehensive income and financial assets at amortised cost, at each reporting date, the Group recognises the impairment provision for 12 months expected credit losses if there has not been a significant increase in credit risk since initial recognition or recognises the impairment provision for the lifetime expected credit losses (ECLs) if such credit risk has increased since initial recognition after taking into consideration all reasonable and verifiable information that includes forecasts. On the other hand, for accounts receivable that do not contain a significant financing component, the Group recognises the impairment provision for lifetime ECLs.

(11) Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to receive the cash flows from the financial asset expire.

(12) Investments accounted for using equity method / associates

- A. Associates are all entities over which the Group has significant influence but not control. In general, it is presumed that the investor has significant influence, if an investor holds, directly or indirectly 20 percent or more of the voting power of the investee. Investments in associates are accounted for using the equity method and are initially recognised at cost.
- B. The Group's share of its associates' post-acquisition profits or losses is recognised in profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.
- C. When changes in an associate's equity do not arise from profit or loss or other comprehensive income of the associate and such changes do not affect the Group's ownership percentage of the associate, the Group recognises the Group's share of change in equity of the associate in 'capital

surplus' in proportion to its ownership.

- D. Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been adjusted where necessary to ensure consistency with the policies adopted by the Group.
- E. In the case that an associate issues new shares and the Group does not subscribe or acquire new shares proportionately, which results in a change in the Group's ownership percentage of the associate but maintains significant influence on the associate, then 'capital surplus' and 'investments accounted for under the equity method' shall be adjusted for the increase or decrease of its share of equity interest. If the above condition causes a decrease in the Group's ownership percentage of the associate, in addition to the above adjustment, the amounts previously recognised in other comprehensive income in relation to the associate are reclassified to profit or loss proportionately on the same basis as would be required if the relevant assets or liabilities were disposed of.
- F. When the Group disposes its investment in an associate and loses significant influence over this associate, the amounts previously recognised in other comprehensive income in relation to the associate, are reclassified to profit or loss, on the same basis as would be required if the relevant assets or liabilities were disposed of. If it retains significant influence over this associate, the amounts previously recognised in other comprehensive income in relation to the associate are reclassified to profit or loss proportionately in accordance with the aforementioned approach.

(13) Property, plant and equipment

- A. Property, plant and equipment are initially recorded at cost. Borrowing costs incurred during the construction period are capitalised.
- B. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.
- C. Land is not depreciated. Other property, plant and equipment apply cost model and are depreciated using the straight-line method to allocate their cost over their estimated useful lives. Each part of an item of property, plant, and equipment with a cost that is significant in relation to the total cost of the item must be depreciated separately.
- D. The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each financial year-end. If expectations for the assets' residual values and useful lives differ from previous estimates or the patterns of consumption of the assets' future economic benefits embodied in the assets have changed significantly, any change is accounted for as a change in estimate under IAS 8, 'Accounting Policies, Changes in Accounting Estimates and

Errors', from the date of the change. The estimated useful lives of property, plant and equipment are as follows:

Machinery and equipment	3~10 years
Transportation equipment	5~6 years
Office equipment	3~11 years
Leasehold improvements	3~10 years
Other equipment	5~11 years

(14) Leasing arrangements (lessee) - right-of-use assets/lease liabilities

- A. Leases are recognised as a right-of-use asset and a corresponding lease liability at the date at which the leased asset is available for use by the Group. For short-term leases or leases of low-value assets, lease payments are recognised as an expense on a straight-line basis over the lease term.
- B. Lease liabilities include the net present value of the remaining lease payments at the commencement date, discounted using the incremental borrowing interest rate. Lease payments are comprised of fixed payments, less any lease incentives receivable.
- C. At the commencement date, the right-of-use asset is stated at cost comprising the amount of the initial measurement of lease liability. The right-of-use asset is measured subsequently using the cost model and is depreciated from the commencement date to the earlier of the end of the asset's useful life or the end of the lease term. When the lease liability is remeasured, the amount of remeasurement is recognised as an adjustment to the right-of-use asset.

(15) Intangible assets

Computer software is stated at cost and amortised on a straight-line basis over its estimated useful life of 3 to 5 years.

(16) Impairment of non-financial assets

The Group assesses at each balance sheet date the recoverable amounts of those assets where there is an indication that they are impaired. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell or value in use. When the circumstances or reasons for recognizing impairment loss for an asset in prior years no longer exist or diminish, the impairment loss is reversed. The increased carrying amount due to reversal should not be more than what the depreciated or amortised historical cost would have been if the impairment had not been recognised.

(17) Notes and accounts payable

- A. Accounts payable are liabilities for purchases of raw materials, goods or services and notes payable are those resulting from operating and non-operating activities.
- B. The short-term notes and accounts payable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(18) Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability specified in the contract is discharged or cancelled or repaid on due.

(19) Provisions

Provisions (including warranties, etc.) are recognised when the Group has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be reliably estimated. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation on the balance sheet date, which is discounted using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to passage of time is recognised as interest expense. Provisions are not recognised for future operating losses.

(20) Employee benefits

A. Short-term employee benefits

Short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in respect of service rendered by employees in a period and should be recognised as expense in that period when the employees render service.

B. Pensions

(a) Defined contribution plan

For defined contribution plans, the contributions are recognised as pension expense when they are due on an accrual basis. Prepaid contributions are recognised as an asset to the extent of a cash refund or a reduction in the future payments.

(b) Defined benefit plan

- i. Net obligation under a defined benefit plan is defined as the present value of an amount of pension benefits that employees will receive on retirement for their services with the Group in current period or prior periods. The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets. The net defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The rate used to discount is determined by using interest rates of government bonds (at the balance sheet date).
- ii. Remeasurements arising on defined benefit plans are recognised in other comprehensive income in the period in which they arise and are recorded as retained earnings.
- iii. Past service costs are recognised immediately in profit or loss.

C. Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of employment as a result from either the Group's decision to terminate an employee's employment before the normal retirement date, or an employee's decision to accept an offer of redundancy

benefits in exchange for the termination of employment. The Group recognises expense as it can no longer withdraw an offer of termination benefits or it recognises relating restructuring costs, whichever is earlier. Benefits that are expected to be due more than 12 months after balance sheet date shall be discounted to their present value.

D. Employees' compensation and directors' and supervisors' remuneration

Employees' compensation and directors' and supervisors' remuneration are recognised as expense and liability, provided that such recognition is required under legal or constructive obligation and those amounts can be reliably estimated. Any difference between the resolved amounts and the subsequently actual distributed amounts is accounted for as changes in estimates.

(21) Income taxes

- A. The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or items recognised directly in equity, in which cases the tax is recognised in other comprehensive income or equity.
- B. The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in accordance with applicable tax regulations. It establishes provisions where appropriate based on the amounts expected to be paid to the tax authorities. An additional tax is levied on the unappropriated retained earnings and is recorded as income tax expense in the year the stockholders resolve to retain the earnings.
- C. Deferred tax is recognised, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated balance sheet. However, the deferred tax is not accounted for if it arises from initial recognition of goodwill or of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit. Deferred tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax is determined using tax rates that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.
- D. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. At each balance sheet date, unrecognised and recognised deferred tax assets are reassessed.
- E. Current income tax assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset on the balance sheet when the entity has the legally enforceable right to offset current tax assets against current tax liabilities and they are levied by the same taxation authority on either the same entity or different entities that intend to settle on a net basis or realise the asset and settle the liability simultaneously.

- F. A deferred tax asset shall be recognised for the carryforward of unused tax credits resulting from acquisitions of equipment or technology, research and development expenditures and equity investments to the extent that it is possible that future taxable profit will be available against which the unused tax credits can be utilised.

(22) Share capital

- A. Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or stock options are shown in equity as a deduction, net of tax, from the proceeds.
- B. Where the Company repurchases the Company's equity share capital that has been issued, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders. Where such shares are subsequently reissued, the difference between their book value and any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

(23) Dividends

Dividends are recorded in the Company's financial statements in the period in which they are resolved by the Company's shareholders. Cash dividends are recorded as liabilities.

(24) Revenue recognition

A. Sales revenue - Sales of software

The Group engages in the research, development and sale of computer software related products. Revenue is measured at the fair value of the consideration received or receivable taking into account business tax, sales returns, rebates and discounts for the sale of goods to external customers in the ordinary course of the Group's activities. Revenue arising from the sales of goods is recognised when the Group has delivered the goods to the customer, the amount of sales revenue can be measured reliably, and it is probable that the future economic benefits associated with the transaction will flow to the entity. The delivery of goods is completed when the significant risks and rewards of ownership have been transferred to the customer, the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold, and the customer has accepted the goods based on the sales contract or there is objective evidence showing that all acceptance provisions have been satisfied.

B. Services revenue - IT Consulting services

The Group provides business IT management, design, implementation and support services. Revenue from providing services is recognised in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service

provided to the end of the reporting period as a proportion of the total services to be provided. This is determined based on the actual labor hours spent relative to the total estimated labor hours. The customer pays at the time specified in the payment schedule. If the services rendered exceed the payment, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.

Some contracts include sales and installation services of equipment. The equipment and the installation services provided by the Group are not distinct and are identified to be one performance obligation satisfied over time since the installation services involve significant customisation and modification. The Group recognises revenue on the basis of costs incurred relative to the total estimated costs of that performance obligation. Conversely, the Group recognises revenue at an amount equal to the cost of a good if the good is not distinct and its cost is significant relative to the total expected costs, the customer is expected to obtain control of the good significantly before receiving services related to the good, and the Group procures the good from a third party and is not involved in designing and manufacturing the good by acting as a principal.

The Group's estimation of revenue, costs and progress towards complete satisfaction of a performance obligation is subject to a revision whenever there is a change in circumstances. Any increase or decrease in revenue or costs due to a revision of estimates is reflected in profit or loss during the period when the management becomes aware of the changes in circumstances.

