

**BUIMA GROUP INC. (CAYMAN) AND
SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2021 AND 2020**

For the convenience of readers and for information purpose only, the auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. In the event of any discrepancy between the English version and the original Chinese version or any differences in the interpretation of the two versions, the Chinese-language auditors' report and financial statements shall prevail.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Buima Group Inc.

Opinion

We have audited the accompanying consolidated balance sheets of Buima Group Inc. and subsidiaries (the "Group") as at December 31, 2021 and 2020, 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, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, 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 as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits of the consolidated financial statements in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and generally accepted auditing standards in the Republic of China. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2021 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2021 consolidated financial statements are stated as follows:

Accuracy of the timing of revenue recognition of export sales for the battery products

Description

Please refer to Note 4(27) for accounting policy on revenue recognition, and Note 6(23) for details.

The Group merged a subsidiary, JOULES MILES CO., LTD. during the year ended December 31, 2021, which is mainly engaged in the manufacturing and trading of batteries and their components. For the year ended December 31, 2021, operating income from sales of battery-related products due to the merger of JOULES MILES CO., LTD. represented 23% of total consolidated operating revenue, of which, export sales of the battery represents 63% of battery product revenue, which is significant to the Group's consolidated financial statements, thus, we regarded it as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

1. Obtained an understanding, assessed and tested the Group's internal control procedures for the revenue recognition of battery product sales.
2. Obtained details of sales revenue transactions and perform verification tests, including checking customer orders, shipping orders and export declarations, to confirm the adequacy of the timing of sales revenue recognition.
3. Performed confirmation for the amount of accounts receivable.
4. Reviewed whether there are significant sales returns after balance sheet date and confirmed the adequacy of the timing of sales revenue recognition.

Recognition of construction contract revenue-the stage of completion estimateDescription

Please refer to Notes 4(27) and 6(23) for accounting policies on construction contracts revenue recognition and details. For the year ended December 31, 2021, construction contract revenue amounted to NT\$ 1,148,842 thousand, representing 42.26% of consolidated operating revenue.

The Group recognised construction contract revenue and profit by using percentage of completion method during the contract period. The percentage of completion will be calculated based on the actual cost at the financial period-end in proportion to estimated total construction contract cost. The aforementioned estimated total construction contract cost was calculated based on the contract budget details of winning construction contract, taking into consideration the changes in construction caused by additional or less work, and the recent price fluctuations in the market to estimate the contract work, overhead and relevant costs.

As the complexity of aforementioned total cost usually involves subjective judgment and contains a high degree of uncertainty, and the estimate of total cost affects the stage of completion and the recognition of construction contract revenue, thus, we considered the assessment of the stage of completion which was applied on construction contract revenue recognition as a key audit matter.

How our audit addressed the matter:

We performed the following audit procedures on the above key audit matter:

1. We obtained an understanding of the nature of business and industry of the Group and assessed the reasonableness of internal process of estimating total construction cost, including the procedure of estimating each construction cost and overhead, and the consistency of applying the estimation method;
2. Obtained an understanding and assessed of the internal controls which would affect the changes of estimated total cost, including verifying the evidence of additional or less work and constructions for the current period and after the balance sheet date.
3. Inspected the construction on site accompanied by the supervisor and other appropriate staff at the end of the reporting period to assess the reasonableness of the estimated stage of completion.
4. Obtained details of construction profit or loss and performed substantive procedures, including randomly checking the incurred cost of current period with the appropriate evidence, and additional or less work with the supporting documents, and recalculated the stage of completion.

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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.



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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.

Chiu, Chao-Hsien

Lai, Chung-Hsi

For and on behalf of PricewaterhouseCoopers, Taiwan

March 31, 2022

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 report of independent accountants 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.

BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars.)

	Assets	Notes	December 31, 2021		December 31, 2020	
			AMOUNT	%	AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	\$ 461,623	13	\$ 293,348	16
1136	Current financial assets at amortised cost	6(3) and 8				
			114,226	3	140,909	8
1140	Current contract assets	6(23)	195,378	5	108,756	6
1150	Notes receivable, net		9,982	-	21,213	1
1170	Accounts receivable, net	6(4)	702,015	19	247,569	14
1180	Accounts receivable - related parties	7	70,532	2	57,412	3
1200	Other receivables		22,219	1	18,864	1
130X	Inventories	6(5)	781,821	21	145,756	8
1410	Prepayments	6(6)	227,956	6	78,725	5
11XX	Current assets		<u>2,585,752</u>	<u>70</u>	<u>1,112,552</u>	<u>62</u>
	Non-current assets					
1510	Non-current financial assets at fair value through profit or loss	6(2)	4,780	-	4,690	-
1535	Non-current financial assets at amortised cost	6(3) and 8				
			113,688	3	-	-
1600	Property, plant and equipment	6(7) and 8	492,239	13	258,817	14
1755	Right-of-use assets	6(8) and 8	106,613	3	77,163	4
1780	Intangible assets	6(9)	156,270	4	154,345	9
1840	Deferred income tax assets	6(30)	8,750	-	9,057	1
1900	Other non-current assets	6(10) and 8	242,122	7	182,108	10
15XX	Non-current assets		<u>1,124,462</u>	<u>30</u>	<u>686,180</u>	<u>38</u>
1XXX	Total assets		<u>\$ 3,710,214</u>	<u>100</u>	<u>\$ 1,798,732</u>	<u>100</u>
	Liabilities and Equity					
	Current liabilities					
2100	Short-term borrowings	6(11)	\$ 925,112	25	\$ 448,484	25
2120	Current financial liabilities at fair value through profit or loss	6(12)				
			1,780	-	-	-
2130	Current contract liabilities	6(23)	18,730	-	70,726	4
2150	Notes payable		133,322	4	31,288	2
2160	Notes payable to related parties	7	80,814	2	-	-
2170	Accounts payable	6(13)	303,524	8	126,303	7
2180	Accounts payable - related parties	7	77,723	2	-	-
2200	Other payables	6(16)	177,013	5	88,867	5
2230	Current income tax liabilities	6(30)	95,831	3	19,316	1
2250	Current provisions	6(18)	22,872	1	5,422	-
2280	Current lease liabilities		9,906	-	346	-
2320	Long-term liabilities, current portion	6(15)	86,715	2	84,598	4
21XX	Current Liabilities		<u>1,933,342</u>	<u>52</u>	<u>875,350</u>	<u>48</u>
	Non-current liabilities					
2530	Bonds payable	6(14)	283,701	8	-	-
2540	Non-current portion of borrowings	6(15)	104,359	3	148,269	8
2570	Deferred income tax liabilities	6(30)	23,624	1	25,193	2
2580	Non-current lease liabilities		22,866	-	-	-
2645	Guarantee deposits received		3,725	-	918	-
25XX	Non-current liabilities		<u>438,275</u>	<u>12</u>	<u>174,380</u>	<u>10</u>
2XXX	Total liabilities		<u>2,371,617</u>	<u>64</u>	<u>1,049,730</u>	<u>58</u>
	Equity					
	Equity attributable to owners of parent					
3110	Share capital - common stock	6(19)	373,045	10	357,000	20
3200	Capital surplus	6(20)	307,576	8	233,254	13

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BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars.)

Liabilities and Equity		Notes	December 31, 2021		December 31, 2020	
			AMOUNT	%	AMOUNT	%
	Retained earnings	6(21)				
3310	Legal reserve		\$ 7,006	-	\$ 4,140	-
3320	Special reserve		55,608	2	57,538	3
3350	Unappropriated retained earnings		120,959	3	28,660	2
	Other equity interest	6(22)				
3400	Other equity interest		(54,063)	(1)	(55,608)	(3)
31XX	Equity attributable to owners of the parent		810,131	22	624,984	35
36XX	Non-controlling interest	4(3)	528,466	14	124,018	7
3XXX	Total equity		<u>1,338,597</u>	<u>36</u>	<u>749,002</u>	<u>42</u>
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		<u>\$ 3,710,214</u>	<u>100</u>	<u>\$ 1,798,732</u>	<u>100</u>

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

BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except earnings per share amount.)

	Items	Notes	Year ended December 31			
			2021		2020	
			AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(23) and 7	\$ 2,718,787	100	\$ 1,010,442	100
5000	Operating costs	6(5)(17)(28)(29) and 7	(2,151,685)	(79)	(730,335)	(72)
5950	Net operating margin		<u>567,102</u>	<u>21</u>	<u>280,107</u>	<u>28</u>
	Operating expenses	6(17)(28)(29), 7 and 12(2)				
6100	Selling expenses		(189,765)	(7)	(126,957)	(13)
6200	General and administrative expenses		(79,330)	(3)	(60,585)	(6)
6300	Research and development expenses		(55,735)	(2)	(52,749)	(5)
6450	Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9		(4,446)	-	1,029	-
6000	Total operating expenses		(329,276)	(12)	(239,262)	(24)
6900	Operating profit		<u>237,826</u>	<u>9</u>	<u>40,845</u>	<u>4</u>
	Non-operating income and expenses					
7100	Interest income	6(3)(24)	889	-	2,114	-
7010	Other income	6(25)	18,950	1	8,615	1
7020	Other gains and losses	6(7)(12)(26)	(7,146)	-	(5,475)	-
7050	Finance costs	6(8)(27)	(21,641)	(1)	(9,021)	(1)
7000	Total non-operating income and expenses		(8,948)	-	(3,767)	-
7900	Profit before income tax		<u>228,878</u>	<u>9</u>	<u>37,078</u>	<u>4</u>
7950	Income tax expense	6(30)	(79,715)	(3)	(10,408)	(1)
8200	Profit for the year		<u>\$ 149,163</u>	<u>6</u>	<u>\$ 26,670</u>	<u>3</u>
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8341	Other components of other comprehensive income that will not be reclassified to profit or loss		\$ -	-	(\$ 43,149)	(4)
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		(945)	-	58,415	6
8399	Income tax relating to the components of other comprehensive income	6(30)	<u>1,602</u>	-	(5,048)	(1)
8300	Other comprehensive income for the year		<u>\$ 657</u>	<u>-</u>	<u>\$ 10,218</u>	<u>1</u>
8500	Total comprehensive income for the year		<u>\$ 149,820</u>	<u>6</u>	<u>\$ 36,888</u>	<u>4</u>
	Profit (loss), attributable to:					
8610	Owners of the parent		\$ 118,225	5	\$ 28,660	3
8620	Non-controlling interest		<u>30,938</u>	<u>1</u>	(1,990)	-
			<u>\$ 149,163</u>	<u>6</u>	<u>\$ 26,670</u>	<u>3</u>
	Comprehensive income (loss) attributable to:					
8710	Owners of the parent		\$ 119,770	5	\$ 37,573	4
8720	Non-controlling interest		<u>30,050</u>	<u>1</u>	(685)	-
			<u>\$ 149,820</u>	<u>6</u>	<u>\$ 36,888</u>	<u>4</u>
	Basic earnings per share					
9750	Total basic earnings per share	6(31)	<u>\$ 3.26</u>		<u>\$ 0.80</u>	
9850	Total diluted earnings per share	6(31)	<u>\$ 3.11</u>		<u>\$ 0.80</u>	

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

BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars.)

	Notes	Equity attributable to owners of the parent									
		Capital Surplus			Retained Earnings			Financial statements translation differences of foreign operations	Total	Non-controlling interest	Total
		Share capital - common stock	Additional paid-in capital	Share options	Legal reserve	Special reserve	Unappropriated retained earnings				
Year 2020											
Balance at January 1, 2020		\$ 357,000	\$ 261,814	\$ -	\$ 1,889	\$ 37,193	\$ 22,596	(\$ 64,521)	\$ 615,971	\$ 137,204	\$ 753,175
Profit (loss)		-	-	-	-	-	28,660	-	28,660	(1,990)	26,670
Other comprehensive income	6(22)	-	-	-	-	-	-	8,913	8,913	1,305	10,218
Total comprehensive income(loss)		-	-	-	-	-	28,660	8,913	37,573	(685)	36,888
Appropriations of 2019 earnings											
Legal reserve	6(20)	-	-	-	2,251	-	(2,251)	-	-	-	-
Specail reserve	6(20)	-	-	-	-	20,345	(20,345)	-	-	-	-
Cash payment from capital surplus	6(20)	-	(28,560)	-	-	-	-	-	(28,560)	-	(28,560)
Cash dividends paid by a consolidated subsidiary		-	-	-	-	-	-	-	-	(12,501)	(12,501)
Balance at December 31, 2020		\$ 357,000	\$ 233,254	\$ -	\$ 4,140	\$ 57,538	\$ 28,660	(\$ 55,608)	\$ 624,984	\$ 124,018	\$ 749,002
Year 2021											
Balance at January 1, 2021		\$ 357,000	\$ 233,254	\$ -	\$ 4,140	\$ 57,538	\$ 28,660	(\$ 55,608)	\$ 624,984	\$ 124,018	\$ 749,002
Profit		-	-	-	-	-	118,225	-	118,225	30,938	149,163
Other comprehensive income(loss)	6(22)	-	-	-	-	-	-	1,545	1,545	(888)	657
Total comprehensive income		-	-	-	-	-	118,225	1,545	119,770	30,050	149,820
Cash capital increase	6(19)	15,000	72,000	-	-	-	-	-	87,000	-	87,000
Recognition of conversion right embedded at issuance of convertible bonds		-	-	7,676	-	-	-	-	7,676	-	7,676
Application for conversion of convertible bonds		1,045	8,563	(3,207)	-	-	-	-	6,401	-	6,401
Appropriations of 2020 earnings											
Legal reserve	6(20)	-	-	-	2,866	-	(2,866)	-	-	-	-
Reversal of special reserve	6(20)	-	-	-	-	(1,930)	1,930	-	-	-	-
Cash dividends	6(20)	-	-	-	-	-	(24,990)	-	(24,990)	-	(24,990)
Cash payment from capital surplus	6(20)	-	(10,710)	-	-	-	-	-	(10,710)	-	(10,710)
Increase in non-control interest		-	-	-	-	-	-	-	-	374,398	374,398
Balance at December 31, 2021		\$ 373,045	\$ 303,107	\$ 4,469	\$ 7,006	\$ 55,608	\$ 120,959	(\$ 54,063)	\$ 810,131	\$ 528,466	\$ 1,338,597

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

BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars.)