Revenue from a service contract in which the Group bills a fixed amount for each hour of service provided is recognised at the amount to which the Group has the right to issue.

While the Company is unable to reasonably measure the result of performance obligations but is able to estimate the recoverable costs incurred arising from satisfying performance obligations, in such case, the Company could only recognise revenue within the amount of costs incurred until the result of performance obligations can be measured reasonably.

C. Sales revenue - Revenue from licencing intellectual property

The Group entered into a contract with a customer to grant a licence of computer software to the customer. Given the licence is distinct from other promised goods or services in the contract, the Group recognises the revenue from licencing when the licence is transferred to a customer either at a point in time or over time based on the nature of the licence granted. The nature of the Group's promise in granting a licence is a promise to provide a right to access the Group's intellectual property if the Group undertakes activities that significantly affect the computer software to which the customer has rights, the customer is affected by the Group's activities, and those activities do not result in the transfer of a good or a service to the customer as they occur. The royalties are recognised as revenue on a straight-line basis throughout the licencing period. In case the abovementioned conditions are not met, the nature of the Group's promise in granting a licence is a promise to provide a right to use the Group's intellectual property. Therefore, the revenue is recognised when the licence is transferred to a customer at a point in time.

(25) Government grants

Government grants are recognised at their fair value only when there is reasonable assurance that the Group will comply with any conditions attached to the grants and the grants will be received. Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises expenses for the related costs for which the grants are intended to compensate.

(26) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision-Maker. The Group's Chief Operating Decision-Maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

5. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND KEY SOURCES OF ASSUMPTION UNCERTAINTY

The preparation of these consolidated financial statements requires management to make critical judgements in applying the Group's accounting policies and make critical assumptions and estimates concerning future events. Assumptions and estimates may differ from the actual results and are continually evaluated and adjusted based on historical experience and other factors. Such assumptions and estimates have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Group has no critical accounting judgements, estimates and assumption.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Cash on hand and revolving funds	\$ 550	\$ 273
Checking accounts and demand deposits	355,531	307,210
Time deposits	217,932	245,288
	<u>\$ 574,013</u>	<u>\$ 552,771</u>

- A. The Group transacts with a variety of financial institutions all with high credit quality to disperse credit risk, so it expects that the probability of counterparty default is remote.
- B. Refer to Note 8 for the details of restricted cash and cash equivalents as of December 31, 2022 and 2021.

(2) Financial assets at amortised cost

Items	December 31, 2022	December 31, 2021
Current items:		
Time deposits with maturity over three months	\$ 312,475	\$ 276,936
Pledged time deposits	3,635	6,385
	<u>\$ 316,110</u>	<u>\$ 283,321</u>
Interest rate range of time deposits	0.23%~4.72%	0.1%~2.44%

A. Amounts recognised in profit or loss in relation to financial assets at amortised cost are listed below:

	Years ended December 31	
	2022	2021
Interest income	<u>\$ 3,659</u>	<u>\$ 2,435</u>

B. As at December 31, 2022 and 2021, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents the financial assets at fair value through other comprehensive income held by the Group were \$316,110 and \$283,321, respectively.

C. Details of the Group's financial assets at amortised cost pledged to others as collateral are provided in Note 8.

D. The counterparties of the Group's investments in certificates of deposits are financial institutions with high credit quality, so the Group expects that the probability of counterparty default is remote.

(3) Notes and accounts receivable

	December 31, 2022	December 31, 2021
Notes receivable	\$ 26	\$ -
Less: Allowance for uncollectible accounts	-	-
	<u>\$ 26</u>	<u>\$ -</u>
Accounts receivable	\$ 134,963	\$ 159,327
Less: Allowance for uncollectible accounts	(12,422)	(7,232)
	<u>\$ 122,541</u>	<u>\$ 152,095</u>

- A. The ageing analysis of notes and accounts receivable that were past due but not impaired is as follows:

	December 31, 2022	
	Accounts receivable	Notes receivable
Not past due	\$ 107,149	\$ 26
Up to 90 days	15,107	-
91 to 180 days	511	-
181 to 270 days	2,693	-
Over 270 days	9,503	-
	<u>\$ 134,963</u>	<u>\$ 26</u>
	December 31, 2021	
	Accounts receivable	Notes receivable
Not past due	\$ 141,614	\$ -
Up to 90 days	7,810	-
91 to 180 days	2,415	-
181 to 270 days	948	-
Over 270 days	6,540	-
	<u>\$ 159,327</u>	<u>\$ -</u>

The above ageing analysis was based on past due date.

- B. As of December 31, 2022 and 2021, accounts receivable and notes receivable were all from contracts with customers. As of January 1, 2021, the balance of receivables from contracts with customers amounted to \$110,153.
- C. The Group has no notes and accounts receivable pledged to others.
- D. The Group has no discounted notes receivable.
- E. The Group does not hold any collateral as security.
- F. As at December 31, 2022 and 2021, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents notes and accounts receivable held by the Group were \$122,567 and \$152,095, respectively.
- G. Information relating to credit risk of accounts receivable and notes receivable is provided in Note 12(2).

(4) Prepayments

	December 31, 2022	December 31, 2021
Prepaid project cost	\$ 40,526	\$ 27,221
Other prepayments	1,857	3,303
	<u>\$ 42,383</u>	<u>\$ 30,524</u>

(5) Financial assets at fair value through other comprehensive income-non-current

<u>Items</u>	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Non-current items:		
Equity instruments		
Unlisted stocks	\$ 2,000	\$ 2,000
Valuation adjustment	(2,000)	(2,000)
	<u>\$ -</u>	<u>\$ -</u>

A. The Group has elected to classify equity investments that are considered to be strategic investments as financial assets at fair value through other comprehensive income. The fair value of such investments amounted to \$0 as at December 31, 2022 and 2021.

B. For the years ended December 31, 2022 and 2021, no amount was recognised in profit or loss and other comprehensive income.

C. The Group has no financial assets at fair value through other comprehensive income pledged to others.

(6) Investments accounted for using the equity method

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Associates:		
BLITZ IT CONSULTANTS PTE. LTD.	\$ 18,351	\$ 16,182
ARES INTERNATIONAL (THAILAND) CO., LTD.	4,676	5,275
ARGO INTERNATIONAL CORPORATION	28,854	26,324
M-POWER INFORMATION CO., LTD.	94,880	62,543
	<u>\$ 146,761</u>	<u>\$ 110,324</u>

A. The basic information of the associates of the Group is as follows:

Company name	Principal place of business	Ownership (%)		Nature of relationship	Method of measurement
		December 31, 2022	December 31, 2021		
BLITZ IT CONSULTANTS PTE. LTD.	Singapore	25.00%	25.00%	-	Equity method
ARES INTERNATIONAL (THAILAND) CO., LTD.	Thailand	49.00%	49.00%	-	"
ARGO INTERNATIONAL CORPORATION	Taiwan	33.88%	34.83%	Note 1、3	"
M-POWER INFORMATION CO., LTD.	"	19.74%	23.04%	Note 2、4	"

Note 1: The Group made purchases from this associate company.

Note 2: The Group had sales to this associate company.

Note 3: On June 6, 2022, the Group participated in the capital increase of the associate by cash amounting to \$2,960 and the Group subscribed 295,970 shares. The Group adjusted capital surplus of (\$147) as the Group did not subscribe to the capital increase proportionately to its equity interest.

Note 4: The Group adjusted capital surplus of \$15,969 as the Group did not participate in the capital increase of the associate in 2022. On October 1, 2021, the Group participated in the capital increase of the associate by cash amounting of \$7,047 and acquired 414,549 shares. Since the Group did not acquire shares proportionally to its interest, the capital surplus was adjusted in the amount of (\$132).

B. The carrying amount of the Group's interests in all individually immaterial associates and the Group's share of the operating results are summarised below:

As of December 31, 2022 and 2021, the carrying amounts of the Group's individually immaterial associates amounted to \$146,761 and \$110,324, respectively.

	Years ended December 31	
	2022	2021
Profit for the year from continuing operations	\$ 27,191	\$ 24,385
Other comprehensive income (loss), net of tax	284	(323)
Total comprehensive income	<u>\$ 27,475</u>	<u>\$ 24,062</u>

- C. For the years ended December 31, 2022 and 2021, the Group recognised share of profit of associates in the amounts of \$28,463 and \$25,588, respectively, which were valued based on the financial statements audited by independent auditors appointed by the respective companies.
- D. The Group's material associate M-POWER INFORMATION CO., LTD., has quoted market prices. As of December 31, 2022, the fair value was \$155,012.
- E. The Group is the single largest shareholder of ARGO INTERNATIONAL CORPORATION and M-POWER INFORMATION CO., LTD. with a 33.88% and 19.74% equity interest, respectively. As the Group has no current ability to direct the relevant activities of ARGO INTERNATIONAL CORPORATION and M-POWER INFORMATION CO., LTD., the Group has no control, but only has significant influence, over the investee.

(7) Property, plant and equipment

	<u>Machinery and equipment</u>	<u>Transportation equipment</u>	<u>Office equipment</u>	<u>Leasehold improvements</u>	<u>Other facilities</u>	<u>Total</u>
<u>At January 1, 2022</u>						
Cost	\$ 9,237	\$ 12,190	\$ 1,707	\$ 5,717	\$ 918	\$ 29,769
Accumulated depreciation	(6,594)	(10,406)	(1,646)	(5,358)	(520)	(24,524)
	<u>\$ 2,643</u>	<u>\$ 1,784</u>	<u>\$ 61</u>	<u>\$ 359</u>	<u>\$ 398</u>	<u>\$ 5,245</u>
<u>2022</u>						
At January 1	\$ 2,643	\$ 1,784	\$ 61	\$ 359	\$ 398	\$ 5,245
Additions	1,453	-	-	126	644	2,223
Depreciation charges	(1,195)	(1,329)	(28)	(42)	(171)	(2,765)
Net exchange differences	11	-	-	-	-	11
At December 31	<u>\$ 2,912</u>	<u>\$ 455</u>	<u>\$ 33</u>	<u>\$ 443</u>	<u>\$ 871</u>	<u>\$ 4,714</u>
<u>At December 31, 2022</u>						
Cost	\$ 10,581	\$ 12,190	\$ 1,568	\$ 4,679	\$ 1,429	\$ 30,447
Accumulated depreciation	(7,669)	(11,735)	(1,535)	(4,236)	(558)	(25,733)
	<u>\$ 2,912</u>	<u>\$ 455</u>	<u>\$ 33</u>	<u>\$ 443</u>	<u>\$ 871</u>	<u>\$ 4,714</u>

	<u>Machinery and equipment</u>	<u>Transportation equipment</u>	<u>Office equipment</u>	<u>Leasehold improvements</u>	<u>Other facilities</u>	<u>Total</u>
<u>At January 1, 2021</u>						
Cost	\$ 7,723	\$ 12,190	\$ 1,681	\$ 5,335	\$ 918	\$ 27,847
Accumulated depreciation	(5,960)	(8,953)	(1,500)	(5,263)	(362)	(22,038)
	<u>\$ 1,763</u>	<u>\$ 3,237</u>	<u>\$ 181</u>	<u>\$ 72</u>	<u>\$ 556</u>	<u>\$ 5,809</u>
<u>2021</u>						
At January 1	\$ 1,763	\$ 3,237	\$ 181	\$ 72	\$ 556	\$ 5,809
Additions	1,642	-	30	382	-	2,054
Depreciation charges	(760)	(1,453)	(150)	(95)	(158)	(2,616)
Net exchange differences	(2)	-	-	-	-	(2)
At December 31	<u>\$ 2,643</u>	<u>\$ 1,784</u>	<u>\$ 61</u>	<u>\$ 359</u>	<u>\$ 398</u>	<u>\$ 5,245</u>
<u>At December 31, 2021</u>						
Cost	\$ 9,237	\$ 12,190	\$ 1,707	\$ 5,717	\$ 918	\$ 29,769
Accumulated depreciation	(6,594)	(10,406)	(1,646)	(5,358)	(520)	(24,524)
	<u>\$ 2,643</u>	<u>\$ 1,784</u>	<u>\$ 61</u>	<u>\$ 359</u>	<u>\$ 398</u>	<u>\$ 5,245</u>

A. No interest was capitalised as part of property, plant and equipment.

B. The Group has no property, plant and equipment pledged to others.

(8) Leasing arrangements — lessee

- A. The Group's leased assets are buildings. Rental contracts are typically made for periods of 1 to 3 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose covenants, but leased assets may not be used as security for borrowing purposes.
- B. Right-of-use assets are not recognised for short-term leases with a lease term of 12 months or less for part of leased buildings of the Group.
- C. The carrying amounts of right-of-use assets and the depreciation charge are as follows:

	Carrying amount	
	December 31, 2022	December 31, 2021
Buildings	\$ 6,755	\$ 20,686
	Depreciation charge	
	Years ended December 31	
	2022	2021
Buildings	\$ 16,915	\$ 16,979

- D. For the years ended December 31, 2022 and 2021, the additions to right-of-use assets were \$2,920 and \$33,768, respectively.
- E. The information on profit and loss accounts relating to lease contracts is as follows:

	Years ended December 31	
	2022	2021
<u>Items affecting profit or loss</u>		
Interest expense on lease liabilities	\$ 435	\$ 691
Expense on short-term lease contracts	1,299	1,447
	\$ 1,734	\$ 2,138

- F. For the years ended December 31, 2022 and 2021, the Group's total cash outflow for leases were \$17,893 and \$18,930, respectively.

(9) Accounts payable

	December 31, 2022	December 31, 2021
Accounts payable	\$ 15,349	\$ 11,798
Project costs payable	35,106	50,533
	\$ 50,455	\$ 62,331

(10) Other payables

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Wages and bonus payable	\$ 96,568	\$ 90,726
Labor and health insurance fees payable	4,757	4,038
Employees' compensation and directors' and supervisors' remuneration payable	23,503	18,825
Other accrued expenses	21,236	21,667
	<u>\$ 146,064</u>	<u>\$ 135,256</u>

(11) Pensions

A. Defined benefit plan

- (a) The Company has a defined benefit pension plan in accordance with the Labor Standards Law, covering all regular employees' service years prior to the enforcement of the Labor Pension Act on July 1, 2005 and service years thereafter of employees who chose to continue to be subject to the pension mechanism under the Law. Under the defined benefit pension plan, two units are accrued for each year of service for the first 15 years and one unit for each additional year thereafter, subject to a maximum of 45 units. Pension benefits are based on the number of units accrued and the average monthly salaries and wages of the last 6 months prior to retirement. The Company contributes monthly an amount equal to 2% of the employees' monthly salaries and wages to the retirement fund deposited with Bank of Taiwan, the trustee, under the name of the independent retirement fund committee. Also, the Company would assess the balance in the aforementioned labor pension reserve account by December 31, every year. If the account balance is insufficient to pay the pension calculated by the aforementioned method to the employees expected to qualify for retirement in the following year, the Company will make contributions for the deficit by next March.

- (b) The amounts recognised in the balance sheet are as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Present value of defined benefit obligations	(\$ 176,552)	(\$ 187,789)
Fair value of plan assets	47,710	55,967
Net defined benefit liability	<u>(\$ 128,842)</u>	<u>(\$ 131,822)</u>

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

	Present value of defined benefit obligations	Fair value of plan assets	Net defined benefit liability
2022			
Balance at January 1	\$ 187,789	\$ 55,967	\$ 131,822
Current service cost	2,375	-	2,375
Interest cost	1,314	-	1,314
Interest income	-	391	(391)
	<u>191,478</u>	<u>56,358</u>	<u>135,120</u>
Remeasurements:			
Return on plan assets (excluding amounts included in interest income or expense)			
Change in financial assumptions	(5,462)	-	(5,462)
Experience adjustments	<u>7,536</u>	<u>4,047</u>	<u>3,489</u>
	<u>2,074</u>	<u>4,047</u>	<u>(1,973)</u>
Pension fund contribution	-	4,189	(4,189)
Pension paid	(17,000)	(16,884)	(116)
Balance at December 31	<u>\$ 176,552</u>	<u>\$ 47,710</u>	<u>\$ 128,842</u>
	Present value of defined benefit obligations	Fair value of plan assets	Net defined benefit liability
2021			
Balance at January 1	\$ 197,858	\$ 51,435	\$ 146,423
Current service cost	2,508	-	2,508
Interest cost	594	-	594
Interest income	-	154	(154)
	<u>200,960</u>	<u>51,589</u>	<u>149,371</u>
Remeasurements:			
Return on plan assets (excluding amounts included in interest income or expense)			
Change in demographic assumptions	122	-	122
Change in financial assumptions	(5,272)	-	(5,272)
Experience adjustments	<u>12</u>	<u>755</u>	<u>(743)</u>
	<u>(5,138)</u>	<u>755</u>	<u>(5,893)</u>
Pension fund contribution	-	11,567	(11,567)
Pension paid	(8,033)	(7,944)	(89)
Balance at December 31	<u>\$ 187,789</u>	<u>\$ 55,967</u>	<u>\$ 131,822</u>

- (d) The Bank of Taiwan was commissioned to manage the Fund of the Company's defined benefit pension plan in accordance with the Fund's annual investment and utilisation plan and the "Regulations for Revenues, Expenditures, Safeguard and Utilisation of the Labor Retirement Fund" (Article 6: The scope of utilisation for the Fund includes deposit in domestic or foreign financial institutions, investment in domestic or foreign listed, over-the-counter, or private placement equity securities, investment in domestic or foreign real estate securitization products, etc.). With regard to the utilisation of the Fund, its minimum earnings in the annual distributions on the final financial statements shall be no less than the earnings attainable from the amounts accrued from two-year time deposits with the interest rates offered by local banks. If the earnings is less than aforementioned rates, government shall make payment for the deficit after being authorized by the Regulator. The Company has no right to participate in managing and operating that fund and hence the Company is unable to disclose the classification of plan assets fair value in accordance with IAS 19 paragraph 142. The composition of fair value of plan assets as of December 31, 2022 and 2021 is given in the Annual Labor Retirement Fund Utilisation Report announced by the government.
- (e) The principal actuarial assumptions used were as follows:

	Years ended December 31	
	2022	2021
Discount rate	1.20%	0.70%
Future salary increases	4.00%	4.00%

Assumptions regarding future mortality experience for the years ended December 31, 2022 and 2021 are set based on the 6th Taiwan Standard Ordinary Experience Mortality Table.

Because the main actuarial assumption changed, the present value of defined benefit obligation is affected. The analysis was as follows:

	Discount rate		Future salary increases	
	Increase 0.25%	Decrease 0.25%	Increase 0.25%	Decrease 0.25%
December 31, 2022				
Effect on present value of defined benefit obligation	(\$ 2,610)	\$ 2,690	\$ 2,301	(\$ 2,248)
December 31, 2021				
Effect on present value of defined benefit obligation	(\$ 3,088)	\$ 3,188	\$ 2,720	(\$ 2,654)

The sensitivity analysis above is based on one assumption which changed while the other conditions remain unchanged. In practice, more than one assumption may change all at once. The method of analysing sensitivity and the method of calculating net pension liability in the balance sheet are the same.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous period.

- (f) Expected contributions to the defined benefit pension plans of the Group for the year ending December 31, 2023 amount to \$1,777.

(g) As of December 31, 2022, the weighted average duration of the retirement plan is 7 years.