	Notes	Year ended December 31	
		2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 228,878	\$ 37,078
Adjustments			
Adjustments to reconcile profit (loss)			
(Reversal of) expected credit impairment loss	12(2)	4,446	(1,029)
Gain on reversal of market value	6(5)	(3,234)	(3,479)
Financial liabilities at fair value through profit and loss	6(26)	510	-
Depreciation and amortization	6(7)(8)(9)(28)	57,979	46,529
Loss (gain) on disposal of property, plant and equipment	6(26)	635	(315)
Property, plant and equipment transferred to expenses		-	463
Interest income	6(24)	(889)	(2,114)
Interest expense	6(27)	21,641	9,021
Changes in operating assets and liabilities			
Changes in operating assets			
Contract assets - current		(76,614)	(103,355)
Notes receivable		12,413	405
Account receivable		(141,994)	(58,296)
Accounts receivable - related parties		(13,120)	(7,883)
Other receivables		7,028	(4,922)
Other receivables - related parties		-	43
Inventories		(224,238)	(11,721)
Prepayments		(70,870)	(56,061)
Notes payable		35,641	14,930
Changes in operating liabilities			
Contract liabilities - current		(49,354)	35,923
Notes payable -related parties		3,797	-
Accounts payable		73,571	36,369
Accounts payable -related parties		34,203	-
Other payables		15,972	(33,840)
Other payable -related parties		-	(264)
Provisions for liabilities		17,450	1,244
Cash outflow generated from operations		(66,149)	(101,274)
Interest received		889	2,114
Interest paid		(21,447)	(8,940)
Income tax refund received		5,263	-
Income tax paid		(13,224)	(20,590)
Net cash flows used in operating activities		(94,668)	(128,690)
CASH FLOWS FROM INVESTING ACTIVITIES			
Increase in financial assets at fair value through profit or loss	6(2)	-	(4,690)
Acquisition of property, plant and equipment	6(7)	(69,245)	(52,766)
Proceeds from disposal of property, plant and equipment		3,669	889
(Increase) decrease in refundable deposits	6(10)	(37,194)	(56,849)
Increase in prepayment for land approval fee	6(9)	(21,461)	(39,307)
Net cash received through (used in) acquisition	6(32)	124,025	(114,668)
Acquisition of intangible assets	6(9)	(1,381)	-
Increase in other current assets, others	6(5)	-	(97,438)
Decreased in current financial assets at amortised cost		25,616	-
(Increase) decrease in other non-current assets		(27,580)	(19,887)
Increased in non-current financial assets at amortised cost		(84,344)	-
Net cash flows used in investing activities		(87,895)	(384,716)
CASH FLOWS FROM FINANCING ACTIVITIES			
Increase in short-term borrowings	6(10)	743,384	670,072
Decrease in short-term borrowings	6(10)	(637,221)	(352,441)
Payments of lease liabilities	6(8)	(5,592)	(976)
Increase in long-term borrowings	6(12)	107,516	225,453
Payment of cash dividends	6(17)	(35,700)	(28,560)
Payment of cash dividends -non-controlling interest	6(17)	-	(12,501)

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BUIMA Group INC. (CAYMAN) AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars.)

	Notes	Year ended December 31	
		2021	2020
Decrease in long-term borrowings		(\$ 172,171)	\$ -
Proceeds from issuance of bonds payable	6(14)	302,000	-
Increase (decrease) in deposits received		2,794	(4,207)
Proceeds from issuance of shares	6(19)	87,000	-
Net cash flows from financing activities		392,010	496,840
Effect of foreign exchange translations		(41,172)	(13,578)
Net increase (decrease) in cash and cash equivalents		168,275	(30,144)
Cash and cash equivalents at beginning of year		293,348	323,492
Cash and cash equivalents at end of year		\$ 461,623	\$ 293,348

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

BUIMA GROUP INC. (CAYMAN) AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2021 AND 2020

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

1. HISTORY AND ORGANISATION

Buima Group Inc. (Cayman) (the “Company”) was incorporated in the British Cayman Islands in November 2009 for the purpose of the organisational restructuring undertaken prior to listing on the Taiwan Stock Exchange or Taipei Exchange. On November 10, 2009, the Company provided its own shares to exchange shares in Buima Holding Limited and Syntech Holding Limited at a conversion ratio of 0.54:1 and became the holding company of the two companies thereafter. On May 18, 2020, the Company renamed its Chinese name as approved by the shareholders, but no change was made on its English name. The Company and its subsidiaries (collectively referred herein as the “Group”) are primarily engaged in manufacture and sales of Metal wall partitions and compartments, fire insulation partitions, metal ceilings, grids, new building materials, battery and [electric appliances](#), comprehensive constructions, development and lease of housings and buildings, development, lease and sales of industrial plants, trading of property and dredging industry.

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 24, 2022.

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”) as endorsed by the Financial Supervisory Commission (“FSC”)

New standards, interpretations and amendments endorsed by FSC effective from 2021 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 4, ‘Extension of the temporary exemption from applying IFRS 9’	January 1, 2021
Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16, ‘Interest Rate Benchmark Reform— Phase 2’	January 1, 2021
Amendment to IFRS 16, ‘Covid-19-related rent concessions beyond 30 June 2021’	April 1, 2021(Note)

Note: Earlier application from January 1, 2021 is allowed by FSC.

(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 FSC effective from 2022 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
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.

(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
IFRS 17, 'Insurance contracts'	January 1, 2023
Amendments to IFRS 17, 'Insurance contracts'	January 1, 2023
Amendments to IAS 1, 'Classification of liabilities as current or non-current'	January 1, 2023
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.

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. The consolidated financial statements have been prepared under the historical cost convention. Financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss.
- 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 unrealised 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.

B. Subsidiaries included in the consolidated financial statements:

Name of investor	Name of subsidiary	Main business activities	Ownership(%)		Description
			December 31, 2021	December 31, 2020	
Buima Group Inc.	Buima Holding Ltd.	Investment and holding	100%	100%	
Buima Group Inc.	Syntech Holding Co., Ltd.	Investment and holding	100%	100%	
Buima Group Inc.	Buima New Building Materials India Private Ltd.	Sales of new building materials and provision of product consulting	-	100%	Note 1
Buima Group Inc.	Unitory International CO., Ltd.	Sales of new building materials and provision of product consulting	60%	60%	
Buima Group Inc.	Unitory Construction Co., Ltd.	Civil engineering and wholesale of building material	100%	100%	Note 3
Buima Group Inc.	JOULES MILES CO., LTD.	Wholesale and retail of electrical appliances, batteries, etc.	25.18%	-	Note 4
JOULES MILES CO., LTD.	PowerGain Technology Corporation Limited	Wholesale and retail of electrical appliances, batteries, etc.	80%	-	Note 8
Buima Holding Ltd.	Hong-Ji International Trading (Shanghai) Ltd.	International, export, and bonded area trade agency	100%	100%	
Syntech Holding Co., Ltd.	Syntech New Building Materials (Shanghai) Ltd.	Sells metal wall partitions and compartment, fire insulation partition	-	100%	Note 6
Buima Holding Ltd.	Buima Holding Hong Kong Ltd. (formerly: Syntech Holding Hong Kong Ltd.)	Investment and holding	100%	100%	Note 1
Buima Holding Hong Kong Ltd. (formerly: Syntech Holding Hong Kong Ltd.)	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Manufactures of new building materials and provision of product	100%	100%	
OWA Metallic PTE. Ltd.	OWA Metallic PTE. Ltd.	Investment and holding	-	51%	Note 7
OWA Metallic PTE. Ltd.	OWA New Building Materials (Shanghai) Ltd.	Design and manufactures of new building materials and provision of product consulting services	100%	100%	

Name of investor	Name of subsidiary	Main business activities	Ownership(%)		Description
			December 31, 2021	December 31, 2020	
Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	OWA Metallic PTE. Ltd.	Investment and holding	51%		- Note 7
Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Syntech New Building Materials (Shanghai) Ltd.	Sells metal wall partitions and compartment, fire insulation partition	100%		- Note 6
Buima (China) New Materials Ltd. (formerly : Jangsu Buima New Materials Ltd.)	Buima New Building Materials (Shanghai) Ltd.	Sales of new building materials and provision of product consulting services	100%	100%	Note 2
Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Shanghai Gotao Construction Engineering Co., Ltd.	All kinds of engineering construction activities, construction labor subcontracting, construction engineering design and other	100%		- Note 5
Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Chongyou (Shenzhen) New Material Co., Ltd.	Manufacturing and sales of architectural and decoration materials, plumbing parts and other metal	60%		- Note 9

Note 1: The subsidiary completed the dissolution and liquidation on December 31, 2021.

Note 2: To meet the Group's development strategy in Mainland China market and develop a new sales channel, the Group established a new wholly-owned subsidiary, Buima New Materials (Shanghai) Ltd. in Shanghai, People's Republic of China on May 6, 2020.

Note 3: To effectively promote the Group's products and meet the Group's long-term development strategy in Taiwan market, the Group acquired a 100% equity interest in Unitory Construction Co., Ltd. on July 29, 2020.

Note 4: The Group acquired 25.18% equity interest in JOULES MILES CO., LTD. in September 2021 by purchasing shares from the original shareholders and participating in a cash capital increase in consideration of market trends and long-term strategic development. In addition, the Company obtained a majority vote in the shareholders' meeting by signing a letter of commitment with the majority shareholder to conduct its relevant activities, thus,

it is classified as a subsidiary and has been included in the consolidated financial statements since the date of obtaining control.

Note 5: To meet the Group's development strategy in Mainland China market and develop a new business, the Group established a new wholly-owned subsidiary, Shanghai Gotao Construction Engineering Co., Ltd. in Shanghai, People's Republic of China on September 14, 2021.

Note 6: The Company's subsidiary, Syntech holding Co. Ltd., transferred its 100% equity interest in Syntech New Building Materials (Shanghai) Ltd. to Buima (China) New Materials Ltd. on December 31, 2021.

Note 7: The Company's subsidiary, Buima Holding Hong Kong Ltd., transferred its 51% equity interest in OWA Metallic PTE. Ltd. to Buima (China) New Materials Ltd. on December 31, 2021.

Note 8: The company is a newly established subsidiary in the fourth quarter of 2021.

Note 9: To meet the Group's development strategy in Mainland China market and develop a new business, the Group established and obtained 60% shares of Chongyou (Shenzhen) New Material Co., Ltd. on November 3, 2021.

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. Subsidiary that have non-controlling interests that is material to the Group:

As of December 31, 2021 and 2020, the non-controlling interest amounted to \$528,466 and \$124,018, respectively. The information of non-controlling interest and respective subsidiary is as follows:

Name of subsidiary	Principal place of business	Non-controlling interest			
		December 31, 2021		December 31, 2020	
		Amount	Ownership (%)	Amount	Ownership (%)
OWA Metallic PTE. Ltd.	Singapore	\$ 113,083	49%	\$ 115,426	49%
JOULES MILES CO., Ltd.	Taiwan	402,488	74.82%	-	-

Summarised financial information of the subsidiary:

Balance sheets

	<u>OWA Metallic PTE. Ltd.</u>	
	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current assets	\$ 257,146	\$ 222,535
Non-current assets	54,598	62,970
Current liabilities	(80,963)	(49,943)
Total net assets	<u>\$ 230,781</u>	<u>\$ 235,562</u>
	<u>JOULES MILES CO., LTD.</u>	
	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current assets	\$ 1,255,759	\$ 920,203
Non-current assets	239,568	217,658
Current liabilities	(911,647)	(692,268)
Non-current liabilities	(45,738)	(35,535)
Total net assets	<u>\$ 537,942</u>	<u>\$ 410,058</u>

Statements of comprehensive income

	<u>OWA Metallic PTE. Ltd.</u>	
	<u>Year ended December 31, 2021</u>	<u>Year ended December 31, 2020</u>
Revenue	\$ 403,788	\$ 275,973
Profit (loss) for the year	(3,458)	1
Other comprehensive income , net of tax	5,316	16,188
Total comprehensive income for the year	<u>\$ 1,858</u>	<u>\$ 16,189</u>
Comprehensive income attributable to non-controlling interest	<u>\$ 910</u>	<u>\$ 7,933</u>
Dividends paid to non-controlling interest	<u>\$ -</u>	<u>\$ 12,501</u>
	<u>JOULES MILES CO., LTD</u>	
	<u>Year ended December 31, 2021</u>	<u>Year ended December 31, 2020</u>
Revenue	\$ 1,739,546	\$ 1,468,989
Profit for the year	74,110	12,120
Other comprehensive (loss) income, net of tax	(1)	1
Total comprehensive income for the year	<u>\$ 74,109</u>	<u>\$ 12,121</u>
Comprehensive income attributable to non-controlling interest	<u>\$ 63,017</u>	<u>\$ -</u>
Dividends paid to non-controlling interest	<u>\$ -</u>	<u>\$ -</u>

Statements of cash flows

	OWA Metallic PTE. Ltd.	
	Year ended December 31, 2021	Year ended December 31, 2020
Net cash used in operating activities	(\$ 27,177)	(\$ 7,796)
Net cash used in investing activities	(2,652)	(10,137)
Net cash used in financing activities	-	(25,512)
Effect of exchange rates on cash and cash equivalents	341	10,344
Decrease in cash and cash equivalents	(29,488)	(33,101)
Cash and cash equivalents, beginning of year	40,918	74,019
Cash and cash equivalents, end of year	<u>\$ 11,430</u>	<u>\$ 40,918</u>

	JOULES MILES CO., LTD.	
	Year ended December 31, 2021	Year ended December 31, 2020
Net cash (used in) provided by operating	(\$ 95,424)	\$ 87,678
Net cash used in investing activities	(57,150)	(23,423)
Net cash provided by financing activities	154,073	86,419
Decrease in cash and cash equivalents	1,499	150,674
Cash and cash equivalents, beginning of year	245,846	95,172
Cash and cash equivalents, end of year	<u>\$ 247,345</u>	<u>\$ 245,846</u>

(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 Company's functional currency is US dollars; however the consolidated financial statements are presented in New Taiwan Dollars under the regulations of the country where the consolidated financial statements are reported to the regulatory authorities. However, considering the effect of the efficiency of the Group's fundraising management, the Company changed its main function to having responsibility for the planning of the Group's fundraising activities and conducting fundraising activities in Taiwan mainly in New Taiwan dollars. In response to the change in economic environment, the Company's Board of Directors resolved to change the functional currency from U.S. dollars to New Taiwan dollars. In accordance with IAS 21. The effects of changes in foreign exchange rates', the accounting policy was deferred from January 1, 2021. The consolidated financial statements are presented in New Taiwan dollars, which is the Company's functional 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 that are not measured at fair value are translated using the historical exchange rates at the dates of the initial transactions.
- (d) All other foreign exchange gains and losses based on the nature of those transactions are presented in the statement of comprehensive income within 'other income and expenses – net' or 'other gains and losses'.

B. Translation of foreign operations

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:

- (a) Assets and liabilities for each balance sheet presented are translated at the closing exchange rate at the date of that balance sheet;
- (b) Income and expenses for each statement of comprehensive income are translated at average exchange rates of that period; and
- (c) All resulting exchange differences are recognised in other comprehensive income.

(5) Classification of current and non-current items

The Group is engaged in the contracting of construction work and its operating cycle is usually longer than one year. Assets and liabilities related to construction work are classified as current or non-current based on the operating cycle; the remaining accounts classified as current or non-current 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) Financial assets at fair value through profit or loss

- A. Financial assets at fair value through profit or loss are financial assets that are not measured at amortised cost or fair value through other comprehensive income.
- B. On a regular way purchase or sale basis, financial assets at fair value through profit or loss are recognised and derecognised using trade date accounting.
- C. At initial recognition, the Group measures the financial assets at fair value and recognises the transaction costs in profit or loss. The Group subsequently measures the financial assets at fair value, and recognises the gain or loss in profit or loss.
- D. The Group recognises the dividend income 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.

(7) 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 both by collecting contractual cash flows and selling financial assets; and
 - (b) The assets' contractual cash flows represent solely 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. 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 do not fall under cash equivalents are those with a short maturity period and are measured at initial investment amount as the effect of discounting is immaterial.

(8) 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.

(9) Impairment of financial assets

The Group recognises, at each reporting date, the impairment provision for lifetime expected credit losses for accounts receivable or contract assets that do not contain a significant financing component.

(10) Derecognition of financial assets

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

(11) Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted-average method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (allocated based on normal operating capacity). It excludes borrowing costs. The item by item approach is used in applying the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost of completion and applicable variable selling expenses.

(12) 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:

Buildings and structures	5 ~ 20	years
Machinery and equipment	3 ~ 10	years
Transportation equipment	5 ~ 10	years
Other equipment	3 ~ 10	years

(13) Leasing arrangements (lessor) – 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 mainly comprised of fixed payments, less any lease incentives receivable. The Group subsequently measures the lease liability at amortised cost using the interest method and recognises interest expense over the lease term. The lease liability is remeasured and the amount of remeasurement is recognised as an adjustment to the right-of-use asset when there are changes in the lease term or lease payments and such changes do not arise from contract modifications.
- C. At the commencement date, the right-of-use asset is stated at cost comprising the following:
 - (a) The amount of the initial measurement of lease liability; and
 - (b) Any lease payments made at or before the commencement date.