B. Defined contribution plan

- (a) Effective July 1, 2005, the Company has established a defined contribution pension plan (the “New Plan”) under the Labor Pension Act (the “Act”), covering all regular employees with R.O.C. nationality. Under the New Plan, the Company contributes monthly an amount no less than 6% of the employees’ monthly salaries and wages to the employees’ individual pension accounts at the Bureau of Labor Insurance. The benefits accrued are paid monthly or in lump sum upon termination of employment. The pension costs under the defined contribution pension plans of the Group for the years ended December 31, 2022 and 2021 were \$13,093 and \$12,733, respectively.
- (b) The Company’s mainland China subsidiary, APLUSOFT (SUZHOU) CORPORATION, has a defined contribution plan. Monthly contributions to an independent fund administered by the government in accordance with the pension regulations in the People’s Republic of China (PRC) are based on certain percentage of employees’ monthly salaries and wages. The contribution percentage was 7% for the years ended December 31, 2022 and 2021. Other than the monthly contributions, the Group has no further obligations. The pension costs under the defined contribution pension plan of APLUSOFT (SUZHOU) CORPORATION for the years ended December 31, 2022 and 2021 were \$345 and \$282, respectively.

(12) Provisions

	Warranty	
	2022	2021
Balance at January 1	\$ 5,003	\$ 8,641
Additional provisions	7,359	5,756
Used during the period	(3,168)	(3,183)
Unused amounts reversed	(1,563)	(6,211)
Balance At December 31	<u>\$ 7,631</u>	<u>\$ 5,003</u>

Analysis of total provisions:

	December 31, 2022	December 31, 2021
Current	<u>\$ 7,631</u>	<u>\$ 5,003</u>

The Group provides warranties on project contract, and the provision for warranty is estimated based on historical warranty data.

(13) Share capital

As of December 31, 2022, the Company’s authorised capital was \$1,156,000 (including 10 million shares reserved for employee stock options and 20 million shares reserved for convertible bonds issued by the Company), and the paid-in capital was \$472,539, consisting of 47,254 thousand shares of ordinary stock, with a par value of \$10 (in dollars) per share.

(14) Capital surplus

2022					
	Share premium	Treasury share transactions	Donated assets received	Changes in equity of associates and joint ventures accounted for using equity method	Total
At January 1	\$ 92,839	\$ 48,738	\$ 254	\$ 1,047	\$ 142,878
Recognition of change in equity of associates in proportion to the Group's shareholding interest	-	-	-	15,822	15,822
Donated by the shareholders (Note)	-	-	64	-	64
At December 31	<u>\$ 92,839</u>	<u>\$ 48,738</u>	<u>\$ 318</u>	<u>\$ 16,869</u>	<u>\$ 158,764</u>
2021					
	Share premium	Treasury share transactions	Donated assets received	Changes in equity of associates and joint ventures accounted for using equity method	Total
At January 1	\$ 92,839	\$ 48,738	\$ 209	\$ 1,179	\$ 142,965
Recognition of change in equity of associates in proportion to the Group's shareholding interest	-	-	-	(132)	(132)
Donated by the shareholders (Note)	-	-	45	-	45
At December 31	<u>\$ 92,839</u>	<u>\$ 48,738</u>	<u>\$ 254</u>	<u>\$ 1,047</u>	<u>\$ 142,878</u>

Note: Capital surplus arising from donation pertain to unclaimed dividends over 5 years past due.

A. Pursuant to the R.O.C. Company Act, capital surplus arising from paid-in capital in excess of par value on issuance of common stocks and donations can be used to cover accumulated deficit or to issue new stocks or cash to shareholders in proportion to their share ownership, provided that

the Company has no accumulated deficit. Further, the R.O.C. Securities and Exchange Act requires that the amount of capital surplus to be capitalised mentioned above should not exceed 10% of the paid-in capital each year. However, capital surplus should not be used to cover accumulated deficit unless the legal reserve is insufficient.

- B. Refer to Note 6(6) for the adjustment of capital surplus due to the cash capital increase of associates for the years ended December 31, 2022 and 2021.

(15) Retained earnings

- A. Under the Company's Articles of Incorporation, the current year's earnings, if any, shall be distributed in the following methods and order:

- (a) Pay all taxes.
- (b) Offset prior years' operating losses.
- (c) 10% of the remaining amount shall be set aside as legal reserve.
- (d) Set aside or reverse a special reserve in accordance with related laws.

The remaining earnings shall be distributed as dividends to shareholders which shall be proposed by the Board of Directors and resolved by the shareholders, The Board of Directors may decide not to distribute earnings for operation needs.

- B. As the Company is engaged in information technology, which is a rapidly advance and growing market, the dividend policy of the Company is based on the company capital expenditure requirement and optimal financial plan for long-term operations. When the Board of Directors propose the distribution of retained earnings after deducting (a)~(d) above, the Board of Directors will propose the distribution of cash dividends and share dividends based on the operating requirements. Cash dividends shall comprise not less than 10% of total dividends distributed. However, the proportion of cash dividend could be adjusted based on the operating situation of current year.
- C. Except for covering accumulated deficit or issuing new stocks or cash to shareholders in proportion to their share ownership, the legal reserve shall not be used for any other purpose. The use of legal reserve for the issuance of stocks or cash to shareholders in proportion to their share ownership is permitted, provided that the distribution of the reserve is limited to the portion in excess of 25% of the Company's paid-in capital.
- D. In accordance with the regulations, the Company shall set aside special reserve from the debit balance on other equity items at the balance sheet date before distributing earnings. When debit balance on other equity items is reversed subsequently, the reversed amount could be included in the distributable earnings.
- E. Distribution of retained earnings:
- (a) On June 23, 2022, the shareholders during their meeting resolved the distribution of 2021 retained earnings, and on July 30, 2021, the shareholders during their meeting resolved the

distribution of 2020 retained earnings. The distribution of retained earnings is as follows:

	2021		2020	
	Amount	Dividend per share (in dollars)	Amount	Dividend per share (in dollars)
Legal reserve	\$ 11,892		\$ 9,026	
Appropriation for (reversal of) special reserve	1,002		(2,900)	
Cash dividends	106,029	\$ 2.24	70,881	\$ 1.50

(b) On March 22, 2023, the Company's Board of Directors proposed for the distribution of 2022 retained earnings as follows:

	2022	
	Amount	Dividend per share (in dollars)
Legal reserve	\$ 14,528	
Reversal of special reserve	(3,198)	
Cash dividends	133,948	\$ 2.83

As of March 22, 2023, the abovementioned distribution of 2022 retained earnings has not yet been resolved at the stockholders' meeting.

(16) Operating revenue

Revenue from contracts with customers	Years ended December 31	
	2022	2021
Sales revenue	\$ 35,844	\$ 34,131
Services revenue	766,660	766,603
	<u>\$ 802,504</u>	<u>\$ 800,734</u>

A. Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major geographical regions:

Years ended December 31, 2022 (Note)					
	Asia	America	Taiwan	Others	Total
Total segment revenue					
Revenue from external customer contracts	\$ 88,456	\$ 3,208	\$ 710,840	\$ -	\$ 802,504
Inter-segment	12,588	-	-	-	12,588
	<u>\$ 101,044</u>	<u>\$ 3,208</u>	<u>\$ 710,840</u>	<u>\$ -</u>	<u>\$ 815,092</u>
Timing of revenue recognition					
At a point in time	\$ 1,857	\$ -	\$ 33,987	\$ -	\$ 35,844
Over time	86,599	3,208	676,853	-	766,660
	<u>\$ 88,456</u>	<u>\$ 3,208</u>	<u>\$ 710,840</u>	<u>\$ -</u>	<u>\$ 802,504</u>

Years ended December 31, 2021 (Note)	Asia	America	Taiwan	Others	Total
Total segment revenue					
Revenue from external customer contracts	\$ 89,417	\$ 5,670	\$ 699,214	\$ 6,433	\$ 800,734
Inter-segment	17,808	-	-	-	17,808
	<u>\$ 107,225</u>	<u>\$ 5,670</u>	<u>\$ 699,214</u>	<u>\$ 6,433</u>	<u>\$ 818,542</u>
Timing of revenue recognition					
At a point in time	\$ 8,096	\$ -	\$ 25,945	\$ 90	\$ 34,131
Over time	81,321	5,670	673,269	6,343	766,603
	<u>\$ 89,417</u>	<u>\$ 5,670</u>	<u>\$ 699,214</u>	<u>\$ 6,433</u>	<u>\$ 800,734</u>

Note: Segmental information is provided in Note 14.

B. Contract assets and liabilities

(a) The Group has recognised the following revenue-related contract assets and liabilities:

	December 31, 2022	December 31, 2021	January 1, 2021
Contract assets - customer contract	<u>\$ 99,294</u>	<u>\$ 87,200</u>	<u>\$ 79,030</u>
Contract liabilities - advance receipts from customers	<u>\$ 156,697</u>	<u>\$ 141,855</u>	<u>\$ 175,210</u>

(b) Revenue recognised that was included in the contract liability balance at the beginning of the period

	Years ended December 31	
	2022	2021
Revenue recognised that was included in the contract liabilities balance at the beginning of the period		
Advance receipts	<u>\$ 69,163</u>	<u>\$ 110,720</u>

The Group does not expect to have any contracts wherein the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year or contracts that are billed in accordance with actual service hour. As permitted under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

(17) Interest income

	Years ended December 31	
	2022	2021
Interest income from bank deposits	\$ 2,222	\$ 1,307
Interest income from financial assets measured at amortised cost	3,659	2,435
	<u>\$ 5,881</u>	<u>\$ 3,742</u>

(18) Other income

	Years ended December 31	
	2022	2021
Commission income	\$ 1,825	\$ 374
Other income	2,031	708
	<u>\$ 3,856</u>	<u>\$ 1,082</u>

(19) Other gains and losses

	Years ended December 31	
	2022	2021
Foreign exchange gains (losses)	\$ 37,354	(\$ 12,884)
Miscellaneous disbursements	(1,261)	(264)
	<u>\$ 36,093</u>	<u>(\$ 13,148)</u>

(20) Expenses by nature

	Years ended December 31	
	2022	2021
Employee benefit expense	\$ 450,715	\$ 427,017
Depreciation charges on property, plant and equipment	2,765	2,616
Depreciation charges on right-of-use assets	16,915	16,979
Amortisation	340	306
Operating lease payments	1,299	1,447
Outsourcing software	155,124	172,104
Provision for expected credit losses	5,143	176
Other expenses	42,233	30,476
Cost of sales	28,335	26,149
Operating costs and expenses	<u>\$ 702,869</u>	<u>\$ 677,270</u>

(21) Employee benefit expense

	Years ended December 31	
	2022	2021
Wages and salaries	\$ 384,236	\$ 364,285
Labor and health insurance fees	31,348	29,276
Pension costs	16,736	15,963
Other personnel expenses	18,395	17,493
	<u>\$ 450,715</u>	<u>\$ 427,017</u>

A. As of December 31, 2022 and 2021, the Group had 305 and 307 employees, respectively.

B. In accordance with the Articles of Incorporation of the Company, a ratio of distributable profit of the current year, after covering accumulated losses, shall be distributed as employees’

compensation and directors' remuneration. The ratio shall not be lower than 5% and not higher than 15% for employees' compensation and shall not be higher than 3% for directors' and supervisors' remuneration.

- C. For the years ended December 31, 2022 and 2021, employees' compensation was accrued at \$17,627 and \$14,119, respectively; while directors' remuneration was accrued at \$5,876 and \$4,706, respectively. The aforementioned amounts were recognised in salary expenses.
- D. The employees' compensation and directors' remuneration were estimated and accrued based on 9% and 3% of distributable profit of current year for the year ended December 31, 2022, respectively. The employees' compensation and directors' remuneration resolved by the Board of Directors were \$17,627 and \$5,876, respectively, and will be distributed in the form of cash.
- E. Employees' compensation and directors' and supervisors' remuneration for 2021 as resolved by the Board of Directors were in agreement with those amounts recognised in the 2021 financial statements.
- F. Information about employees' compensation and directors' and supervisors' remuneration of the Company as resolved at the meeting of Board of Directors will be posted in the "Market Observation Post System" at the website of the Taiwan Stock Exchange.

(22) Income tax

A. Income tax expense

(a) Components of income tax expense:

	Years ended December 31	
	2022	2021
Current tax:		
Current tax on profits for the period	\$ 35,182	\$ 18,404
Tax on undistributed surplus earnings	-	663
Prior year income tax under estimation	11	817
Total current tax	35,193	19,884
Deferred tax:		
Origination and reversal of temporary differences	(6,295)	3,995
Income tax expense	\$ 28,898	\$ 23,879

- (b) The income tax (charge)/credit relating to components of other comprehensive income and loss is as follows:

	Years ended December 31	
	2022	2021
Remeasurement of defined benefit obligations	\$ 395	\$ 1,179
Currency translation differences	799	(250)

B. Reconciliation between income tax expense and accounting profit:

	Years ended December 31	
	2022	2021
Tax calculated based on profit before tax and statutory tax rate (Note)	\$ 34,428	\$ 26,483
Tax exempt income by tax regulation	(5,541)	(5,091)
Change in assessment of realisation of deferred tax assets	-	(121)
Taxable loss not recognised as deferred tax assets	-	1,128
Prior year income tax under estimation	11	817
Tax on undistributed surplus earnings	-	663
Income tax expense	<u>\$ 28,898</u>	<u>\$ 23,879</u>

Note: The basis for computing the applicable tax rate are the rates applicable in the respective countries where the Group entities operate.

C. Amounts of deferred tax assets or liabilities as a result of temporary differences are as follows:

	2022				
	At January 1	Recognised in profit or loss	Recognised in other comprehensive income	Recognised in equity	At December 31
Temporary differences:					
— Deferred tax assets:					
Warranty cost	\$ 1,000	\$ 526	\$ -	\$ -	\$ 1,526
Allowance for bad debts in excess of allowable limit	403	1,024	-	-	1,427
Unrealised exchange loss	215	1,687	-	-	1,902
Unappropriated pensions	20,319	(201)	(395)	-	19,723
Unused annual leave	2,368	213	-	-	2,581
Loss on investment in foreign companies	3,292	3,046	(799)	-	5,539
	<u>\$ 27,597</u>	<u>\$ 6,295</u>	<u>(\$ 1,194)</u>	<u>\$ -</u>	<u>\$ 32,698</u>

2021					
	At January 1	Recognised in profit or loss	Recognised in other comprehensive income	Recognised in equity	At December 31
Temporary differences:					
— Deferred tax assets:					
Warranty cost	\$ 1,728	(\$ 728)	\$ -	\$ -	\$ 1,000
Allowance for bad debts in excess of allowable limit	411	(8)	-	-	403
Unrealised exchange loss	632	(417)	-	-	215
Unappropriated pensions	23,239	(1,741)	(1,179)	-	20,319
Unused annual leave	1,918	450	-	-	2,368
Loss on investment in foreign companies	4,593	(1,551)	250	-	3,292
	<u>\$ 32,521</u>	<u>(\$ 3,995)</u>	<u>(\$ 929)</u>	<u>\$ -</u>	<u>\$ 27,597</u>

D. Expiration dates of unused tax losses and amounts of unrecognised deferred tax assets are as follows:

December 31, 2022				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2018	Amount filed	\$ 6,102	\$ 6,102	2023
2019	Amount filed	2,365	2,365	2024
2020	Amount filed	2,060	2,060	2025
2021	Assessed	5,948	5,948	2026
2022	Estimated	1,565	1,565	2027
		<u>\$ 18,040</u>	<u>\$ 18,040</u>	
December 31, 2021				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2017	Amount filed	\$ 6,409	\$ 6,409	2022
2018	Amount filed	6,102	6,102	2023
2019	Amount filed	2,365	2,365	2024
2020	Assessed	2,060	2,060	2025
2021	Estimated	7,519	7,519	2026
		<u>\$ 24,455</u>	<u>\$ 24,455</u>	

E. The amounts of deductible temporary differences that were not recognised as deferred tax assets are as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Unrealised impairment loss	<u>\$ 400</u>	<u>\$ 400</u>

F. As of December 31, 2022, the Company's income tax returns through 2020 have been assessed and approved by the Tax Authority. The Company has recorded an estimated amount of \$129 as the tax payable for the year ended December 31, 2020 based on the approved assessment results, which requires additional payment.

G. ARES GROUP CORP., WELJOIN TECHNOLOGIES LIMITED (BVI) and SHARP KEEN MANAGEMENT LIMITED are companies that were established in Seychelles and British Virgin Islands, respectively. These companies have no income tax.

(23) Earnings per share

	<u>Year ended December 31, 2022</u>		
	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	<u>\$ 143,417</u>	<u>47,254</u>	<u>\$ 3.04</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 143,417	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	<u>-</u>	<u>679</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	<u>\$ 143,417</u>	<u>\$ 47,933</u>	<u>\$ 2.99</u>

Year ended December 31, 2021			
	<u>Amount after tax</u>	<u>Weighted average number of ordinary shares outstanding (shares in thousands)</u>	<u>Earnings per share (in dollars)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ <u>114,532</u>	<u>47,254</u>	\$ <u>2.42</u>
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 114,532	47,254	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	<u>-</u>	<u>565</u>	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ <u>114,532</u>	<u>47,819</u>	\$ <u>2.40</u>

(24) Changes in liabilities from financing activities

	2022		2021	
	<u>Liabilities from financing</u>		<u>Liabilities from financing</u>	
	<u>Lease liabilities</u>	<u>activities-gross</u>	<u>Lease liabilities</u>	<u>activities-gross</u>
At January 1	\$ 20,961	\$ 20,961	\$ 4,000	\$ 4,000
Changes in cash flow from financing activities	(16,594)	(16,594)	(17,483)	(17,483)
Impact of changes in foreign exchange rate	67	67	(15)	(15)
Changes in other non-cash items	<u>2,537</u>	<u>2,537</u>	<u>34,459</u>	<u>34,459</u>
At December 31	\$ <u>6,971</u>	\$ <u>6,971</u>	\$ <u>20,961</u>	\$ <u>20,961</u>

7. RELATED PARTY TRANSACTIONS

(1) Names of related parties and relationship

Names of related parties	Relationship with the Group
ARGO INTERNATIONAL CORPORATION	Associate
M-POWER INFORMATION CO., LTD.	"
ARES INTERNATIONAL (THAILAND) CO., LTD.	"
MiTAC INC.	Key management
SHUTTLE INC.	Other related party

(2) Significant related party transactions

A. Operating revenue

	Years ended December 31	
	2022	2021
Sales of goods:		
-Associates	\$ 3,760	\$ -
-Other related parties	-	45
-Key management	179	876
	<u>\$ 3,939</u>	<u>\$ 921</u>

Most of the transactions in relation to sales, services and maintenance made with related parties are separate cases, thus the transaction prices are determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms would be available to third parties.

B. Purchases

	Years ended December 31	
	2022	2021
Purchases of goods:		
-Associates	\$ 130	\$ 45
Purchases of services:		
-Associates	1,020	10,420
	<u>\$ 1,150</u>	<u>\$ 10,465</u>

(a) The Group's purchases are made for each system integration projects and are only purchased from related parties. Therefore, the purchase price is determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms would be available to third parties.

- (b) Most of the transactions in relation to services and maintenance made with related parties are separate cases, thus the transaction prices are determined based on mutual agreement. Except for the payment term of 60 days after monthly billings, other terms would be available to third parties.