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.

(14) Intangible assets

- A. Computer software
Computer software is stated at cost and amortised on a straight-line basis over its estimated useful life of 5 to 10 years.
- B. Goodwill
Goodwill arises in a business combination accounted for by applying the acquisition method.
- C. Level A construction qualification
Level A construction qualification is stated at cost based on the fair value when the business combination occurred and regarded as having an indefinite useful life as it was assessed to generate continuous net cash inflow in the foreseeable future. Level A construction qualification is not amortised, but is tested annually for impairment.
- D. Contract value
Contract value is stated at cost based on the fair value which was issued when the business combination occurred and is depreciated using the straight-line method to allocate the cost over the estimated completion schedules of construction contract (approximately 2~4 years).

(15) Impairment of non-financial assets

- A. 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.
- B. The recoverable amounts of goodwill, intangible assets with an indefinite useful life and intangible assets that have not yet been available for use are evaluated periodically. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. Impairment loss of goodwill previously recognised in profit or loss shall not be reversed in the following years.

(16) Borrowings

Borrowings comprise of long-term and short-term bank borrowings. Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

(17) Accounts and notes 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) Financial liabilities at fair value through profit or loss

- A. Financial liabilities at fair value through profit or loss. Financial liabilities that meet one of the following criteria are designated as at fair value through profit or loss at initial recognition:
 - (a) Hybrid (combined) contracts; or
 - (b) They eliminate or significantly reduce a measurement or recognition inconsistency; or
 - (c) They are managed and their performance is evaluated on a fair value basis, in accordance with a documented risk management policy.
- B. At initial recognition, the Group measures the financial liabilities at fair value. All related transaction costs are recognised in profit or loss. The Group subsequently measures these financial liabilities at fair value with any gain or loss recognised in profit or loss.

(19) Convertible bonds payable

A. Convertible bonds issued by the Group contain conversion options (that is, the bondholders have the right to convert the bonds into the Group's common shares by exchanging a fixed amount of cash for a fixed number of common shares), call options and put options. The Group classifies the bonds payable upon issuance as a financial asset, a financial liability or an equity instrument in accordance with the contract terms. They are accounted for as follows:

- (a) The embedded call options and put options are recognised initially at net fair value as 'financial assets or financial liabilities at fair value through profit or loss'. They are subsequently remeasured and stated at fair value on each balance sheet date; the gain or loss is recognised as 'gain or loss on valuation of financial assets or financial liabilities at fair value through profit or loss'.
- (b) The host contracts of bonds are initially recognised at fair value. Any difference between the initial recognition and the redemption value is accounted for as the premium or discount on bonds payable and subsequently is amortised in profit or loss as an adjustment to 'finance costs' over the period of circulation using the effective interest method.
- (c) The embedded conversion options which meet the definition of an equity instrument are initially recognised in 'capital surplus—share options' at the residual amount of total issue price less the amount of financial assets or financial liabilities at fair value through profit or loss and bonds payable as stated above. Conversion options are not subsequently remeasured.
- (d) Any transaction costs directly attributable to the issuance are allocated to each liability or equity component in proportion to the initial carrying amount of each abovementioned item
- (e) When bondholders exercise conversion options, the liability component of the bonds (including bonds payable and 'financial assets or financial liabilities at fair value through profit or loss') shall be remeasured on the conversion date. The issuance cost of converted common shares is the total book value of the abovementioned liability component and 'capital surplus—share options'.

(20) Derecognition of financial liabilities

A financial liability is derecognised when the obligation specified in the contract is either discharged or cancelled or expires.

(21) Provisions

Provisions 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.

(22) 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

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.

C. Employees' compensation and directors' remuneration

Employees' compensation and directors' 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. If employee compensation is paid by shares, the Group calculates the number of shares based on the closing price at the previous day of the board meeting resolution.

(23) Income tax

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 or loss. Deferred tax is provided on temporary differences arising on investments in subsidiaries, 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 (and laws) 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.

(24) Share capital

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.

(25) 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; stock dividends are recorded as stock dividends to be distributed and are reclassified to ordinary shares on the effective date of new shares issuance.

(26) 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. Government grants related to property, plant and equipment are presented by deducting the grants from the asset's carrying amount and are amortised to profit or loss over the estimated useful lives of the related assets as reduced depreciation expense.

(27) Revenue recognition

A. Sales of goods—wholesale

The Group manufactures and sells metal wall partitions and compartments, fire insulation partitions, metal ceilings, grids, new building materials, battery and sales of battery packs and other products. Sales are recognised when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, or the Group has objective evidence that all criteria for acceptance have been satisfied.

B. Building material installment services

(a) The Group provides installation related services of building materials such as compartments, partitions and grids. 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 installment costs incurred relative to the total expected installment costs. 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.

- (b) Some contracts include sales and installation services of building materials. The building materials 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 expected 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.
- (c) The Group's estimate about 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 an estimate revision is reflected in profit or loss during the period when the management become aware of the changes in circumstances.

C. Construction contract revenue

- (a) Revenue is recognised based on the proportion to the incurred contract costs and satisfied over time. Contract consideration is derived from fixed and variable considerations, and customers pay a fixed amount according to an agreed schedule. Revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur. Consideration acquired due to transferring goods or services to customers is recognised in contract assets, which will be reclassified to accounts receivable when the Group has the right to collect the consideration without condition. However, when certain contracts require prior collection of certain considerations from customers, and the Group has an obligation to complete the construction subsequently, the Group shall recognise contract liabilities for the transaction.
- (b) If the percentage of completion of a performance obligation cannot be estimated reliably, contract revenue should be recognised only to the extent of contract costs incurred that is probable to be recoverable.
- (c) The Company's estimate about 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 an estimate revision is reflected in profit or loss during the period when the management become aware of the changes in circumstances.
- (d) The Group provides the standard warranty for construction which meets the regulation specified in the agreement and accounted for the standard warranty in accordance with IAS 37.

D. Financing component

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

(28) Business combinations

- A. The Group uses the acquisition method to account for business combinations. The consideration transferred for an acquisition is measured at the fair value of the assets transferred, liabilities incurred or assumed and equity instruments issued at the acquisition date, plus the fair value of any assets and liabilities resulting from a contingent consideration arrangement. All acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. For each business combination, the Group measures at the acquisition date components of non-controlling interests in the acquiree that are present ownership interests and entitle their holders to the proportionate share of the entity's net assets in the event of liquidation at either fair value or the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other non-controlling interests should be measured at the acquisition-date fair value.
- B. The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of any previous equity interest in the acquiree over the fair value of the identifiable assets acquired and the liabilities assumed is recorded as goodwill at the acquisition date. If the total of consideration transferred, non-controlling interest in the acquiree recognised and the fair value of previously held equity interest in the acquiree is less than the fair value of the identifiable assets acquired and the liabilities assumed, the difference is recognised directly in profit or loss on the acquisition date.

(29) 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; and the related information is addressed below:

(1) Critical judgements in applying the Group's accounting policies

None.

(2) Critical accounting estimates and assumptions

A. Impairment assessment of goodwill

The impairment assessment of goodwill relies on the Group's subjective judgement, including identifying cash-generating units, allocating assets and liabilities as well as goodwill to related cash-generating units, and determining the recoverable amounts of related cash-generating units. As of December 31, 2021, the Group's goodwill amounted to \$124,253.

B. Revenue recognition of construction

The Group relies on the project condition and objective factors to estimate total cost. The revenue is recognised based on the percentage of input cost, and the reasonableness of estimates is reviewed regularly. However, changes in the industry environment and construction conditions may affect the estimated total cost of completion and the amount of revenue recognized by the Group.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Cash on hand	\$ 3,260	\$ 1,112
Demand deposits	458,363	292,236
Total	<u>\$ 461,623</u>	<u>\$ 293,348</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. Time deposits pledged to others as collateral were classified as financial assets at amortised cost. Details are provided in Notes 6(3) and 8.

(2) Financial assets at fair value through profit or loss

<u>Items</u>	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Non-current items :		
Financial assets mandatorily measured at fair value through profit or loss		
Unlisted stocks	\$ 4,747	\$ 4,690
Valuation adjustment	33	-
Total	<u>\$ 4,780</u>	<u>\$ 4,690</u>

A. The Group acquired a 19% equity interest in UNITED MOTORS GROUP LTD. in September 2020, which was recognised as investment accounted for using equity method, and the Company's director was an individual director of the investee. Therefore, the Group had significant influence over the investee. However, the director resigned in December 2020, and the investment was reclassified as financial assets at fair value through profit or loss.

B. Information relating to credit risk of financial assets at fair value through profit or loss is provided in Note 12(2).

(3) Financial assets at amortised cost

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current items:		
Demand deposits (Impound)	\$ 99,226	\$ 87,839
Pledged demand deposits	15,000	-
Time deposits pledged	-	53,070
Total	<u>\$ 114,226</u>	<u>\$ 140,909</u>
	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Non-current items:		
Demand deposits (Impound)	\$ 12,188	\$ 2,284
Pledged demand deposits	-	27,059
Time deposits pledged	101,500	-
Total	<u>\$ 113,688</u>	<u>\$ 29,343</u>

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

	<u>Year ended December 31, 2021</u>	<u>Year ended December 31, 2020</u>
Interest income	<u>\$ 470</u>	<u>\$ 618</u>

B. As at December 31, 2021 and 2020, 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 amortised cost held by the Group was \$227,914 and \$170,252, respectively.

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

D. Information relating to credit risk of financial assets at amortised cost is provided in Note 12(2).

(4) Accounts receivable

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Accounts receivable	\$ 763,475	\$ 308,650
Less: Allowance for bad debts	(61,460)	(61,081)
	<u>\$ 702,015</u>	<u>\$ 247,569</u>

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

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Not past due	\$ 553,131	\$ 100,161
Past Due		
UP to 90 days	74,096	24,740
91 to 180 days	11,810	44,066
Over 180 days	62,978	78,602
	<u>\$ 702,015</u>	<u>\$ 247,569</u>

The above ageing analysis was based on past due date.

- B. As of December 31, 2021 and 2020, accounts receivable (including related parties) and notes receivable were all from contracts with customers. And as of January 1, 2020, the balance of receivables from contracts with customers (including related parties) amounted to \$199,027.
- C. The Group does not hold any collateral as security.
- D. As at December 31, 2021 and 2020, 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 account receivable held by the Group was \$702,015 and \$247,569, respectively.
- E. Information relating to credit risk of accounts receivable and notes receivable is provided in Note 12(2).

(5) Inventories

	<u>December 31, 2021</u>		
	Allowance for		
	<u>Cost</u>	<u>valuation loss</u>	<u>Book value</u>
Raw materials	\$ 436,052	(\$ 6,669)	\$ 429,383
Work in progress	104,804	-	104,804
Finished goods	255,755	(8,121)	247,634
Total	<u>\$ 796,611</u>	<u>(\$ 14,790)</u>	<u>\$ 781,821</u>
	<u>December 31, 2020</u>		
	Allowance for		
	<u>Cost</u>	<u>valuation loss</u>	<u>Book value</u>
Raw materials	\$ 90,111	(\$ 7,129)	\$ 82,982
Finished goods	73,772	(10,998)	62,774
Total	<u>\$ 163,883</u>	<u>(\$ 18,127)</u>	<u>\$ 145,756</u>

The cost of inventories recognised as expense for the year:

	<u>Year ended</u>	<u>Year ended</u>
	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Cost of goods sold	\$ 1,209,464	\$ 527,513
Gain on reversal of market value of inventories	(3,234)	(3,479)
Revenue from sale of scraps	(7,679)	(4,162)
	<u>\$ 1,198,551</u>	<u>\$ 519,872</u>

The Group continued disposing obsolete inventories and, hence, reversed the previously recognised inventory valuation losses.

(6) Prepayments

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Prepayments to suppliers	\$ 197,304	\$ 68,439
Prepaid service expenses	3,420	595
Prepaid insurance premiums	3,650	2,520
Prepaid rents	412	430
Other prepaid expenses	23,170	6,741
	<u>\$ 227,956</u>	<u>\$ 78,725</u>

(7) Property, plant and equipment

	Land	Buildings and structures	Machinery	Transportation equipment	Other equipment	Unfinished construction and equipment under acceptance	Total
<u>At January 1, 2021</u>							
Cost	\$ -	\$ 201,254	\$ 377,024	\$ 18,750	\$ 49,947	\$ 42,948	\$ 689,923
Accumulated depreciation	-	(90,445)	(288,928)	(7,743)	(43,990)	-	(431,106)
	<u>\$ -</u>	<u>\$ 110,809</u>	<u>\$ 88,096</u>	<u>\$ 11,007</u>	<u>\$ 5,957</u>	<u>\$ 42,948</u>	<u>\$ 258,817</u>
<u>2021</u>							
Opening net book amount as at January 1	\$ -	\$ 110,809	\$ 88,096	\$ 11,007	\$ 5,957	\$ 42,948	\$ 258,817
Additions	-	-	3,665	6,186	2,330	57,064	69,245
Acquired from business combinations	78,438	47,624	46,271	145	5,828	814	179,120
Disposals	-	-	(1,321)	(2,944)	(39)	-	(4,304)
Reclassifications	-	9,143	3,471	-	-	14,320	26,934
Depreciation charge	-	(10,112)	(21,157)	(2,288)	(2,495)	-	(36,052)
Net exchange differences	-	(617)	(494)	(98)	(59)	(253)	(1,521)
Closing net book amount as at December 31	<u>\$ 78,438</u>	<u>\$ 156,847</u>	<u>\$ 118,531</u>	<u>\$ 12,008</u>	<u>\$ 11,522</u>	<u>\$ 114,893</u>	<u>\$ 492,239</u>
<u>At December 31, 2021</u>							
Cost	\$ 78,438	\$ 267,173	\$ 504,078	\$ 21,330	\$ 72,558	\$ 114,893	\$ 1,058,470
Accumulated depreciation	-	(110,326)	(385,547)	(9,322)	(61,036)	-	(566,231)
	<u>\$ 78,438</u>	<u>\$ 156,847</u>	<u>\$ 118,531</u>	<u>\$ 12,008</u>	<u>\$ 11,522</u>	<u>\$ 114,893</u>	<u>\$ 492,239</u>

	Buildings and structures	Machinery	Transportation equipment	Other equipment	Unfinished construction and equipment under acceptance	Total
<u>At January 1, 2020</u>						
Cost	\$ 197,875	\$ 367,939	\$ 17,750	\$ 48,717	\$ 516	\$ 632,797
Accumulated depreciation	(79,562)	(264,590)	(10,002)	(42,647)	-	(396,801)
	<u>\$ 118,313</u>	<u>\$ 103,349</u>	<u>\$ 7,748</u>	<u>\$ 6,070</u>	<u>\$ 516</u>	<u>\$ 235,996</u>
<u>2019</u>						
Opening net book amount as at January 1	\$ 118,313	\$ 103,349	\$ 7,748	\$ 6,070	\$ 516	\$ 235,996
Additions	-	897	5,328	1,207	45,334	52,766
Acquired from business combinations	-	-	118	73	-	191
Disposals	-	(73)	(464)	(37)	-	(574)
Reclassifications	-	3,235	-	-	(3,749)	(514)
Depreciation charge	(9,330)	(20,749)	(1,804)	(1,327)	-	(33,210)
Net exchange differences	1,826	1,437	81	(29)	847	4,162
Closing net book amount as at December 31	<u>\$ 110,809</u>	<u>\$ 88,096</u>	<u>\$ 11,007</u>	<u>\$ 5,957</u>	<u>\$ 42,948</u>	<u>\$ 258,817</u>
<u>At December 31, 2020</u>						
Cost	\$ 201,254	\$ 377,024	\$ 18,750	\$ 49,947	\$ 42,948	\$ 689,923
Accumulated depreciation	(90,445)	(288,928)	(7,743)	(43,990)	-	(431,106)
	<u>\$ 110,809</u>	<u>\$ 88,096</u>	<u>\$ 11,007</u>	<u>\$ 5,957</u>	<u>\$ 42,948</u>	<u>\$ 258,817</u>

Note A: The significant components of buildings and structures include main plants and parking shed, which are depreciated over 20 and 5 years, respectively.