C. Receivables from related parties

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Accounts receivable		
-M-POWER INFORMATION CO., LTD.	\$ 1,108	\$ -

D. Acquisition of financial assets:

				<u>Year ended December 31, 2022</u>
	<u>Accounts</u>	<u>No. of shares</u>	<u>Objects</u>	<u>Consideration</u>
Associates	Investments accounted for using the equity method	295,970	Common stock	\$ 2,960
				<u>Year ended December 31, 2021</u>
	<u>Accounts</u>	<u>No. of shares</u>	<u>Objects</u>	<u>Consideration</u>
Associates	Investments accounted for using the equity method	414,549	Common stock	\$ 7,047

- E. In 2021, the Group entered into three-year Argo ERP maintenance contract with an associate, in the amount of \$748. The Group recognised \$249 as operating expenses for both the years ended December 31, 2022 and 2021.

- F. The Group paid the service fee to an associate. For the years ended December 31, 2022 and 2021, operating expense was recognised amounting to \$0 and \$51, respectively.

(3) Key management compensation

		<u>Years ended December 31</u>
		<u>2022</u> <u>2021</u>
Salaries and other short-term employees' benefits		\$ 65,571 \$ 58,673

8. PLEDGED ASSETS

The Group's assets pledged as collateral are as follows:

<u>Pledged asset</u>	<u>Book value</u>		<u>Purpose</u>
	<u>December 31, 2022</u>	<u>December 31, 2021</u>	
Time deposits (shown as financial assets at amortised cost - current)	\$ 3,635	\$ 6,385	Bid bond
Guarantee deposits paid (shown as other current assets)	50,489	55,333	Bid bond and performance bond
Guarantee deposits paid (shown as other non-current assets)	7,642	7,658	Guarantees provided for leasing
	<u>\$ 61,766</u>	<u>\$ 69,376</u>	

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS

(1) Contingencies

None.

(2) Commitments

A. Capital expenditures contracted for at the balance sheet date but not yet incurred are as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Software products	<u>\$ 10,740</u>	<u>\$ 3,388</u>

B. As of December 31, 2022 and 2021, the Group issued promissory notes amounting to \$0 and \$240 for the execution of contract projects.

10. SIGNIFICANT DISASTER LOSS

None.

11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

On March 22, 2023, the Group's Board of Directors proposed for the distribution of 2022 retained earnings. Please refer to Note 6(15) for details.

12. OTHERS

(1) Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Group monitors capital on the basis of the gearing ratio.

This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the consolidated balance sheet) less cash and cash equivalents. Total capital is calculated as 'equity' as shown in the consolidated balance

sheet plus net debt.

During the year ended December 31, 2022, the Group's strategy, which was unchanged from 2021, was to maintain the gearing ratio as low as possible.

(2) Financial instruments

A. Financial instruments by category

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Financial assets</u>		
Financial assets at amortised cost/Loans and receivables		
Cash and cash equivalents	\$ 574,013	\$ 552,771
Current financial assets at amortised cost	316,110	283,321
Notes receivable	26	-
Accounts receivable	122,541	152,095
Accounts receivable due from related parties	1,108	-
Other receivables	2,444	1,851
Guarantee deposits paid (shown as other current assets)	50,489	55,333
Guarantee deposits paid (shown as other non-current assets)	7,642	7,658
	<u>\$ 1,074,373</u>	<u>\$ 1,053,029</u>
	<u>December 31, 2022</u>	<u>December 31, 2021</u>
<u>Financial liabilities</u>		
Financial liabilities at amortised cost		
Notes payable	\$ -	\$ 264
Accounts payable	50,455	62,331
Other payables	146,063	135,256
	<u>\$ 196,518</u>	<u>\$ 197,851</u>
Lease liabilities	<u>\$ 6,971</u>	<u>\$ 20,961</u>

B. Financial risk management policies

The Group's financial risks are primarily risks associated with its investments in financial instruments and foreign exchange risk arising from foreign-currency transactions. The Company uses the most rigorous controls to manage the financial risks from investments in various financial products. Each investment is assessed comprehensively, taking into account market risk, credit risk, liquidity risk and cash flow risk, with the goal of choosing the investment with the smallest risk. According to our policy goals of risk management, the Group manages its foreign

exchange risk from foreign-currency transactions by optimising our risk exposure and maintaining an appropriate level of exposure to liquidity risk, thus achieving the best possible hedging strategy.

C. Significant financial risks and degrees of financial risks

(a) Market risk

Foreign exchange risk

- i. The Group operates internationally and is exposed to exchange rate risk arising from the transactions of the Company and its subsidiaries used in various functional currency, primarily with respect to the USD and RMB. Exchange rate risk arises from future commercial transactions and recognised assets and liabilities.
- ii. The Group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk.
- iii. The Group's businesses involve some non-functional currency operations (the Company's functional currency: NTD; other certain subsidiaries' functional currency: USD and RMB). The information on assets and liabilities denominated in foreign currencies whose values would be materially affected by the exchange rate fluctuations is as follows:

	December 31, 2022		
	Foreign currency amount (in thousands)	Exchange rate	Book value (NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	\$ 9,576	30.71	\$ 294,079
HKD:NTD	19,491	3.94	76,795
AUD:NTD	482	20.83	10,040
EUR:NTD	114	32.72	3,730
RMB:NTD	21,165	4.41	93,338
USD:RMB	231	6.96	7,090
RMB:USD	1,082	0.14	4,652
<u>Non-monetary items</u>			
USD:NTD	598	30.71	18,351
THB:NTD	5,230	0.89	4,676

December 31, 2021			
	Foreign currency		
	amount (in thousands)	Exchange rate	Book value (NTD)
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	\$ 8,855	27.68	\$ 245,106
HKD:NTD	16,464	3.55	58,447
AUD:NTD	481	20.08	9,658
EUR:NTD	114	31.32	3,570
RMB:NTD	18,578	4.34	80,629
USD:RMB	173	6.37	4,783
RMB:USD	2,751	0.16	12,184
<u>Non-monetary items</u>			
USD:NTD	585	27.68	16,182
THB:NTD	6,320	0.83	5,275

- iv. The total exchange gain (loss), including realised and unrealised, arising from significant foreign exchange variation on the monetary items held by the Group for the years ended December 31, 2022 and 2021, amounted to \$37,354 and (\$12,844), respectively.
- v. Analysis of foreign currency market risk arising from significant foreign exchange variation:

Year ended December 31, 2022			
	Sensitivity analysis		
	Degree of variation	Effect on profit or loss	Effect on other comprehensive income
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	1.00%	\$ 2,941	\$ -
HKD:NTD	1.00%	768	-
AUD:NTD	1.00%	100	-
EUR:NTD	1.00%	37	-
RMB:NTD	1.00%	933	-
USD:RMB	1.00%	71	-
RMB:USD	1.00%	47	-
<u>Non-monetary items</u>			
USD:NTD	1.00%	-	184
THB:NTD	1.00%	-	47

	Year ended December 31, 2021		
	Sensitivity analysis		
	Degree of variation	Effect on profit or loss	Effect on other comprehensive income
(Foreign currency: functional currency)			
<u>Financial assets</u>			
<u>Monetary items</u>			
USD:NTD	1.00%	\$ 2,451	\$ -
HKD:NTD	1.00%	584	-
AUD:NTD	1.00%	97	-
EUR:NTD	1.00%	36	-
RMB:NTD	1.00%	806	-
USD:RMB	1.00%	48	-
RMB:USD	1.00%	122	-
<u>Non-monetary items</u>			
USD:NTD	1.00%	-	162
THB:NTD	1.00%	-	53

Price risk

- i. The Group's equity securities, which are exposed to price risk, are the held financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.
- ii. The Group's investments in equity securities comprise domestic beneficiary certificates and equity instrument issued by foreign listed companies. The prices of equity securities would change due to the variation of the future value of investee companies. If the prices of these equity securities had increased or decreased by 1% with all other variables held constant, post-tax profit for the years ended December 31, 2022 and 2021 would have increased or decreased both by \$0, respectively, as a result of other comprehensive income classified as equity investment at fair value through other comprehensive income.

(b) Credit risk

- i. Credit risk refers to the risk of financial loss to the Group arising from default by the clients or counterparties of financial instruments on the contract obligations. The main factor is that counterparties could not repay in full the accounts receivable based on the agreed terms, and the contract cash flows of debt instruments stated at amortised cost.
- ii. According to the Group's credit policy, each local entity in the Group is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the

credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.

- iii. The Group adopts following assumptions under IFRS 9 to assess whether there has been a significant increase in credit risk on that instrument since initial recognition:

If the contract payments were past due over 30 days based on the terms, there has been a significant increase in credit risk on that instrument since initial recognition.

- iv. The Group adopts the assumption under IFRS 9, that is, the default occurs when the contract payments are past due over 90 days.
- v. The Group classifies customers' accounts receivable and contract assets in accordance with customer types. The Group applies the simplified approach using the provision matrix, loss rate methodology to estimate expected credit loss.
- vi. The following indicators are used to determine whether the credit impairment of debt instruments has occurred:
- (i) It becomes probable that the issuer will enter bankruptcy or other financial reorganisation due to their financial difficulties;
 - (ii) The disappearance of an active market for that financial asset because of financial difficulties;
 - (iii) Default or delinquency in interest or principal repayments;
 - (iv) Adverse changes in national or regional economic conditions that are expected to cause a default.
- vii. The Group used the forecastability to adjust historical and timely information to assess the default possibility of accounts receivable and contract assets. As of December 31, 2022 and 2021, the provision matrix and loss rate methodology are as follows:

<u>Group 1</u>	<u>Not past due</u>	<u>Up to 90 days</u>	<u>91-180 days</u>	<u>181-270 days</u>	<u>Over 270 days</u>	<u>Total</u>
<u>December 31, 2022</u>						
Expected loss rate	1.29%~ 3.00%	5.06%~ 31.06%	9.34%~ 100%	8.62%~ 100%	100%	
Total book value	\$ 92,271	\$ 15,107	\$ 511	\$ 2,693	\$ 9,503	\$ 120,085
Loss allowance	\$ 1,295	\$ 1,059	\$ 261	\$ 304	\$ 9,503	\$ 12,422

<u>Group 1</u>	<u>Not past due</u>	<u>Up to 90 days</u>	<u>91-180 days</u>	<u>181-270 days</u>	<u>Over 270 days</u>	<u>Total</u>
<u>December 31, 2021</u>						
Expected loss rate	0%	0.05%~ 0.26%	0.56%~ 5.27%	14.99%~ 58.33%	100%	
Total book value	\$ 121,664	\$ 7,810	\$ 2,415	\$ 948	\$ 6,540	\$ 139,377
Loss allowance	\$ 4	\$ 6	\$ 54	\$ 628	\$ 6,540	\$ 7,232

	<u>Group 2</u>	<u>Group 3</u>	<u>Total</u>
<u>December 31, 2022</u>			
Expected loss rate		0%	0%
Total book value	\$ 10,761	\$ 4,117	\$ 14,878
Loss allowance	\$ -	\$ -	\$ -

	<u>Group 2</u>	<u>Group 3</u>	<u>Total</u>
<u>December 31, 2021</u>			
Expected loss rate		0%	0%
Total book value	\$ 17,245	\$ 2,705	\$ 19,950
Loss allowance	\$ -	\$ -	\$ -

Group 1: General business

Group 2: Government-owned corporation

Group 3: Government organisations

- ix. As of December 31, 2022 and 2021, contract assets no amounted, respectively, and loss allowance was \$0 if measured at expected credit loss rate of 0%.
- x. Movements in relation to the group applying the simplified approach to provide loss allowance for accounts receivable and contract assets are as follows:

	<u>2022</u>			
	<u>Accounts receivable</u>	<u>Contract assets</u>	<u>Notes receivable</u>	<u>Total</u>
At January 1	\$ 7,232	\$ -	\$ -	\$ 7,232
Impairment loss	5,143	-	-	5,143
Effects of foreign exchange	47	-	-	47
At December 31	<u>\$ 12,422</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 12,422</u>
	<u>2021</u>			
	<u>Accounts receivable</u>	<u>Contract assets</u>	<u>Notes receivable</u>	<u>Total</u>
At January 1	\$ 7,071	\$ -	\$ -	\$ 7,071
Impairment loss	176	-	-	176
Effects of foreign exchange	(15)	-	-	(15)
At December 31	<u>\$ 7,232</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7,232</u>

(c) Liquidity risk

- i. Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group treasury. Group treasury monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs.
- ii. The table below analyses the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date for non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

<u>Non-derivative financial liabilities:</u>	<u>Less than</u>	<u>Between 3</u>	<u>Between 2 and</u>	
December 31, 2022	<u>3 months</u>	<u>months and 2 years</u>	<u>5 years</u>	<u>Total</u>
Accounts payable	\$ 49,935	\$ 520	\$ -	\$ 50,455
Other payables	121,202	24,862	-	146,064
Lease liabilities	2,086	4,477	592	7,155

<u>Non-derivative financial liabilities:</u>	<u>Less than</u>	<u>Between 3</u>	<u>Between 2 and</u>	
December 31, 2021	<u>3 months</u>	<u>months and 2 years</u>	<u>5 years</u>	<u>Total</u>
Notes payable	\$ 264	\$ -	\$ -	\$ 264
Accounts payable	62,239	92	-	62,331
Other payables	113,012	22,244	-	135,256
Lease liabilities	4,346	15,722	1,427	21,495

(3) Fair value information

- A. The different levels that the inputs to valuation techniques are used to measure fair value of financial and non-financial instruments have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date. A market is regarded as active where a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability. The fair value of the Group's investment in financial assets at fair value through other comprehensive income is included in Level 3.

B. Financial instruments not measured at fair value

The carrying amounts of cash and cash equivalents, notes receivable, accounts receivable, other receivables, notes payable, accounts payable and other payables are approximate to their fair values.

- C. The related information on financial and non-financial instruments measured at fair value by level on the basis of the nature, characteristics and risks of the assets and liabilities are as follows:

December 31, 2022	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Assets				
<u>Recurring fair value measurements</u>				
Financial assets at fair value through other comprehensive income	\$ -	\$ -	\$ -	\$ -
December 31, 2021	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Assets				
<u>Recurring fair value measurements</u>				
Financial assets at fair value through other comprehensive income	\$ -	\$ -	\$ -	\$ -

- D. The methods and assumptions the Group used to measure fair value are as follows:

- (a) The instruments the Group used market quoted prices as their fair values (that is, Level 1) are listed below by characteristics:

	<u>Listed shares</u>	<u>Closed-end fund</u>	<u>Open-end fund</u>
Market quoted price	Closing price	Closing price	Net asset value

- (b) Except for financial instruments with active markets, the fair value of other financial instruments is measured by using valuation techniques or by reference to counterparty quotes. The fair value of financial instruments measured by using valuation techniques can be referred to current fair value of instruments with similar terms and characteristics in substance, discounted cash flow method or other valuation methods, including calculated by applying model using market information available at the consolidated balance sheet date (i.e. yield curves on the Taipei Exchange, average commercial paper interest rates quoted from Reuters).
- E. For the years ended December 31, 2022 and 2021, there was no transfer between Level 1 and Level 2.
- F. For the years ended December 31, 2022 and 2021, there was no transfer into or out from Level 3.
- G. Finance segment is in charge of valuation procedures for fair value measurements being categorised within Level 3, which is to verify independent fair value of financial instruments. Such assessment is to ensure the valuation results are reasonable by applying independent information to make results close to current market conditions, confirming the resource of information is independent, reliable and in line with other resources and represented as the exercisable price, and frequently calibrating valuation model, performing back-testing, updating

inputs used to the valuation model and making any other necessary adjustments to the fair value.

- H. Valuation techniques of fair value that the Group used in level 3 are net asset value and market comparable companies. The significant unobservable input of market comparable companies is the discount for lack of marketability. If the input and discount for lack of marketability are higher, the fair value will be lower.

(4) Other matter

During the COVID-19 pandemic, the Group was able to maintain its normal operations amidst the various preventive measures imposed by the government. Based on the Group's assessment, the pandemic had no significant impact on its ability to continue as a going concern, impairment of assets and financing risks.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transactions information

- A. Loans to others: None.
- B. Provision of endorsements and guarantees to others: None.
- C. Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): Refer to table 1.
- D. Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's paid-in capital: None.
- E. Acquisition of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- F. Disposal of real estate reaching \$300 million or 20% of paid-in capital or more: None.
- G. Purchases or sales of goods from or to related parties reaching \$100 million or 20% of paid-in capital or more: None.
- H. Receivables from related parties reaching \$100 million or 20% of paid-in capital or more: None.
- I. Trading in derivative instruments undertaken during the reporting periods: None.
- J. Significant inter-company transactions during the reporting periods: None.

(2) Information on investees

Names, locations and other information of investee companies (not including investees in Mainland China): Refer to table 2.

(3) Information on investments in Mainland China

- A. Basic information: Refer to table 3.
- B. Significant transactions, either directly or indirectly through a third area, with investee companies in the Mainland Area: None.

(4) Major shareholders information

Major shareholders information: Refer to table 4.

14. SEGMENT INFORMATION

(1) General information

- A. Management has determined the reportable operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions.
- B. There is no material change in the basis for formation of entities and division of segments in the Group or in the measurement basis for segment information during this period.

(2) Measurement of segment information

The Board of Directors evaluates the performance of the operating segments based on a measure of segment income (loss). Interest income are not allocated to operating segments, as this type of activity is driven by the Group's financial segment, which manages the cash position of the group.

(3) Segment information

The Group's segment profit and loss is measured with the operating income and loss, which is used as a basis for the Group in assessing the performance of the operating segments. The segment information provided to the Chief Operating Decision-Maker for the reportable segments is as follows:

Year ended December 31, 2022:

	<u>Commercial segment</u>	<u>Financial business segment</u>	<u>Project segment</u>	<u>Total</u>
Revenue from external customers	\$ 398,673	\$ 247,956	\$ 155,875	\$ 802,504
Inter-segment revenue	12,588	-	-	12,588
Total segment revenue	<u>\$ 411,261</u>	<u>\$ 247,956</u>	<u>\$ 155,875</u>	<u>\$ 815,092</u>
Segment income	<u>\$ 61,202</u>	<u>\$ 40,855</u>	<u>\$ 10,166</u>	<u>\$ 112,223</u>
Segment income (loss), including:				
Depreciation and amortisation	<u>(\$ 8,714)</u>	<u>(\$ 7,696)</u>	<u>(\$ 3,610)</u>	<u>(\$ 20,020)</u>

Year ended December 31, 2021:

	Commercial segment	Financial business segment	Project segment	Total
Revenue from external customers	\$ 373,126	\$ 246,616	\$ 180,992	\$ 800,734
Inter-segment revenue	17,808	-	-	17,808
Total segment revenue	<u>\$ 390,934</u>	<u>\$ 246,616</u>	<u>\$ 180,992</u>	<u>\$ 818,542</u>
Segment income	<u>\$ 62,415</u>	<u>\$ 64,978</u>	<u>\$ 13,879</u>	<u>\$ 141,272</u>
Segment income (loss), including:				
Depreciation and amortisation	(\$ 8,623)	(\$ 7,506)	(\$ 3,772)	(\$ 19,901)

The Group did not disclose the information in relation to segment assets and segment liabilities as this information is not provided to the Chief Operating Decision-Maker.