Note B: Information on the housing, building and machinery and equipment that were pledged to others as collaterals is provided in Note 8.

(8) Leasing arrangements – lessee

A. The Group leases various assets including land use rights as well as buildings and structures. Rental contracts are typically made for periods of 1 to 50 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 - buildings and structures may not be used as security for borrowing purposes.

B. The carrying amount of right-of-use assets and the depreciation charge are as follows:

	December 31, 2021	December 31, 2020
	Carrying amount	Carrying amount
Land	\$ 74,590	\$ 76,837
Buildings and structures (including owner-occupied and for leasing)	31,521	326
Transportation equipment	502	-
	<u>\$ 106,613</u>	<u>\$ 77,163</u>

	Year ended December 31, 2021	Year ended December 31, 2020
	Depreciation charge	Depreciation charge
Land	\$ 1,813	\$ 1,530
Buildings and structures (including owner-occupied and for leasing)	3,852	1,045
Transportation equipment	385	-
	<u>\$ 6,050</u>	<u>\$ 2,575</u>

C. For the years ended December 31, 2021 and 2020, the additions to right-of-use assets were \$8,516 and \$40,123, respectively.

D. The Group's subsidiaries, Syntech New Building Materials (Shanghai) Ltd. and Buima (China) New Materials Ltd. entered into 50-year land use right agreements with local governments.

E. The information on profit and loss accounts relating to lease contracts is as follows:

	Year ended December 31, 2021	Year ended December 31, 2020
<u>Items affecting profit or loss</u>		
Interest expense on lease liabilities	\$ 194	\$ 81
Expense on short-term lease contracts	10,245	4,994
Expense on leases of low-value assets	335	294
Gain on sublease of right-of-use assets	3,720	4,026
Gains arising from lease modifications	60	10

F. For the years ended December 31, 2021 and 2020, the Group's total cash outflow for leases was \$5,592 and \$976, respectively.

(9) Intangible assets

	2021				
	Software	Contract value	Level A construction qualification	Goodwill	Total
At January 1					
Cost	\$ 4,147	\$ 45,643	\$ 5,879	\$ 112,331	\$ 168,000
Accumulated amortisation and impairment	(3,526)	(10,129)	-	-	(13,655)
	<u>\$ 621</u>	<u>\$ 35,514</u>	<u>\$ 5,879</u>	<u>\$ 112,331</u>	<u>\$ 154,345</u>
Opening net book amount as at January 1	\$ 621	\$ 35,514	\$ 5,879	\$ 112,331	\$ 154,345
Additions — acquired separately	1,381	-	-	-	1,381
Additions-business combination	4,503	-	-	7,038	11,541
Reclassifications	-	-	-	-	-
Amortisation charge	(1,411)	(14,466)	-	-	(15,877)
Net exchange differences	(4)	-	-	4,884	4,880
Closing net book amount as at December 31	<u>\$ 5,090</u>	<u>\$ 21,048</u>	<u>\$ 5,879</u>	<u>\$ 124,253</u>	<u>\$ 156,270</u>
At December 31					
Cost	\$ 16,718	\$ 45,643	\$ 5,879	\$ 124,253	\$ 192,493
Accumulated amortisation and impairment	(11,628)	(24,595)	-	-	(36,223)
	<u>\$ 5,090</u>	<u>\$ 21,048</u>	<u>\$ 5,879</u>	<u>\$ 124,253</u>	<u>\$ 156,270</u>

	2020				
	Software	Contract value	Level A construction qualification	Goodwill	Total
At January 1					
Cost	\$ 4,147	\$ -	\$ -	\$ -	\$ 4,147
Accumulated amortisation and impairment	(3,300)	-	-	-	(3,300)
	<u>\$ 847</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 847</u>
Opening net book amount as at January 1	\$ 847	\$ -	\$ -	\$ -	\$ 847
Additions-business combination	-	45,643	5,879	117,215	168,737
Amortisation charge	(235)	(10,509)	-	-	(10,744)
Net exchange differences	9	380	-	(4,884)	(4,495)
Closing net book amount as at December 31	<u>\$ 621</u>	<u>\$ 35,514</u>	<u>\$ 5,879</u>	<u>\$ 112,331</u>	<u>\$ 154,345</u>
At December 31					
Cost	\$ 4,147	\$ 45,643	\$ 5,879	\$ 112,331	\$ 168,000
Accumulated amortisation and impairment	(3,526)	(10,129)	-	-	(13,655)
	<u>\$ 621</u>	<u>\$ 35,514</u>	<u>\$ 5,879</u>	<u>\$ 112,331</u>	<u>\$ 154,345</u>

A. Goodwill is allocated as follows to the Group's cash-generating units identified according to operating segment:

	December 31, 2021	December 31, 2020
Construction department	\$ 117,215	\$ 112,331
Sales of battery department	7,038	-
	<u>\$ 124,253</u>	<u>\$ 112,331</u>

B. For the years ended December 31, 2021 and 2020, the Group's intangible assets recognised as selling expenses and administrative expenses amounting to \$15,877 and \$10,744, respectively.

C. The significant assumptions for the Group's goodwill impairment test for the year ended December 31, 2021 is shown below. No impairment loss was recognised because the recoverable amount was greater than the carrying amount.

	Year ended December 31, 2021	Year ended December 31, 2020
Discount rate	10.87%	11.31%

(10) Other non-current assets

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Refundable deposits	\$ 129,764	\$ 89,448
Prepayment for land approval fee (Note)	60,768	39,307
Prepayment for equipment	51,590	24,010
	<u>\$ 242,122</u>	<u>\$ 152,765</u>

Note: The amounts were RMB 14.11 million and RMB 9 million as of December 31, 2021 and 2020, respectively.

- A. The Group's subsidiary, Buima (China) New Materials Ltd., entered into an investment agreement with the local government and paid the local government in exchange for the use of land for the construction of the new plant. The land approval fee of \$28,667 was paid on March 31, 2020, and as a result, the Group obtained the land use right certificate on June 4, 2020, which was reclassified as right-of-use assets.
- B. The Group repaid the land approval fee in the amounts of \$21,461 and \$39,307 on September 17, 2021 and August 19, 2020, respectively, which will be reclassified as right-of-use assets after obtaining the land use right certificate.

(11) Short-term borrowings

<u>Type of borrowings</u>	<u>December 31, 2021</u>	<u>Interest rate range</u>	<u>Collateral</u>
Bank borrowings			
Secured borrowings			Financial assets at amortised cost Land Buildings and structures Land use right
	\$ 925,112	1.24%~4.9%	
<u>Type of borrowings</u>	<u>December 31, 2020</u>	<u>Interest rate range</u>	<u>Collateral</u>
Bank borrowings			
Secured borrowings			Financial assets at amortised cost Land Buildings and structures Land use right
	\$ 448,484	1.47%~4.3%	

(12) Financial liabilities at fair value through profit or loss

<u>Items</u>	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current items:		
Financial liabilities designated as at fair value through profit or loss		
Derivative instruments	\$ 1,270	\$ -
Valuation adjustment	510	-
Total	<u>\$ 1,780</u>	<u>\$ -</u>

- A. Amounts recognised in profit or loss in relation to financial liabilities at fair value through profit or loss are listed below:

	Year ended December 31, 2021	Year ended December 31, 2020
Net gains (losses) recognised in profit		
Financial liabilities designated as at fair value through profit or loss	(\$ 510)	\$ -

B. The issuance of convertible bonds by the Group amounting to \$1,780 was recognised under ‘financial liabilities designated as at fair value through profit or loss on initial recognition’ due to their compound instrument feature.

C. The Group has no financial assets at fair value through profit or loss pledged to others.

(13) Accounts payable

	December 31, 2021	December 31, 2020
Accounts payable	\$ 205,146	\$ 57,597
Estimated accounts payable	98,378	68,706
	<u>\$ 303,524</u>	<u>\$ 126,303</u>

(14) Bonds payable

	December 31, 2021	December 31, 2021
Bonds payable	\$ 293,600	\$ -
Add: Premium on bonds payable	2,000	-
Less: Discount on bonds payable	(11,899)	-
	<u>\$ 283,701</u>	<u>\$ -</u>

A. The issuance of the first domestic convertible bonds by the Company:

(a) The terms of the first domestic secured convertible bonds issued by the Company are as follows

- i. The Company issued \$200,000, 0%, and the total premium issuance price of \$2,000, first domestic unsecured convertible bonds, as approved by the regulatory authority. The bonds mature three years from the issue date (July 12, 2021 ~ July 12, 2024) and will be redeemed in cash at face value at the maturity date. The bonds were listed on the Taipei Exchange on July 12, 2021.
- ii. The bondholders have the right to ask for conversion of the bonds into common shares during the period from the date after three months of the bonds issue before the maturity date, except for the stop transfer period as specified in the terms of the bonds or the laws/regulations. The rights and obligations of the new shares converted from the bonds are the same as the issued and outstanding common shares.
- iii. The conversion price of the bonds is set up based on the pricing model specified in the terms of the bonds, and is subject to adjustments if the condition of the anti-dilution provisions occurs subsequently. The conversion price will be reset based on the pricing model specified in the terms of the bonds on each effective date regulated by the terms. If the reset conversion price is higher than the conversion price before the reset, the

conversion price will not be adjusted; however, the reset conversion price shall not be less than 80% of the conversion price set on the issue date.

- iv. The bondholders have the right to require the Company to redeem any bonds at the price of the bonds' face value plus 1.0025% of the face value as interests upon two years from the issue date.
- v. The Company may repurchase all the bonds outstanding in cash at the bonds' face value at any time after the following events occur: (i) the closing price of the Company common shares is above the then conversion price by 30% for 30 consecutive trading days during the period from the date after one month of the bonds issue to 40 days before the maturity date, or (ii) the outstanding balance of the bonds is less than 10% of total initial issue amount during the period from the date after three months of the bonds issue to 40 days before the maturity date.
- vi. Under the terms of the bonds, all bonds redeemed (including bonds repurchased from the Taipei Exchange), matured and converted are retired and not to be re-issued; all rights and obligations attached to the bonds are also extinguished.

(b) As of December 31, 2021, the Company did not have the convertible bonds converted into common shares.

B. The issuance of the second domestic convertible bonds for 2021 by the Company:

- (a) The terms of the first domestic secured convertible bonds issued by the Company are as follows
 - i. The Company issued \$100,000, 0%, first domestic unsecured convertible bonds, as approved by the regulatory authority. The bonds mature three years from the issue date (July 13, 2021 ~ July 13, 2024) and will be redeemed in cash at face value at the maturity date. The bonds were listed on the Taipei Exchange on July 13, 2021.
 - ii. The bondholders have the right to ask for conversion of the bonds into common shares during the period from the date after three months of the bonds issue before the maturity date, except for the stop transfer period as specified in the terms of the bonds or the laws/regulations. The rights and obligations of the new shares converted from the bonds are the same as the issued and outstanding common shares.
 - iii. The conversion price of the bonds is set up based on the pricing model specified in the terms of the bonds, and is subject to adjustments if the condition of the anti-dilution provisions occurs subsequently. The conversion price will be reset based on the pricing model specified in the terms of the bonds on each effective date regulated by the terms. If the reset conversion price is higher than the conversion price before the reset, the conversion price will not be adjusted; however, the reset conversion price shall not be less than 80% of the conversion price set on the issue date.

- iv. The bondholders have the right to require the Company to redeem any bonds at the price of the bonds' face value plus 2.01% of the face value as interests upon two years from the issue date.
 - v. The Company may repurchase all the bonds outstanding in cash at the bonds' face value at any time after the following events occur: (i) the closing price of the Company common shares is above the then conversion price by 30% for 30 consecutive trading days during the period from the date after one month of the bonds issue to 40 days before the maturity date, or (ii) the outstanding balance of the bonds is less than 10% of total initial issue amount during the period from the date after three months of the bonds issue to 40 days before the maturity date.
 - vi. Under the terms of the bonds, all bonds redeemed (including bonds repurchased from the Taipei Exchange), matured and converted are retired and not to be re-issued; all rights and obligations attached to the bonds are also extinguished.
- C. Regarding the issuance of convertible bonds, the non-equity conversion options, call options, put options and conversion price resetting options embedded in bonds payable were separated from their host contracts and were recognised in 'financial assets or liabilities at fair value through profit or loss' in net amount in accordance with IFRS 9 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rates of the bonds payable after such separation ranged between 0.7009% and 1.9342%.

(15) Long-term borrowings

<u>Type of borrowings</u>	<u>Borrowing period and repayment term</u>	<u>Interest rate range</u>	<u>Collateral</u>	<u>December 31, 2021</u>
Long-term bank				
Secured borrowings	Borrowing period of the borrowing of NT\$20,000 thousand is from August 17, 2021 to July 31, 2023; interest is repayable monthly.	2.05%	Small & Medium Enterprise Credit Guarantee Fund of Taiwan	\$ 20,000
Secured borrowings	Borrowing period of the borrowing of NT\$19,423 thousand is from May 10, 2020 to April 10, 2022; interest is repayable monthly.	2.05%	Small & Medium Enterprise Credit Guarantee Fund of Taiwan	19,423
Secured borrowings	Borrowing period of the borrowing of RMB\$20 million is from December 25, 2020 to March 31, 2024; interest is repayable monthly.	3.80%	Machinery and equipment	58,985
Secured borrowings	Borrowing period of the borrowing of NT\$26,234 thousand is from February 25, 2016 to February 25, 2026; interest is repayable monthly.	1.24%~1.47%	Land , buildings and structures	26,234
Secured borrowings	Borrowing period of the borrowing of US\$2.4 million is from August 26, 2020 to August 25, 2023; interest is repayable quarterly.	1.68%	None	66,432
Less: current portion				(86,715)
				<u>\$ 104,359</u>

<u>Type of borrowings</u>	<u>Borrowing period and repayment term</u>	<u>Interest rate range</u>	<u>Collateral</u>	<u>December 31, 2020</u>
Long-term bank borrowings				
Secured borrowings	Borrowing period of the borrowing of NT\$25,000 thousand is from May 10, 2019 to April 10, 2021; interest is repayable monthly.	2.25%	Financial assets at amortised cost	\$ 3,309
Secured borrowings	Borrowing period of the borrowing of NT\$45,000 thousand is from May 4, 2020 to December 22, 2022; interest is repayable	2.05%	Small & Medium Enterprise Credit Guarantee Fund of Taiwan	12,912
Secured borrowings	Borrowing period of the borrowing of RMB 17 million is from December 25, 2020 to December 25, 2023; interest is repayable monthly.	3.80%	Machinery and equipment	74,246
Unsecured borrowings	Borrowing period of the borrowing of US\$3 million is from August 26, 2020 to August 25, 2023; interest is repayable quarterly.	1.73%	None	85,440
Unsecured borrowings	Borrowing period of the borrowing of US\$2 million is from October 5, 2020 to October 5, 2022; interest is repayable monthly.	1.83%	None	56,960
Less: current portion				(84,598)
				<u>\$ 148,269</u>

(16) Other current accounts payable

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Wages and bonuses payable	\$ 90,705	\$ 20,426
Social insurance payable	3,660	25,941
Employee benefits payable	1,217	6,085
Housing fund payable	661	5,274
Other	80,770	31,141
	<u>\$ 177,013</u>	<u>\$ 88,867</u>

(17) Pensions

- A. The Company's mainland China subsidiaries, OWA New Building Materials (Shanghai) Ltd., Buima (China) New Materials Ltd. (formerly: Jiangsu Buima New Materials Ltd.), Syntech New Building Materials (Shanghai) Ltd. and Hong-Ji International Trading (Shanghai) Ltd., have 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 for the years ended December 31, 2021 and 2020, was 16% and 20%~22%, respectively. Other than the monthly contributions, the Group has no further obligations. In addition, as a result of the Covid-19 outbreak, the PRC government implemented a policy, which resulted in the half-reduction or exemption of the old-age pension, to enterprises.
- B. The Company and its domestic investees have 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's domestic branches contribute monthly an amount based on 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.
- C. The above pension costs under defined contribution pension plans of the Group for the years ended December 31, 2021 and 2020, were \$16,480 and \$3,756, respectively.