(4) Reconciliation for segment income and loss

The segment operating income reported to the Chief Operating Decision-Maker is measured in a manner consistent with that in the statement of comprehensive income. The Group did not provide the amounts of total assets and total liabilities to the Chief Operating Decision-Maker for making operating decisions. The reconciliation on segment revenue, operating revenue, segment income/loss and income/loss before tax from continuing operations of reportable segment are as follows:

Profit or loss	Years ended December 31	
	2022	2021
Total reportable segment revenue	\$ 815,092	\$ 818,542
Write-off of inter-segment revenue	(12,588)	(17,808)
Operating revenue	<u>\$ 802,504</u>	<u>\$ 800,734</u>

Profit or loss	Years ended December 31	
	2022	2021
Segment income	\$ 112,223	\$ 141,272
Adjustments and write-offs	(12,588)	(17,808)
Non-operating income and expenses	72,586	15,370
Income before tax from continuing operations	<u>\$ 172,221</u>	<u>\$ 138,834</u>

(5) Information on products and services

The primary operations of the Group are the design, sales, maintenance, and leasing of computers and related equipment, hardware, and software. All these operations belong in the same industry, therefore disclosure of financial information by industry does not apply here.

(6) Geographical information

Geographical information for the years ended December 31, 2022 and 2021 is as follows:

	Years ended December 31			
	2022		2021	
	Revenue	Non-current assets	Revenue	Non-current assets
Taiwan	\$ 710,840	\$ 9,164	\$ 699,214	\$ 22,172
Asia	88,456	2,506	89,417	4,300
America	3,208	-	5,670	-
Australia	-	-	6,433	-
	<u>\$ 802,504</u>	<u>\$ 11,670</u>	<u>\$ 800,734</u>	<u>\$ 26,472</u>

A. The Group's revenue by location is calculated based on the location in which the sales were made.

B. Non-current assets refer to property, plant and equipment, right-to-use assets and intangible assets, and do not include financial instruments and deferred tax assets.

(7) Major customer information

For the years ended December 31, 2022 and 2021, the Group did not have customers that contributed to more than 10% of the operating revenue on the statement of comprehensive income.

ARES INTERNATIONAL CORP. AND SUBSIDIARIES
Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures)
Year ended December 31, 2022

Table 1

Expressed in thousands of NTD
(Except as otherwise indicated)

Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer (Note 2)	General ledger account	As of December 31, 2022				Footnote (Note 4)
				Number of shares	Book value (Note 3)	Ownership (%)	Fair value	
ARES INTERNATIONAL CORP.	Common shares/Formosa First Country Club	-	Financial assets at fair value through other comprehensive income	2,025	\$ -	0.01%	\$ -	-

Note 1: Marketable securities in the table refer to stocks, bonds, beneficiary certificates and other related derivative securities in accordance with IFRS9, 'Financial instruments'.

Note 2: Leave the column blank if the issuer of marketable securities is a non-related party.

Note 3: Fill in the amount after adjusted at fair value and deducted by accumulated impairment for the marketable securities measured at fair value; fill in the acquisition cost or amortised cost deducted by accumulated impairment for the marketable securities not measured at fair value.

Note 4: The number of shares of securities and their amounts pledged as security or pledged for loans and their restrictions on use under some agreements should be stated in the footnote if the securities presented herein have such conditions.

Table 2

ARES INTERNATIONAL CORP. AND SUBSIDIARIES

Names, locations, and related information on investees (excluding information on investment in Mainland China)

Year ended December 31, 2022

Expressed in thousands of NTD
(Except as otherwise indicated)

Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2022			Net profit (loss) of the investee for the year ended December 31, 2022 (Note 2(2))	Investment income (loss) recognised by the Company for the year ended December 31, 2022 (Note 2(3))	Footnote
				Balance as at December 31, 2022	Balance as at December 31, 2021	Number of shares	Ownership (%)	Book value			
ARES INTERNATIONAL CORP.	ARGO INTERNATIONAL CORPORATION	Taiwan	Provides professional service of computer application software and sells computer peripheral equipments	\$ 16,974	\$ 14,014	1,863,446	33.88	\$ 28,854	\$ 20,744	\$ 7,084	
"	M-POWER INFORMATION CO., LTD.	"	Agency and sale of database system and professional service of software	28,541	28,541	4,343,015	19.74	94,880	91,557	21,095	
"	ARES GROUP CORP.	Seychelles	Investment business	35,029	35,029	1,500,000	100.00	18,651 (	98) (	98)	Subsidiary
"	ARES INTERNATIONAL (THAILAND) CO., LTD.	Thailand	Provides professional service of computer application software and sells computer peripheral equipments	6,865	6,865	1,470,000	49.00	4,676 (	1,902) (	932)	
"	WELJOIN TECHNOLOGIES LIMITED (BVI)	British Virgin Islands	Investment business	26,177	26,177	50,000	100.00	36,233 (	755) (	755)	Subsidiary
ARES GROUP CORP.	SHARP KEEN MANAGEMENT LIMITED	"	"	34,115	34,115	1,120,000	100.00	18,416 (	56)	Note 3	Subsidiary
SHARP KEEN MANAGEMENT LIMITED	BLITZ IT CONSULTANTS PTE LTD.	Singapore	Agency of computer software and internet	33,256	33,256	484,000	25.00	18,351 (	227)	Note 3	

Note 1: If a public company is equipped with an overseas holding company and takes consolidated financial report as the main financial report according to the local law rules, it can only disclose the information of the overseas holding company about the disclosure of related overseas investee information.

Note 2: If situation does not belong to Note 1, fill in the columns according to the following regulations:

(1)The columns of ‘Investee’, ‘Location’, ‘Main business activities’, Initial investment amount’ and ‘Shares held as at December 31, 2022’ should fill orderly in the Company’s (public company’s) information on investees and every directly or indirectly controlled investee’s investment information, and note the relationship between the Company (public company) and its investee each (ex. direct subsidiary or indirect subsidiary) in the ‘footnote’ column.

(2)The ‘Net profit (loss) of the investee for the year ended December 31, 2022’ column should fill in amount of net profit (loss) of the investee for this period.

(3)The ‘Investment income (loss) recognised by the Company for the year ended December 31, 2022’ column should fill in the Company (public company) recognised investment income (loss) of its direct subsidiary and recognised investment income (loss) of its investee accounted for under the equity method for this period. When filling in recognised investment income (loss) of its direct subsidiary, the Company (public company) should confirm that direct subsidiary’s net profit (loss) for this period has included its investment income (loss) which shall be recognised by regulations.

Note 3: Investment income (loss) for the period was recognised by subsidiaries of investees.

Table 1 Page 1

Ares International Corp. and Subsidiaries
Information on investments in Mainland China
Year ended December 31, 2022

Table 3

Expressed in thousands of NTD
(Except as otherwise indicated)

Investment flows													Accumulated amount of investment income remitted back to Taiwan as of December 31, 2022	Note
Investee in Mainland China	Main business activities	Paid-in capital (Note 3)	Investment method	Beginning balance of accumulated outflow of investment from Taiwan	Remitted to Mainland China	Remitted back to Taiwan	Ending balance of accumulated outflow of investment from Taiwan	Net income of investee for the year ended December 31, 2022	Ownership held by the Company (direct or indirect)	Investment income (loss) recognised by the Company for the year ended December 31, 2022 (Note 2)	Book value of investments in Mainland China as of December 31, 2022			
APLUSOFT (SUZHOU) CORPORATION.	Research and development of enterprise management software and sale of self-produce product of the Company	\$ 25,228	Note1	\$ 23,806	-	\$ 12,074	\$ 11,732	(\$ 2,277)	95.88	(\$ 2,183)	\$ 29,360	\$ 13,443	Note 4 Note 5	

Note 1: Through investing in an existing company in the third area, which then invested in the investee in Mainland China. The investee in the third area is WELJOIN TECHNOLOGIES LIMITED (BVI).

Note 2: The financial statements were audited and attested by R.O.C. parent company's CPA.

Note 3: The paid-in capital of Aplusoft (Suzhou) Corporation amounted to RMB5,215,000 (USD750,592).

Note 4: Among the repatriated investment income, the cash dividends approved by the MOEA amounted to \$4,354 (RMB 989,865.92 / USD 147,512.21).

Note 5: In August 2022, APLUSOFT (SUZHOU) CORPORATION remitted its earnings amounting to RMB1,200,034.08 to the investee in the third area, WELJOIN TECHNOLOGIES LIMITED (BVI).

Company name	Accumulated amount of remittance from Taiwan to Mainland China as of December 31, 2022	Investment amount approved by the Investment Commission of the Ministry of Economic Affairs (MOEA)	Ceiling on investments in Mainland China imposed by the Investment Commission of MOEA
Ares International Corp.	\$ 61,178	\$ 81,995	\$ 524,083

ARES INTERNATIONAL CORP. AND SUBSIDIARIES

Major shareholders information

December 31, 2022

Table 4

Name of major shareholders	Shares		
	Name of shares held		Ownership (%)
YU, HONG-YANG	\$	3,558,449	7.53%

Note1: (1) The major shareholders information was derived from the data that the Company issued common shares (including treasury shares) and preference shares in dematerialised form which were registered and held by the shareholders above 5% on the last operating date of each quarter and was calculated by Taiwan Depository & Clearing Corporation. The share capital which was recorded in the financial statements is different from the actual number of shares issued in dematerialised form because of the different calculation basis or the differences.

(2) If the aforementioned data contains shares which were held in trust by the shareholders, the data was disclosed as separate account of client which was set by the trustee. As for the shareholder who reports share equity as an insider whose shareholding ratio greater than 10% in accordance with Securities and Exchange Act, the shareholding ratio includes the self-owned shares and trusted shares, at the same time, persons have power to decide how to allocate the trust assets. For the information of reported share equity of insider, please refer to Market Observation Post System.