(18) Provisions

	<u>At January 1</u>	<u>Acquired from business combinations</u>	<u>Additional provisions</u>	<u>Used during the year</u>	<u>At December 31</u>
2021					
Provision for warranty	<u>\$ 5,422</u>	<u>\$ -</u>	<u>\$ 17,620</u>	<u>(\$ 170)</u>	<u>\$ 22,872</u>

	<u>At January 1</u>	<u>Acquired from business combinations</u>	<u>Additional provisions</u>	<u>Used during the year</u>	<u>At December 31</u>
2020					
Provision for warranty	<u>\$ -</u>	<u>\$ 4,228</u>	<u>\$ 1,295</u>	<u>(\$ 101)</u>	<u>\$ 5,422</u>

Analysis of total provisions:

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Current	<u>\$ 22,872</u>	<u>\$ 5,422</u>

The Group gives warranties on the completed construction contract. Provision for warranty is referenced on historical warranty data.

(19) Share capital

A. As of December 31, 2021, the Company's authorised capital was \$372,000 which was converted to New Taiwan dollars at historical exchange rate, consisting of 37,200 thousand shares of ordinary stock. All proceeds from shares issued have been collected.

Movements in the number of the Company's ordinary shares outstanding are as follows:

	<u>2021</u>	<u>2020</u>
At January 1	<u>\$ 35,700,000</u>	<u>\$ 35,700,000</u>
Cash capital increase	<u>1,500,000</u>	<u>-</u>
Application for conversion of convertible bonds	<u>104,459</u>	<u>-</u>
At December 31	<u>\$ 37,304,459</u>	<u>\$ 35,700,000</u>

B. On April 16, 2021, the Board of Directors adopted a resolution to increase capital by issuing common stock amounting to \$1,500 thousand shares, and approved by the Financial Supervisory Commission on June 8, 2021.

(20) Capital surplus

A. Under the Company's Articles of Incorporation, capital surplus can be used to cover accumulated deficit or to issue new stocks or cash to shareholders in proportion to their share ownership.

B. The information regarding the appropriations of earnings as well as capital surplus of 2020 and 2019 as resolved by the shareholders on August 12, 2021 and May 18, 2020, respectively, is as

follows :

	<u>Year ended December 31, 2020</u>		<u>Year ended December 31, 2019</u>	
	<u>Amount</u>	<u>Dividend per share (dollar)</u>	<u>Amount</u>	<u>Dividend per share (dollar)</u>
Legal reserve	\$ 2,866		\$ 2,251	
Special reserve	(1,930)		20,345	
Cash dividend	24,990	\$ 0.67	-	\$ -
Cash dividends distributed using capital surplus	<u>10,710</u>	0.29	<u>28,560</u>	0.80
Total	<u>\$ 36,636</u>		<u>\$ 51,156</u>	

On August 12 2021 and May 18, 2020, the shareholders resolved to pay cash dividends out of earnings and capital surplus in the amounts of \$24,990 and \$0; \$10,710 and \$28,560, respectively. The distributions of earnings and capital surplus for 2021 as resolved by the shareholders on March 24,2022 are as follows:

	<u>Year ended December 31, 2021</u>	
	<u>Amount</u>	<u>Dividend per share (dollar)</u>
Legal reserve	\$ 11,822	-
Special reserve	(1,546)	-
Cash dividend	37,304	\$ 1
Cash dividends distributed using capital surplus	<u>37,304</u>	1
Total	<u>\$ 84,884</u>	

(21) Retained earnings

- A. Under the Company's Articles of Incorporation, while listing on any security market in the R.O.C, earnings will be distributed upon the Board of Directors' proposal for earnings distribution and approval by the stockholders. The restrictions on the yearly earnings distribution are as follows:
- Paying all taxes.
 - Offsetting accumulated deficits.
 - Setting aside 10% earnings as legal reserve in accordance with the public offering regulations until the legal reserve equals the paid-in capital.
 - Based on the resolution of the Board of Directors of the Company, appropriate special reserve in accordance with the Company's Articles of Incorporation or as required by the securities exchange regulations.
 - At least 25% of the Company's distributable earnings as of the end of the period shall be appropriated as dividends in the form of cash or new shares.

B. The Company's dividend policy is summarised below: as the Company operates in a volatile business environment and is in the stable growth stage, the residual dividend policy is adopted taking into consideration the Company's financial structure, operating results and future expansion plans. According to the dividend policy adopted by the Board of Directors, at least 25% of the Company's distributable earnings as of the end of the period shall be appropriated as dividends, and cash dividends shall account for at least 15% of the total dividends distributed.

C. Dividends attributed to the owners which were recognised during the years ended December 31, 2021 and 2020 amounted to \$24,990 and \$0, respectively.

(22) Other equity items

	Year ended December 31, 2021	Year ended December 31, 2020
Currency translation		
At January 1	(\$ 55,608)	(\$ 64,521)
-Group	(57)	13,961
-Tax on Group	1,602	(5,048)
At December 31	<u>(\$ 54,063)</u>	<u>(\$ 55,608)</u>

(23) Operating revenue

	Year ended December 31, 2021	Year ended December 31, 2020
Revenue from contracts with customers		
-Sale of goods	\$ 1,539,261	\$ 804,711
-Construction revenue	1,148,842	205,731
-Revenue from processing	30,684	-
	<u>\$ 2,718,787</u>	<u>\$ 1,010,442</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 product lines:

Year ended <u>December 31, 2021</u>	<u>Sales of battery department</u>				
	Building materials - wholesale	Engineering construction	Battery products	Revenue from processing	Total
Domestic revenue	\$ 560,729	\$ 1,148,842	\$ 467,015	\$ 2,109	\$ 2,178,695
Export revenue	<u>348,904</u>	<u>-</u>	<u>162,613</u>	<u>28,575</u>	<u>540,092</u>
Total	<u>\$ 909,633</u>	<u>\$ 1,148,842</u>	<u>\$ 629,628</u>	<u>\$ 30,684</u>	<u>\$ 2,718,787</u>
Timing of revenue recognition					
At a point in time	\$ 909,633	\$ -	\$ 629,628	\$ 30,684	\$ 1,569,945
Over time	<u>-</u>	<u>1,148,842</u>	<u>-</u>	<u>-</u>	<u>1,148,842</u>
	<u>\$ 909,633</u>	<u>\$ 1,148,842</u>	<u>\$ 629,628</u>	<u>\$ 30,684</u>	<u>\$ 2,718,787</u>

Year ended <u>December 31, 2020</u>	<u>Sales of battery department</u>				
	Building materials - wholesale	Engineering construction	Battery products	Revenue from processing	Total
Domestic revenue	\$ 528,105	\$ 205,731	\$ -	\$ -	\$ 733,836
Export revenue	<u>276,606</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>276,606</u>
Total	<u>\$ 804,711</u>	<u>\$ 205,731</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,010,442</u>
Timing of revenue recognition					
At a point in time	\$ 804,711	\$ -	\$ -	\$ -	\$ 804,711
Over time	<u>-</u>	<u>205,731</u>	<u>-</u>	<u>-</u>	<u>205,731</u>
	<u>\$ 804,711</u>	<u>\$ 205,731</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,010,442</u>

B. Contract assets and liabilities

(a) As of December 31, 2021, December 31, 2020 and January 1, 2020, the Group recognised revenue-related contract assets (mainly Construction agreement) of \$195,378, \$108,756 and \$5,041 and liabilities (mainly advanced sales receipt and Construction agreement) of \$18,730, \$70,726 and \$11,431, respectively.

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

	<u>Year ended December 31, 2021</u>	<u>Year ended December 31, 2020</u>
Revenue recognised that was included in the contract liability balance at the beginning of the period		
Building material	\$ 20,398	\$ 10,443
Construction agreement	<u>48,909</u>	<u>-</u>
	<u>\$ 69,307</u>	<u>\$ 10,443</u>

(24) Interest income

	Year ended December 31, 2021	Year ended December 31, 2020
Interest income from bank deposits	\$ 873	\$ 2,114
Other interest income	16	-
	<u>\$ 889</u>	<u>\$ 2,114</u>

(25) Other income

	Year ended December 31, 2021	Year ended December 31, 2020
Rent income	\$ 3,720	\$ 4,026
Government grants	9,251	-
Other income, others	5,979	4,589
	<u>\$ 18,950</u>	<u>\$ 8,615</u>

Government grants are financial subsidies given by the local government.

(26) Other gains and losses

	Year ended December 31, 2021	Year ended December 31, 2020
(Losses) gains on disposals of property, plant and equipment	(\$ 635)	\$ 315
Gains arising from lease modifications	60	10
Foreign exchange losses	(2,044)	(5,060)
Losses on financial liabilities at fair value through profit or loss	(510)	-
Other losses	(4,017)	(740)
	<u>(\$ 7,146)</u>	<u>(\$ 5,475)</u>

(27) Finance costs

	Year ended December 31, 2021	Year ended December 31, 2020
Interest expense	\$ 21,447	\$ 8,940
Bank borrowings leases	194	81
	<u>\$ 21,641</u>	<u>\$ 9,021</u>

(28) Expenses by nature

	Year ended December 31, 2021	Year ended December 31, 2020
Employee benefit expense	\$ 332,512	\$ 158,199
Depreciation charges on property, plant and equipment	42,102	35,785
Amortisation	15,877	10,744
	<u>\$ 390,491</u>	<u>\$ 204,728</u>

(29) Employee benefit expense

	Year ended December 31, 2021	Year ended December 31, 2020
Wages and salaries	\$ 276,198	\$ 136,974
Labour and health insurance fees (Note)	21,868	6,510
Pension costs (Note)	16,480	3,756
Other personnel expenses	17,966	10,959
	<u>\$ 332,512</u>	<u>\$ 158,199</u>

Note: As a result of the Covid-19 outbreak, the PRC government implemented a reduction and exemption of social insurance premiums to enterprises, which resulted in lower pension and health insurance costs in the same period last year.

A. 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 1% and shall not be higher than 10% for employees' compensation and shall not be higher than 3% for directors' remuneration.

B. For the years ended December 31, 2021 and 2020, employees' compensation was accrued at \$1,368 and \$292, respectively; while directors' remuneration was accrued at \$1,368 and \$292, respectively.

The employees' compensation and directors' and supervisors' remuneration were estimated and accrued based both on 1% of distributable profit of current year. Abovementioned employees' compensation will be distributed in the form of cash.

Employees' compensation and directors' and supervisors' remuneration of 2020 as resolved by the Board of Directors were in agreement with those amounts recognised in the 2020 financial statements.

C. Information about employees' compensation and directors' remuneration of the Company as resolved by the Board of Directors will be posted in the "Market Observation Post System" at the website of the Taiwan Stock Exchange.

(30) Income tax

A. Income tax expense

(a) Components of income tax expense:

	Year ended December 31, 2021	Year ended December 31, 2020
Current tax:		
Current tax on profits for the year	\$ 77,790	\$ 20,950
Prior year income tax overestimation	(3,323)	(7,429)
Total current tax	<u>74,467</u>	<u>13,521</u>
Deferred tax:		
Origination and reversal of temporary differences	5,248	(3,113)
Total deferred tax	<u>5,248</u>	<u>(3,113)</u>
Income tax expense	<u>\$ 79,715</u>	<u>\$ 10,408</u>

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

	Year ended December 31, 2021	Year ended December 31, 2020
Currency translation differences	\$ 1,602	(\$ 5,048)

B. Reconciliation between income tax expense and accounting profit

	Year ended December 31, 2021	Year ended December 31, 2020
Tax calculated based on profit before tax and statutory tax rate (note)	\$ 73,390	\$ 24,756
Expenses disallowed by tax regulation	1,099	212
Prior year income tax overestimation	(3,323)	(7,429)
Change in assessment of realisation of deferred tax assets	8,549	(7,131)
Income tax expense	<u>\$ 79,715</u>	<u>\$ 10,408</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, tax losses and investment tax credits are as follows:

		2021					
		January 1	Recognised in profit or loss	Recognised in other comprehensive income	Translation differences	Acquired from business combinations	December 31
Temporary differences:							
– Deferred tax assets:							
Effect from foreign loss of investment	\$	8,907	(\$ 8,856)	\$ -	(\$ 51)	\$ -	\$ -
Allowance for Inventory Valuation Losses		-	(17)	-	-	4,692	4,675
Unused compensated absences		-	-	-	-	178	178
Unrealised exchange loss		-	257	-	-	-	257
Warranties		150	3,490	-	-	-	3,640
Subtotal	\$	<u>9,057</u>	<u>(\$ 5,126)</u>	<u>\$ -</u>	<u>(\$ 51)</u>	<u>\$ 4,870</u>	<u>\$ 8,750</u>
– Deferred tax liabilities:							
Effect from foreign earnings income		2,496	-	-	-	-	2,496
Currency translation difference		12,393	-	(1,602)	(89)	-	10,702
Intangible assets		10,304	-	-	-	-	10,304
Other		-	122	-	-	-	122
Subtotal	\$	<u>25,193</u>	<u>\$ 122</u>	<u>(\$ 1,602)</u>	<u>(\$ 89)</u>	<u>\$ -</u>	<u>\$ 23,624</u>
Total	(\$)	<u><u>16,136</u></u>	<u><u>(\$ 5,248)</u></u>	<u><u>\$ 1,602</u></u>	<u><u>\$ 38</u></u>	<u><u>\$ 4,870</u></u>	<u><u>(\$ 14,874)</u></u>
		2020					
		January 1	Recognised in profit or loss	Recognised in other comprehensive income	Translation differences	Acquired from business combinations	December 31
Temporary differences:							
– Deferred tax assets:							
Effect from foreign loss of investment	\$	8,755	\$ -	\$ -	\$ 152	\$ -	\$ 8,907
Warranties		-	150	-	-	-	150
Subtotal		<u>8,755</u>	<u>150</u>	<u>-</u>	<u>152</u>	<u>-</u>	<u>9,057</u>
– Deferred tax liabilities:							
Effect from foreign earnings income	\$	5,459	(\$ 2,963)	\$ -	\$ -	\$ -	\$ 2,496
Currency translation difference		7,382	-	5,048	(37)	-	12,393
Intangible assets		-	-	-	-	10,304	10,304
Subtotal		<u>12,841</u>	<u>(2,963)</u>	<u>5,048</u>	<u>(37)</u>	<u>-</u>	<u>25,193</u>
Total	(\$)	<u><u>12,841</u></u>	<u><u>\$ 3,113</u></u>	<u><u>(\$ 5,048)</u></u>	<u><u>\$ 37</u></u>	<u><u>\$ -</u></u>	<u><u>(\$ 16,136)</u></u>

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

(a) Subsidiaries in PRC

December 31, 2021				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2018	\$ 1,418	\$ 1,418	\$ 1,418	2023

December 31, 2020				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2018	\$ 1,418	\$ 1,418	\$ 1,418	2023

(b) Buima Group Inc. Taiwan branch

December 31, 2021				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2011	\$ 8,034	\$ 8,034	\$ 8,034	2021
2012	851	851	851	2022
2013	853	853	853	2023
2014	1,949	1,949	1,949	2024
2015	3,488	3,488	3,488	2025
2016	7,285	7,285	7,285	2026
2017	7,826	7,826	7,826	2027
2018	10,511	10,511	10,511	2028
2019	18,299	18,299	18,299	2029

December 31, 2020

Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2010	\$ 5,931	\$ 5,931	\$ 5,931	2020
2011	8,034	8,034	8,034	2021
2012	851	851	851	2022
2013	853	853	853	2023
2014	1,949	1,949	1,949	2024
2015	3,488	3,488	3,488	2025
2016	7,285	7,285	7,285	2026
2017	7,826	7,826	7,826	2027
2018	10,511	10,511	10,511	2028
2019	18,299	18,299	18,299	2029

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

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Deductible temporary differences	<u>\$ 4,497</u>	<u>\$ 4,685</u>

F. The Company's income tax returns of the Taiwan branch through 2019 have been assessed and approved by the Tax Authority. The income tax returns through 2019 of the Company's subsidiaries, Unitory Construction Co., Ltd and JOULES MILES CO., LTD. have been assessed and approved by the Tax Authority.

(31) Earnings per share

Year ended December 31, 2021			
	Amount after tax	Weighted average number of ordinary shares outstanding (share in thousands)	Earnings per share (in dollars)
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 118,225	36,248	\$ 3.26
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 118,225	36,248	
Assumed conversion of all dilutive potential ordinary shares			
Convertible bonds	9,035	4,660	
Employees' compensation	-	21	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ 127,260	40,929	\$ 3.11
Year ended December 31, 2020			
	Amount after tax	Weighted average number of ordinary shares outstanding (share in thousands)	Earnings per share (in dollars)
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 28,660	35,700	\$ 0.80
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 28,660	35,700	
Assumed conversion of all dilutive potential ordinary shares			
Employees' compensation	-	5	
Profit attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	\$ 28,660	35,705	\$ 0.80

(32) Business combination

- A. On July 29, 2020, the Group acquired 100% of the share capital of Unitory Construction Co., Ltd. for \$300,000 and obtained control over Unitory Construction Co., Ltd. Unitory Construction Co., Ltd. is primarily engaged in engineering construction. As a result of the acquisition, the Group is expected to increase its presence in these markets. It also expects to reduce costs through economies of scale.
- B. In September 2021, the Group acquired 25.18% shares of JOULES MILES CO., LTD. at a consideration of \$131,400 and obtained the control of JOULES MILES CO.
- C. The following table summarises the consideration paid for JOULES MILES CO., LTD. and Unitory Construction Co., Ltd. and the fair values of the assets acquired and liabilities assumed at the acquisition date:

	<u>JOULES MILES</u>	<u>Unitory</u> <u>Construction</u>
	<u>September 1, 2021</u>	<u>July 29, 2020</u>
Purchase consideration		
Cash	\$ 131,400	\$ 300,000
The non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets	<u>369,529</u>	<u>-</u>
Fair value of the identifiable assets acquired and liabilities assumed		
Cash	255,425	185,332
Accounts receivable	356,229	22,333
Other receivables	10,474	1,022
Contract assets	-	597,586
Inventories	415,061	-
Other current assets	79,161	5,395
Property, plant and equipment	179,120	191
Other non-current assets	41,286	14,650
Bank borrowings	(404,282)	(12,292)
Accounts payable	(290,168)	(69,760)
Other payables	(72,167)	(25,791)
Other current liabilities	(54,450)	(572,920)
Other non-current liabilities	(21,798)	(4,178)
Deferred tax liabilities	<u>-</u>	<u>(10,304)</u>
Total identifiable net assets	<u>493,891</u>	<u>131,264</u>
Acquisition of identifiable intangible assets		
Contract value	-	45,643
Level A construction qualification	<u>-</u>	<u>5,879</u>
Total identifiable intangible assets	<u>-</u>	<u>51,522</u>
Goodwill acquired from business combinations	<u>\$ 7,038</u>	<u>\$ 117,214</u>

- D. As of December 31, 2021, the net assets from acquisition of Joules Miles Co., Ltd. are measured at the provisional amount and the final result is pending final valuation. Additionally, the net assets from acquisition of United Tingting Co., Ltd. were valued and adjusted retroactively to the measurement amount on December 31, 2020, which reduced intangible assets and deferred income tax liabilities by \$1,024.
- E. Since the Group merged Joules Miles Co., Ltd. on September 1, 2021, the operating income and net income before tax of Joules Miles Co., Ltd. amounted to \$660,312 and \$51,177, respectively. Assuming that Joules Miles Co., Ltd. is included in the consolidation from January 1, 2021, the Group's operating income and net income before tax would amount to \$3,776,612 and \$263,386, respectively.
- F. The operating revenue included in the consolidated statement of comprehensive income starting July 29, 2020 contributed by Unitory Construction Co., Ltd. was \$205,731. Unitory Construction Co., Ltd. also contributed profit before income tax of \$29,639 over the same period. Had Unitory Construction Co., Ltd. been consolidated from January 1, 2020, the consolidated statement of comprehensive income would show operating revenue of \$1,408,814 and profit before income tax of \$86,918.

7. RELATED PARTY TRANSACTIONS

(1) Names of related parties and relationship

<u>Names of related parties</u>	<u>Relationship with the Company</u>
Odenwald Faserplattenwerk GmbH(Odenwald)	Other related party
POWERSKY TECHNOLOGY CORPORATION	"

Note: Joules Miles Co., Ltd. became a related party of the Group ever since the Group acquired the company on September 1, 2021.

(2) Significant related party transactions

A. Operating revenue:

	<u>Year ended</u> <u>December 31, 2021</u>	<u>Year ended</u> <u>December 31, 2020</u>
Sales of goods:		
- Odenwald	\$ 293,432	\$ 219,708
- POWERSKY TECHNOLOGY	<u>345</u>	<u>-</u>
	<u>\$ 293,777</u>	<u>\$ 219,708</u>

Goods are sold to other related parties based on the mutual agreements by referring to the cost by product types, market price competition and other transaction terms. The credit term is 30~120 days after the date of sales.

B. Purchases:

	Year ended December 31, 2021	Year ended December 31, 2020
Purchases of goods:		
-POWERSKY TECHNOLOGY	\$ 134,810	\$ -

The prices and terms are determined in accordance with mutual agreement, and the payment term is 90 to 150 days after monthly billings.

C. Receivables from related parties:

	December 31, 2021	December 31, 2020
Accounts receivable:		
Odenwald	\$ 70,532	\$ 57,412

The receivables from related parties arise mainly from sale transactions and sales of property, plant and equipment. The receivables are due four months after the date of sales. The receivables are unsecured in nature and bear no interest. There are no provisions held against receivables from related parties.

D. Payables to related parties:

	December 31, 2021	December 31, 2020
Notes payable:		
-POWERSKY TECHNOLOGY	\$ 80,814	\$ -
Accounts payable:		
-POWERSKY TECHNOLOGY	77,723	-
	\$ 158,537	\$ -

The payables to the related parties are mainly from purchase transactions and are matured within 150 days after the date of purchase. The payables bear no interest.

(3) Key management compensation

	Year ended December 31, 2021	Year ended December 31, 2020
Salaries and other short-term employee benefits	\$ 11,101	\$ 9,453

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, 2021</u>	<u>December 31, 2020</u>	
Other current assets			
Current financial assets at amortised cost	\$ 114,226	\$ 140,909	Short-term loan
Non-current financial assets at amortised cost	113,688	29,343	Long-term loan
Property, plant and equipment - land	58,091	-	Guarantee for corporate bond
Property, plant and equipment - buildings and structure	139,744	109,005	Short-term loan
Property, plant and equipment - machinery and equipment	39,978	48,134	Long-term loan
Right-of-use assets - Land use right	37,852	38,856	Short-term loan
Other non-current assets - Guarantee deposits paid (Performance guarantee)	88,962	58,939	Performance guarantee
Other non-current assets - Guarantee deposits paid (bid bond)	7,355	1,920	Bid bond
	<u>\$ 599,896</u>	<u>\$ 427,106</u>	

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS

(1) Contingencies

None.

(2) Commitments

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

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Property, plant and equipment	<u>\$ 53,985</u>	<u>\$ 910</u>

B. As of December 31, 2021 and 2020, performance guarantee letters issued for construction undertaking, warranty and leases of the Group amounted to \$294,880 and \$244,386, respectively.

10. SIGNIFICANT DISASTER LOSS

None.

11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

- A. On February 7, 2022, the Board of Directors approved the reduction of cash capital by returning excess capital (amounting to \$55,000) to the Group by Unitory Construction Co., Ltd., in order to coordinate with the Group's development strategy, operational planning and to enhance the efficiency of capital utilization
- B. On March 11, 2022, the Board of Directors approved the acquisition of no less than 45% equity interest in SHIN JIN COMPANY LIMITED by way of capital increase in cash not exceeding \$45,000, taking into account the market trend and assessing the overall strategic development needs. The Company expected to become the single largest shareholder of the investee company after acquiring the relevant equity interest.

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 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, 2021, the Group's strategy, after considering the economic circumstances, business stage of gross model of the Group, significant investment plan in the future and long-term finance structure, was unchanged from 2020. The gearing ratios at December 31, 2021 and 2020 were as follows:

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
Total borrowings	\$ 1,399,887	\$ 681,351
Less: Cash and cash equivalents	(461,623)	(293,348)
Net debt	938,264	388,003
Total equity	1,338,597	749,002
Total capital	<u>\$ 2,276,861</u>	<u>\$ 1,137,005</u>
Gearing ratio	34%	- %

(2) Financial instruments

A. Financial instruments by category

	<u>December 31, 2021</u>	<u>December 31, 2020</u>
<u>Financial assets</u>		
Financial assets at fair value through profit or loss		
Financial assets mandatorily measured at fair value through profit or loss	\$ 4,780	\$ 4,690
Financial assets at amortised cost		
Cash and cash equivalents	461,623	293,348
Financial assets	227,914	170,252
Notes receivable	9,982	21,213
Accounts receivable	702,015	247,569
Accounts receivable- related party	70,532	57,412
Other receivables	22,219	18,864
Guarantee deposits paid	129,764	89,448
	<u>\$ 1,624,049</u>	<u>\$ 898,106</u>
<u>Financial liabilities</u>		
Financial liabilities at fair value through profit or loss		
Financial liabilities mandatorily measured at fair value through profit or loss	\$ 1,780	\$ -
Financial liabilities at amortised cost		
Short-term borrowings	\$ 925,112	\$ 448,484
Notes payable	133,322	31,288
Notes payable - related party	80,814	-
Accounts payable	303,524	126,302
Accounts payable - related party	77,723	-
Other payables	177,013	88,867
Bonds payable	283,701	-
Long-term borrowings (including current portion)	191,074	232,867
Guarantee deposits received	3,725	918
	<u>\$ 2,179,568</u>	<u>\$ 928,726</u>
Lease liability	<u>\$ 32,772</u>	<u>\$ 346</u>

B. Financial risk management policies

- (a) The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk.

(b) Risk management is carried out by a central treasury department (Group treasury) under policies approved by the Board of Directors. Group treasury identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as written policies covering specific areas and matters, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

C. Significant financial risks and degrees of financial risks

(a) Market risk

Foreign exchange risk

i. The Group operates internationally, and its businesses involve some non-functional currency operations (for the year of 2021, the Company's functional currency is NTD; the Company's subsidiaries' functional currency is USD, RMB and NTD; for the year of 2020, the Company's functional currency is USD; the Company's subsidiaries' functional currency is USD and RMB and NTD). Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities. 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, 2021			Year ended December 31, 2021	
	Foreign currency amount (In thousands)	Exchange rate	Book value (NTD)	Degree of variation	Sensitivity analysis Effect on other comprehensive income
(Foreign currency: functional currency)					
<u>Financial assets</u>					
<u>Monetary items</u>					
USD:RMB	\$ 2,895	6.37	\$ 18,452	1%	\$ 185
USD:NTD	17,181	27.68	475,570	1%	4,756
<u>Financial liabilities</u>					
<u>Monetary items</u>					
USD:RMB	9	6.37	57	1%	1
USD:NTD	1,970	27.68	54,530	1%	545

	December 31, 2020			Year ended December 31, 2020		
	Foreign currency amount			Sensitivity analysis		
	(In thousands)	Exchange rate	Book value (NTD)	Degree of variation	Effect on other comprehensive income	
(Foreign currency: functional currency)						
<u>Financial assets</u>						
<u>Monetary items</u>						
USD:RMB	\$ 1,847	6.52	\$ 12,044	1%	\$ 120	
USD:NTD	93	28.48	2,649	1%	26	
<u>Financial liabilities</u>						
<u>Monetary items</u>						
USD:RMB	17	6.52	111	1%	1	

- ii. Total exchange gain (loss) gain, including realised and unrealised arising from significant foreign exchange variation on the monetary items held by the Group for the years ended December 31, 2021 and 2020, amounted to (\$2,044) and (\$5,060), respectively.

Cash flow and fair value interest rate risk

- i. The Group's main interest rate risk arises from short-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. During 2021 and 2020, the Group's borrowings at variable rate were mainly denominated in RMB and US Dollars, respectively.
- ii. If the borrowing interest rate had increased/decreased by 0.25% or with all other variables held constant, profit, net of tax for the years ended December 31, 2021 and 2020 would have increased/decreased by \$2,155 and \$1,378, respectively. The main factor is that changes in interest expense result in floating-rate borrowings.

(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, at fair value through profit or loss and at fair value through other comprehensive income.

- ii. The Group manages their credit risk taking into consideration the entire group's concern. For banks and financial institutions, only independently rated parties with a minimum rating of 'A' are accepted. 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. In line with credit risk management procedure, except for some customers whose collection schedules are based on mutual agreements, general customers are considered to be in default when the contract payments are past due over 180 days
- v. The Group classifies customers' accounts receivable, contract assets and rents receivable in accordance with credit risk on trade and customer types. The Group applies the modified approach using provision matrix, loss rate methodology to estimate expected credit loss under the provision matrix basis.
- 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 reorganization 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, contract assets and lease payments receivable. On December 31, 2021 and 2020, the provision matrix is as follows:

	Not past due	Up to 90 days past due	91~180 days past due
<u>At December 31, 2021</u>			
Expected loss rate	0.30%~2.78%	0.30%~3.18%	0.30%~11.05%
Total book value	\$ 553,667	\$ 74,485	\$ 12,556
Loss allowance	536	389	746
	181~365 days past due	Over one year past due	Total
Expected loss rate	7.23%~16.48%	16.55%~100%	
Total book value	\$ 34,556	\$ 88,211	\$ 763,475
Loss allowance	4,966	54,823	61,460
	Not past due	Up to 90 days past due	91~180 days past due
<u>At December 31, 2020</u>			
Expected loss rate	0.30%~2.78%	0.30%~3.18%	0.30%~8.00%
Total book value	\$ 100,727	\$ 25,023	\$ 45,431
Loss allowance	566	283	1,365
	181~365 days past due	Over one year past due	Total
Expected loss rate	7.23%~16.48%	16.55%~100%	
Total book value	\$ 46,293	\$ 91,176	\$ 308,650
Loss allowance	6,751	52,116	61,081

vii. Movements in relation to the Group applying the modified approach to provide loss allowance for accounts receivable is as follows:

	2021
At January 1	\$ 61,081
Provision for impairment	4,446
Write-offs	(3,689)
Effect of foreign exchange	(378)
At December 31	\$ 61,460
	2020
At January 1	\$ 65,210
Reversal of impairment loss	(1,029)
Write-offs	(3,398)
Effect of foreign exchange	298
At December 31	\$ 61,081

(c) Liquidity risk

- i. Surplus cash held by the operating entities over and above balance required for working capital management are transferred to the Group treasury. Group treasury invests surplus cash in interest bearing current accounts, time deposits and money market deposits, choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient head-room as determined by the above-mentioned forecasts. As at December 31, 2021 and 2020, the Group held money market position of \$458,363 and \$292,236, respectively, that are expected to readily generate cash inflows for managing liquidity risk.
- ii. The table below analyses the Group's non-derivative financial liabilities and net-settled or gross-settled 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 and to the expected maturity date for derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

December 31, 2021	Between 3			Total
	Less than 3 months	months and 1 year	Over 1 year	
Non-derivative financial liabilities				
Short-term borrowings	\$ 390,680	\$ 534,432	\$ -	\$ 925,112
Notes payable (including related party)	214,136	-	-	214,136
Accounts payable (including related party)	367,217	240	13,790	381,247
Other payables	177,013	-	-	177,013
Bonds payable	-	-	293,600	293,600
Lease liability	2,654	7,252	22,866	32,772
Long-term borrowings (including current portion)	12,176	74,539	104,359	191,074

December 31, 2020	Between 3			Total
	Less than 3 months	months and 1 year	Over 1 year	
Non-derivative financial liabilities				
Short-term borrowings	\$ 36,471	\$ 412,013	\$ -	\$ 448,484
Notes payable (including related party)	31,288	-	-	31,288
Accounts payable (including related party)	125,812	890	13	126,715
Other payables	72,475	16,392	-	88,867
Lease liability	346	-	-	346
Long-term borrowings (including current portion)	16,912	67,686	148,269	232,867

(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 equity investment without active market is included in Level 3.

- B. Financial instruments not measured at fair value

Except for those listed in the table below, the carrying amounts of cash and cash equivalents, notes receivable, accounts receivable, other receivables, short-term borrowings, notes payable, accounts payable and other payables are approximate to their fair values.

- C. The related information of 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 at December 31, 2021 and 2020 are as follows:

- (a) The related information of financial and non-financial instruments measured at fair value are as follows:

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 profit or loss				
Equity securities	\$ -	\$ -	\$ 4,780	\$ 4,780
Liabilities				
<u>Recurring fair value measurements</u>				
Financial liabilities at fair value through profit or loss				
Derivative instruments	\$ 1,780	\$ -	\$ -	\$ 1,780
December 31, 2020	<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 profit or loss				
Equity securities	\$ -	\$ -	\$ 4,690	\$ 4,690

(b) The methods and assumptions the Group used to measure fair value are as follows:

- i. 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>
Market quoted prices	Closing price

- ii. 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).
- iii. When assessing non-standard and low-complexity financial instruments, for example, debt instruments without active market, interest rate swap contracts, foreign exchange swap contracts and options, the Group adopts valuation technique that is widely used by market participants. The inputs used in the valuation method to measure these financial instruments are normally observable in the market.
- iv. The valuation of derivative financial instruments is based on valuation model widely accepted by market participants, such as present value techniques and option pricing models. Forward exchange contracts are usually valued based on the current forward exchange rate. Structured interest derivative instruments are measured by using appropriate option pricing models (i.e. Black-Scholes model) or other valuation methods, such as Monte Carlo simulation.
- v. The output of valuation model is an estimated value and the valuation technique may not be able to capture all relevant factors of the Group's financial and non-financial instruments. Therefore, the estimated value derived using valuation model is adjusted accordingly with additional inputs, for example, model risk or liquidity risk and etc. In accordance with the Group's management policies and relevant control procedures relating to the valuation models used for fair value measurement, management believes adjustment to valuation is necessary in order to reasonably represent the fair value of financial and non-financial instruments at the consolidated balance sheet. The inputs and pricing information used during valuation are carefully assessed and adjusted based on current market conditions.
- vi. The Group takes into account adjustments for credit risks to measure the fair value of financial and non-financial instruments to reflect credit risk of the counterparty and the Group's credit quality.

- D. For the years ended December 31, 2021 and 2020, there was no transfer between Level 1 and Level 2.
- E. For the years ended December 31, 2021 and 2020, there was no transfer into or out from Level 3.
- F. The following chart is the movement of Level 3 for the year ended December 31, 2021:

	2021	
	Equity securities	
At January 1	\$	4,690
Acquired from business combinations		90
At December 31	\$	4,780

- G. Treasury 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. The following is the qualitative information of significant unobservable inputs and sensitivity analysis of changes in significant unobservable inputs to valuation model used in Level 3 fair value measurement:

	Fair value at December 31, 2021	Valuation technique	Significant unobservable input	Range (weighted average)	Relationship of inputs to fair value
Non-derivative equity instrument:					
Unlisted shares	\$ 4,780	Market - comparable companies	Price to earnings ratio multiple	1.38~1.83	The higher the net assets, the higher the fair value; the higher the discount for lack of marketability, the lower the fair value.
			Discount for lack of marketability	19.89%~21.04%	

	Fair value at December 31, 2020	Valuation technique	Significant unobservable input	Range (weighted average)	Relationship of inputs to fair value
Non-derivative equity instrument:					
Unlisted shares	\$ 4,690	Market - comparable companies	Price to earnings ratio multiple Discount for lack of marketability	1.38~1.83 19.89%~21.04%	The higher the net assets, the higher the fair value; the higher the discount for lack of marketability, the lower the fair value.

- I. The Group has carefully assessed the valuation models and assumptions used to measure fair value. However, use of different valuation models or assumptions may result in different measurement. The following is the effect of profit or loss or of other comprehensive income from financial assets and liabilities categorised within Level 3 if the inputs used to valuation models have changed:

	Input	Change	December 31, 2021			
			Recognised in prcofit or loss		Recognised in other comprehensive	
Financial assets						
Equity instrument		±5%	\$ 239	\$ 239	\$ -	\$ -
Financial liabilities						
Derivative instrument		±5%	\$ 89	\$ 89	\$ -	\$ -
	Input	Change	December 31, 2020			
			Recognised in prcofit or loss		Recognised in other comprehensive	
Financial assets						
Equity instrument		±5%	\$ 235	\$ 235	\$ -	\$ -
Financial liabilities						
Derivative instrument		±5%	\$ -	\$ -	\$ -	\$ -

(4) In response to the Covid-19 outbreak

Due to Covid-19 outbreak and the government's epidemic prevention measures, the Group assessed that there was no significant impact on the operation to decrease operating income in the fourth quarter of 2021, no doubt about the Group's ability to continue as a going concern, no assets impaired and no financing risks increased. The Group's epidemic management had complied with the measures related to the declaration of Level 2 epidemic alert issued by the Central Epidemic Command Centre and the epidemic prevention requirements under the Prevention and Control of Infectious Diseases Act.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transactions information

- A. Loans to others: Please refer to table 1.
- B. Provision of endorsements and guarantees to others: Please refer to table 2.
- C. Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): Please refer to table 3.
- D. Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's paid-in capital: Please refer to table 4.
- 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: Please refer to table 5.
- 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: Please refer to Note 6(13) on the financial statements for details.
- J. Significant inter-company transactions during the reporting periods: Please refer to table 6.

(2) Information on investees

Names, locations and other information of investee companies (not including investees in Mainland China) : Please refer to table 7.

(3) Information on investments in Mainland China

- A. Basic information: Please refer to table 8.
- B. Significant transactions, either directly or indirectly through a third area, with investee companies in the Mainland Area: Please refer to table 6.

(4) Major shareholders information

Names, number of shares held by and ownership of shareholders whose ownership over 5%: Please refer to table 9.

14. SEGMENT INFORMATION

(1) General information

The chief operating decision-maker considers the business from a geographic and product type perspective; In terms of products, the Group focuses on the manufacturing, R&D and sales of new building materials, batteries and electrical appliances, as well as engineering construction; in terms of regions, the Company currently focuses on construction, production and sales in Taiwan, Mainland China and Cambodia.

(2) Measurement of segment information

The Group's segment profit (loss) is measured with the operating profit (loss) after tax, which is used as a basis for the Group in assessing the performance of the operating segments. The accounting policies of the operating segments are in agreement with the significant accounting policies summarised in Note 4.

(3) Information about segment profit or loss, assets and liabilities

Year ended December 31, 2021

	<u>Taiwan</u>	<u>Mainland China</u>	<u>Other</u>	<u>Reconciliation and elimination</u>	<u>Total</u>
Revenue from external customers	\$ 1,771,976	\$ 907,385	\$ 39,426	\$ -	\$ 2,718,787
Inter-segment revenue	-	34,262	-	(34,262)	-
Total segment revenue	<u>\$ 1,771,976</u>	<u>\$ 941,647</u>	<u>\$ 39,426</u>	<u>(\$ 34,262)</u>	<u>\$ 2,718,787</u>
Segment income (loss)	<u>\$ 190,571</u>	<u>\$ 139,561</u>	<u>(\$ 336)</u>	<u>(\$ 180,633)</u>	<u>\$ 149,163</u>
Depreciation and amortisation	<u>\$ 12,555</u>	<u>\$ 44,839</u>	<u>\$ 585</u>	<u>\$ -</u>	<u>\$ 57,979</u>
Income tax expense	<u>\$ 43,766</u>	<u>\$ 35,949</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 79,715</u>
Segment assets	<u>\$ 2,109,355</u>	<u>\$ 3,158,511</u>	<u>\$ 21,280</u>	<u>(\$ 1,578,932)</u>	<u>\$ 3,710,214</u>
Long-term equity investment accounted for using equity method	<u>\$ -</u>	<u>\$ 169,640</u>	<u>\$ -</u>	<u>(\$ 169,640)</u>	<u>\$ -</u>
Capital expenditure for other non-current assets	<u>\$ 16,398</u>	<u>\$ 62,744</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 79,142</u>
Segment liabilities	<u>\$ 1,259,590</u>	<u>\$ 1,432,978</u>	<u>\$ 735</u>	<u>(\$ 321,686)</u>	<u>\$ 2,371,617</u>

Year ended December 31, 2020

	<u>Taiwan</u>	<u>Mainland China</u>	<u>Other</u>	<u>Reconciliation and elimination</u>	<u>Total</u>
Revenue from external customers	\$ 205,731	\$ 779,280	\$ 25,431	\$ -	\$ 1,010,442
Inter-segment revenue	-	135,839	6,367	(142,206)	-
Total segment revenue	<u>\$ 205,731</u>	<u>\$ 915,119</u>	<u>\$ 31,798</u>	<u>(\$ 142,206)</u>	<u>\$ 1,010,442</u>
Segment income (loss)	<u>\$ 24,149</u>	<u>\$ 76,737</u>	<u>(\$ 4,977)</u>	<u>(\$ 69,239)</u>	<u>\$ 26,670</u>
Depreciation and amortisation	<u>\$ 52</u>	<u>\$ 45,790</u>	<u>\$ 687</u>	<u>\$ -</u>	<u>\$ 46,529</u>
Gain or loss investments accounted for using equity method	<u>\$ -</u>	<u>\$ 55,349</u>	<u>\$ -</u>	<u>(\$ 55,349)</u>	<u>\$ -</u>
Income tax expense	<u>\$ 5,490</u>	<u>\$ 4,918</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 10,408</u>
Segment assets	<u>\$ 353,171</u>	<u>\$ 2,401,856</u>	<u>\$ 22,056</u>	<u>(\$ 988,243)</u>	<u>\$ 1,788,840</u>
Long-term equity investment accounted for using equity method	<u>\$ -</u>	<u>\$ 986,814</u>	<u>\$ -</u>	<u>(\$ 986,814)</u>	<u>\$ -</u>
Capital expenditure for other non-current assets	<u>\$ 1,334</u>	<u>\$ 91,555</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 92,889</u>
Segment liabilities	<u>\$ 187,867</u>	<u>\$ 994,681</u>	<u>\$ 576</u>	<u>(\$ 143,286)</u>	<u>\$ 1,049,730</u>

(4) Information on products and services

Please refer to Note 6 (23) for the related information.

(5) Geographical information

Geographical information for the years ended December 31, 2021 and 2020 is as follows:

	<u>Year ended December 31, 2021</u>		<u>Year ended December 31, 2020</u>	
	<u>Revenue</u>	<u>Non-current assets</u>	<u>Revenue</u>	<u>Non-current assets</u>
Mainland China	\$ 1,826,682	\$ 182,849	\$ 205,731	\$ 1,977
Taiwan	852,679	571,110	779,280	475,546
Cambodia	39,426	1,163	-	-
Total	<u>\$ 2,718,787</u>	<u>\$ 755,122</u>	<u>\$ 985,011</u>	<u>\$ 477,523</u>

(6) Major customer information

Major customer information of the Group for the years ended December 31, 2021 and 2020 is as follows:

	<u>Year ended December 31, 2021</u>		<u>Year ended December 31, 2020</u>	
	<u>Revenue</u>	<u>Segment (%)</u>	<u>Revenue</u>	<u>Segment (%)</u>
A	\$ 293,432	11%	\$ 219,708	22%
B	290,905	11%	-	-
	<u>\$ 584,337</u>		<u>\$ 219,708</u>	

Buima Group Inc.(Cayman)
Loans to others
Year ended December 31, 2021

Table 1

Expressed in thousands of NTD
(Except as otherwise indicated)

No.	Creditor	Borrower	General ledger account	Is a related party	Maximum outstanding balance during the year ended December 31, 2021	Balance at December 31, 2021	Actual amount drawn down	Interest rate	Nature of loan	Amount of transactions with the borrower	Reason for short-term financing	Allowance for doubtful accounts		Limit on loans granted to a single party (Note 2,3 and 4)	Ceiling on total loans granted (Note 1 and 4)	Footnote
												Item	Value			
1	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Buima Group Inc.	Other receivables	Yes	\$ 127,328	\$ 127,328	\$ 127,328	-	Short-term financing	-	Working capital	-	-	\$ 57,605	\$ 283,546	
2	Syntech New Building Materials (Shanghai) Ltd.	Buima Group Inc.	Other receivables	Yes	41,268	41,268	41,268	-	Short-term financing	-	Working capital	-	-	11,096	283,546	

Note 1: The limit on total loans granted by the Company to a single party, related party and party with business transactions shall not be more than 35% of the Company's consolidated net assets.

Note 2: The ceiling on loans granted by the Company or the subsidiary to others shall not be more than the higher between total sales revenue or total merchandize purchased last year or at the time of loans applied.

Note 3: Limit on loans granted by the Company and subsidiaries to a single party is 10% of the loan company net asset. Furthermore, loans granted between foreign companies whose voting shares are 100% held by the Company directly or indirectly, or on loans granted to the Company by such companies, limit on loans is not restricted.

Note 4: On March 11, 2022, the Company's Board of Directors approved the amendment to the Regulations Governing the Lending of Funds to Others, which is expected to be implemented on June 6, 2022, after the approval of the shareholders' meeting. Please refer to Notes 5 and 6 for details.

Note 5: Ceiling on total loans granted by the Company and subsidiaries is 40% of the Company's net assets.

Note 6: The limit on financing to a single entity shall not be more than 10% of the Company's net assets. However, loans to direct or indirect wholly-owned of the Company or companies in which the Company directly or indirectly holds 100% of the voting rights are not limited. Limit on loans granted by the Company and subsidiaries to a single party is 50% of the company's net assets.

Buima Group Inc.(Cayman)
Provision of endorsements and guarantees to others
Year ended December 31, 2021

Table 2

Expressed in thousands of NTD

(Except as otherwise indicated)

Number (Note 1)	Endorser/ guarantor	Party being endorsed/guaranteed	Relationship with the endorser/ guarantor (Note 2)	Limit on endorsements/ guarantees provided for a single party (Note 3)	Maximum outstanding endorsement/ guarantee amount as of December 31, 2021 (Note 4)	Outstanding endorsement/ guarantee amount as of December 31, 2021 (Note 5)	Actual amount drawn down (Note 6)	Amount of endorsements/ guarantees secured with collateral	Ratio of accumulated endorsement/ guarantee amount to net asset value of the endorser/ guarantor company(%)	Ceiling on total amount of endorsements/ guarantees provided (Note 3 and 4)	Provision of endorsements/ guarantees by parent company to subsidiary (Note 7)	Provision of endorsements/ guarantees by subsidiary to parent company (Note 7)	Provision of endorsements/ guarantees to the party in Mainland China (Note 7)	Footnote
0	Buima Group Inc.	Buima (China) New Materials Ltd.	3	\$ 405,066	\$ 85,605	\$ -	\$ -	\$ -	-	\$ 810,131	Y	N	Y	
0	Buima Group Inc.	Unitory Construction Co., Ltd.	3	405,066	497,300	497,300	231,904	-	62%	810,131	Y	N	N	
1	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Buima Group Inc.	4	288,023	174,121	-	-	-	-	576,046	N	Y	N	

Note 1: The numbers filled in for the endorsements/guarantees provided by the Company or subsidiaries are as follows:

(1)The Company is '0'.

(2)The subsidiaries are numbered in order starting from '1'.

Note 2: Relationship between the endorser/guarantor and the party being endorsed/guaranteed is classified into the following seven categories; fill in the number of category each case belongs to:

(1)Having business relationship.

(2)The endorser/guarantor parent company owns directly and indirectly more than 50% voting shares of the endorsed/guaranteed subsidiary.

(3)The endorsed/guaranteed company owns directly and indirectly more than 50% voting shares of the endorser/guarantor parent company.

(4)The endorser/guarantor parent company owns directly and indirectly more than 90% voting shares of the endorsed/guaranteed company.

(5)Mutual guarantee of the trade made by the endorsed/guaranteed company or joint contractor as required under the construction contract.

(6)Due to joint venture, all shareholders provide endorsements/guarantees to the endorsed/guaranteed company in proportion to its ownership.

(7) Joint guarantee of the performance guarantee for pre-sold home sales contract as required under the Consumer Protection Act.

Note 3: Limit on endorsements/guarantees provided for a single party is 50% of the net assets based on the latest financial statements of the Company. However, this does not apply to the endorsed/guaranteed company whose voting rights are 100% owned directly and indirectly by the Company or endorsements/guarantees between the companies whose voting rights are 100% owned directly and indirectly by the Company. Limit on the amount of guarantees provided for the companies having business relationship with the Company or subsidiaries is the higher of purchase or sales with the Company.

Note 4: Fill in the year-to-date maximum outstanding balance of endorsements/guarantees provided as of the reporting period.

Note 5: Fill in the amount approved by the Board of Directors or the chairman if the chairman has been authorised by the Board of Directors based on subparagraph 8, Article 12 of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies.

Note 6: Fill in the actual amount of endorsements/guarantees used by the endorsed/guaranteed company.

Note 7: Fill in 'Y' for those cases of provision of endorsements/guarantees by listed parent company to subsidiary and provision by subsidiary to listed parent company, and provision to the party in Mainland China.

Buima Group Inc.(Cayman)

Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures)

Year ended December 31, 2021

Table 3 Expressed in thousands of NTD
(Except as otherwise indicated)

				As of December 31, 2021				
Securities held by	Marketable securities	Relationship with the securities issuer	General ledger account	Number of shares	Book value	Ownership (%)	Fair value	Footnote
Buima Group Inc.	駿程國際股份有限公司	None	Financial assets at fair value through profit or loss - non-current	469	\$ 4,690	19%	\$ 4,690	
JOULES MILES CO., LTD.	矽成積體電路股份有限公司	None	Financial assets at fair value through profit or loss - non-current	1	90	-	90	

Buima Group Inc.(Cayman)

Acquisition or sale of the same security with the accumulated cost exceeding \$300 million or 20% of the Company's paid-in capital

Year ended December 31, 2021

Table 4

Expressed in thousands of NTD

(Except as otherwise indicated)

Investor	Marketable securities (Note 1)	General ledger account	Counterparty (Note 2)	Relationship with the investor (Note 2)	Balance as at January 1, 2021		Addition (Note 3)		Disposal (Note 3)			Balance as at December 31, 2021			
					Number of shares	Amount	Number of shares	Amount	Number of shares	Selling price	Book value	Gain (loss) on disposal	Number of shares	Amount	
Buima Group Inc.	JOULES MILES CO., LTD.	Investments accounted for using equity method	Note 5	The Company's subsidiary	-	\$ -	8,881	\$ 131,000	-	\$ -	\$ -	\$ -	-	8,881	\$ 131,000

Note 1: Marketable securities in the table refer to stocks, bonds, beneficiary certificates and other related derivative securities.

Note 2: Fill in the columns the counterparty and relationship if securities are accounted for under the equity method; otherwise leave the columns blank.

Note 3: Aggregate purchases and sales amounts should be calculated separately at their market values to verify whether they individually reach NT\$300 million or 20% of paid-in capital or more.

Note 4: Paid-in capital referred to herein is the paid-in capital of parent company. In the case that shares were issued with no par value or a par value other than NT\$10 per share, the 20 % of paid-in capital shall be replaced by 10% of equity attributable to owners of the parent in the calculation.

Note 5: Purchased shares from the original shareholders (including 佐彰企業股份有限公司 and other natural persons) and later participated in the cash capital increase of JOULES MILES CO., LTD..

Buima Group Inc.(Cayman)

Purchases or sales of goods from or to related parties reaching NT\$100 million or 20% of paid-in capital or more

Year ended December 31, 2021

Table 5

Expressed in thousands of NTD

(Except as otherwise indicated)

Purchaser/seller	Counterparty	Relationship with the counterparty	Transaction				Differences in transaction terms compared to third party transactions (Note)		Notes/accounts receivable (payable)		Footnote
			Purchases (sales)	Amount	Percentage of total purchases (sales)	Credit term	Unit price	Credit term	Balance	Percentage of total notes/accounts receivable (payable)	
OWA New Building Materials (Shanghai) Ltd.	Odenwald	Other related party	Sales	\$ 289,555	72%	Note 1	Note 1	Note 1	\$ 70,532	69%	

Note 1: The price above based on the mutual agreements by referring to the cost by product types, market price competition and other transaction terms. The credit term is 30~120 days after the date of sales.

Buima Group Inc.(Cayman)
 Significant inter-company transactions during the reporting periods
 Year ended December 31, 2021

Table 6

Expressed in thousands of NTD
 (Except as otherwise indicated)

Number (Note 1)	Buima Group Inc.	Counterparty	Relationship (Note 2)	Transaction			Percentage of consolidated total operating revenues or total assets (Note 3)
				General ledger account	Amount	Transaction terms	
1	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Syntech New Building Materials (Shanghai) Ltd.	3	Sals revenue	\$ 214,096	Goods are sold to other related parties based on the mutual agreements by referring to the cost by types, market price competition and other transaction terms.	8%
1	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	OWA New Building Materials (Shanghai) Ltd.	3	Sals revenue	39,331	Goods are sold to other related parties based on the mutual agreements by referring to the cost by types, market price competition and other transaction terms.	1%
2	OWA New Building Materials (Shanghai) Ltd.	Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	3	Sals revenue	71,740	Goods are sold to other related parties based on the mutual agreements by referring to the cost by types, market price competition and other transaction terms.	3%

Note 1: The numbers filled in for the transaction company in respect of inter-company transactions are as follows:

- (1)Parent company is '0'.
- (2)The subsidiaries are numbered in order starting from '1'.

Note 2: Relationship between transaction company and counterparty is classified into the following three categories; fill in the number of category each case belongs to (If transactions between parent company and subsidiaries or between subsidiaries refer to the same transaction, it is not required to disclose twice. For example, if the parent company has already disclosed its transaction with a subsidiary, then the subsidiary is not required to disclose the transaction; for transactions between two subsidiaries, if one of the subsidiaries has disclosed the transaction, then the other is not required to disclose the transaction.):

- (1)Parent company to subsidiary.
- (2)Subsidiary to parent company.
- (3)Subsidiary to subsidiary.

Note 3: Regarding percentage of transaction amount to consolidated total operating revenues or total assets, it is computed based on period-end balance of transaction to consolidated total assets for balance sheet accounts and based on accumulated transaction amount for the period to consolidated total operating revenues for income statement accounts.

Buima Group Inc.(Cayman)
Information on investees
Year ended December 31, 2021

Table 7

Expressed in thousands of NTD
(Except as otherwise indicated)

Investor	Investee	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2021			Net profit (loss) of the investee for the year ended December 31, 2021	Investment income(loss) recognised by the Company for the year ended December 31, 2021	Footnote
				Balance as of December 31, 2021	Balance as of December 31, 2020	Number of shares	Ownership (%)	Book value			
Buima Group Inc.	Buima Holding Ltd.	Hong Kong	Investment and holding	\$ 395,340	\$ 406,766	111,085	100%	\$ 663,560	\$ 20,353	\$ 20,353	Notes 1, 3 and 4
Buima Group Inc.	Syntech Holding CO, Ltd.	B.V.I.	Investment and holding	88,372	90,926	3,223	100%	136,909	5,956	5,956	Notes 1, 3 and 4
Buima Group Inc.	Buima New Building Materials India Private Ltd.	India	Investment and holding	5,626	5,788	1,000	100%	-	-	-	Notes 3 and 4
Buima Group Inc.	Unitory International CO., Ltd.	Cambodia	Merchandising business	16,608	17,088	6,000	60%	12,327 (336) (201)	Notes 1, 3 and 4
Buima Group Inc.	Unitory Construction Co., Ltd.	Taiwan	Construction industry	300,000	300,000	22,000	100%	311,824	152,176	152,176	Notes 2, 3 and 4
Buima Group Inc.	JOULES MILES CO., LTD.	Taiwan	Electronics industry	131,000	-	8,881	25.18%	135,454	74,110	11,092	Notes 2, 3 and 4
JOULES MILES CO., LTD.	PowerGain Technology Corporation Limited	Taiwan	Electronics industry	16,000	-	1,600	80%	15,920 (100) (80)	Notes 2, 3 and 4

Buima Group Inc.(Cayman)
Information on investees
Year ended December 31, 2021

Table 7

Expressed in thousands of NTD
(Except as otherwise indicated)

Investor	Investee	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2021			Net profit (loss) of the investee for the year ended December 31, 2021	Investment income(loss) recognised by the Company for the year ended December 31, 2021	Footnote
				Balance as of December 31, 2021	Balance as of December 31, 2020	Number of shares	Ownership (%)	Book value			
Buima Holding Ltd.	Buima Holding Hong Kong Ltd. (formerly: Syntech Holding Hong Kong Ltd.)	Hong Kong	Investment and holding	\$ 416,584	\$ 428,624	15,050	100%	\$ 644,917	\$ 26,864	\$ 26,864	Notes 1, 3, 4
Buima Holding Hong Kong Ltd. (formerly: Syntech Holding Hong Kong Ltd.)	OWA Metallic Pte. Ltd.	Singapore	Investment and holding	33,881	34,860	1,224	51%	- (3,458) (1,764)	Notes 1, 3 and 4

Note 1: The amount recognized was based on the financial statements that were audited by R.O.C. parent company's CPA firm.

Note 2: The aforementioned investees' information was recognised based on the financial statements audited and attested by R.O.C. parent company's CPA.

Note 3: The relevant figures in this table are listed in New Taiwan Dollar. Foreign currency involved is converted to NT at the exchange rate on the balance sheet date (at the end of December 31, 2021: USD: 27.68 ; RMB: 4.34; average exchange rate from January 1 to December 31, 2021 : USD:28.01; RMB: 4.34.

Note 4: It was written-off during the preparation of the consolidated financial statements.

Buima Group Inc.(Cayman)
Information on investments in Mainland China
Year ended December 31, 2021

Table 8

Expressed in thousands of NTD
(Except as otherwise indicated)

Investee in Mainland China	Main business activities	Paid-in capital	Investment method	Accumulated	Amount remitted from Taiwan		Accumulated	Net income of investee as of December 31, 2021	Ownership held by the Company (direct or indirect)	Investment income	Book value of investments in Mainland China as of December, 31, 2021	Accumulated	Footnote
				amount of remittance from Taiwan to Mainland China as of January 1, 2021	to Mainland China/ Amount remitted back to Taiwan for the year ended December 31, 2021	Remitted to Mainland China	Remitted back to Taiwan			amount of remittance from Taiwan to Mainland China as of December 31, 2021		(loss) recognised by the Company for the year ended December 31, 2021 (Note 2)	
Syntech New Building Materials (Shanghai) Ltd.	Sells metal wall partition and compartment, fire insulation partition as well as grid	\$ 133,887	Note 1	\$ -	\$ -	\$ -	\$ -	\$ 2,682	100%	\$ 2,682	\$ 110,959	\$ -	
Hong-Ji International Trading (Shanghai) Ltd.	International, export, and bonded area trade agency	6,958	Note 1	-	-	-	-	(4,237)	100%	(4,237)	8,925	-	
Buima (China) New Materials Ltd. (formerly: Jangsu Buima New Materials Ltd.)	Manufactures of new building materials and provision of product consulting services	515,407	Note 1	-	-	-	-	21,528	100%	21,528	576,046	-	
OWA New Building Materials (Shanghai) Ltd.	Design and manufactures of new building materials and provision of product consulting services	113,247	Note 1	-	-	-	-	(3,458)	51%	(1,764)	230,781	-	

Buima Group Inc.(Cayman)
Information on investments in Mainland China
Year ended December 31, 2021

Table 8

Expressed in thousands of NTD
(Except as otherwise indicated)

Investee in Mainland China	Main business activities	Paid-in capital	Investment method	Accumulated	Amount remitted from Taiwan		Accumulated	Net income of investee as of December 31, 2021	Ownership held by the Company (direct or indirect)	Investment income	Book value of investments in Mainland China as of December, 31, 2021	Accumulated	Footnote
				amount of remittance from Taiwan to Mainland China as of January 1, 2021	to Mainland China/ Amount remitted back to Taiwan for the year ended December 31, 2021	Remitted to Mainland China	Remitted back to Taiwan			amount of remittance from Taiwan to Mainland China as of December 31, 2021		(loss) recognised by the Company for the year ended December 31, 2021 (Note 2)	
Buima New Materials(Shangh ai) Ltd	Sales of metal wall partitions and compartments, fire insulation partitions, metal ceilings, etc.	32,570	Note 1	\$ -	\$ -	\$ -	\$ -	(\$ 10,751)	100%	(\$ 10,751)	\$ 18,615	-	
Shanghai Gotao Construction Engineering Co., Ltd.	Various engineering construction activities, construction labor subcontracting, construction engineering design, etc.	3,040	Note 1	-	-	-	-	338	100%	338	338	-	
Chongyou (Shenzhen) New Material Co., Ltd.	Manufacturing and sales of architectural and decoration materials, plumbing parts and other metal products for construction.	2,171	Note 1	-	-	-	-	(431)	60%	(259)	1,741	-	

Note 1: Through investing in Buima Holding Ltd. in the third area, which then invested in the investee in Mainland China.

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

Note 3: The figures in this table are presented in New Taiwan Dollars. Foreign currency involved is converted to NT at the exchange rate on the balance sheet date.

(at the end of December 31, 2021: USD: 27.68 ; RMB: 4.34; average exchange rate from January 1 to December 31, 2021 USD:28.01 RMB:4.34.

Buima Group Inc.(Cayman)
Major shareholders information
December 31, 2021

Table 9

Name of major shareholders	Shares	
	Number of shares held	Ownership (%)
智誠投資有限公司	3,567,240	9.56%
洪鴻章	2,600,000	6.96%
陳秀娟	2,568,466	6.88%
陳秀秀	2,064,044	5.53%