

Nuvoton Technology Corporation

**Financial Statements for the
Years Ended December 31, 2021 and 2020 and
Independent Auditors' Report**

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Nuvoton Technology Corporation

Opinion

We have audited the accompanying financial statements of Nuvoton Technology Corporation (the Company), which comprise the balance sheets as of December 31, 2021 and 2020, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the “financial statements”).

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the 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. 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 financial statements for the year ended December 31, 2021. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Occurrence of Sales Revenues

Revenue from the sale of goods is recognized when the customer received the goods and bear the risk. There is a significant risk on revenue recognition, and customers' line of credit and delivery of products are highly correlated to recognition of sales revenue. We therefore considered that the occurrence of sales revenue from the ten largest customers with temporary increase in their credit facilities in 2021 as a key audit matter for the year ended December 31, 2021. Refer to Note 4 to the financial statements for the Company's revenue recognition policies.

Our audit procedures in response to the occurrence of sales revenue included understanding the design and the implementation of internal control of sales revenue and selecting samples of revenue items to verify that sales transactions have indeed occurred.

Investments Accounted for Using Equity Method

As mentioned in Note 11 to the financial statements, the balance of investments accounted for using equity method amounted to NT\$9,633,744 thousand, representing 40% of the total assets. The amount is deemed to be significant to the financial statements, if the financial statements of the subsidiaries do not properly present the operating results of the current year or the investment gains and losses are not correctly recognized, deviations will occur in the amount of investments and share of the profit or loss using the equity method, and then have a significant impact to the financial statements. Thus we considered the aforementioned investments as a key audit matter for the year ended December 31, 2021.

Our audit procedures included obtaining audited financial statements of subsidiaries as of and for the year ended December 31, 2021 to verify and recalculate the accuracy of the balance of investments and the share of comprehensive income and loss of subsidiaries and associates accounted for using equity method.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including members of the audit committee) are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 auditing standards generally accepted 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 financial statements.

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

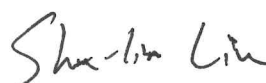
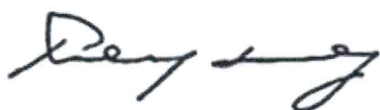
1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting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

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

We also provide those charged with governance with statements 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 financial statements for the year ended December 31, 2021 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Kenny Hong and Shu-Lin Liu.



Deloitte & Touche
Taipei, Taiwan
Republic of China

February 10, 2022

Notice to Readers

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

For the convenience of readers, the independent 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. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

NUVOTON TECHNOLOGY CORPORATION

BALANCE SHEETS

DECEMBER 31, 2021 AND 2020

(In Thousands of New Taiwan Dollars)

ASSETS	2021		2020	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 7,519,937	31	\$ 3,677,602	20
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	1,631	-	13,223	-
Accounts receivable, net (Notes 4 and 8)	1,055,505	4	800,031	4
Accounts receivable from related parties, net (Notes 4, 8 and 29)	152,839	1	106,317	1
Other receivables (Note 29)	85,846	-	547,185	3
Inventories (Notes 4 and 9)	2,616,503	11	1,892,675	10
Other current assets	<u>206,552</u>	<u>1</u>	<u>103,300</u>	<u>1</u>
Total current assets	<u>11,638,813</u>	<u>48</u>	<u>7,140,333</u>	<u>39</u>
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	69,200	-	-	-
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 10)	1,164,773	5	980,973	5
Investments accounted for using equity method (Notes 4 and 11)	9,633,744	40	8,012,519	44
Property, plant and equipment (Notes 4 and 12)	637,113	3	669,361	4
Right-of-use assets (Notes 4 and 13)	233,357	1	293,107	2
Intangible assets (Notes 4 and 14)	645,692	3	561,859	3
Deferred tax assets (Notes 4 and 22)	45,000	-	73,000	-
Refundable deposits (Notes 29 and 30)	<u>112,162</u>	<u>-</u>	<u>641,151</u>	<u>3</u>
Total non-current assets	<u>12,541,041</u>	<u>52</u>	<u>11,231,970</u>	<u>61</u>
TOTAL	<u>\$ 24,179,854</u>	<u>100</u>	<u>\$ 18,372,303</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Financial liabilities at fair value through profit or loss - current (Notes 4 and 7)	\$ -	-	\$ 3,191	-
Accounts payable	1,469,214	6	1,336,225	7
Accounts payable to related parties (Note 29)	126,695	1	39,500	-
Other payables (Notes 17 and 29)	2,432,704	10	1,401,058	8
Current tax liabilities (Notes 4 and 22)	354,332	1	169,350	1
Provisions - current (Note 18)	-	-	316,438	2
Lease liabilities - current (Notes 4 and 13)	53,407	-	56,247	-
Other current liabilities	<u>191,106</u>	<u>1</u>	<u>200,358</u>	<u>1</u>
Total current liabilities	<u>4,627,458</u>	<u>19</u>	<u>3,522,367</u>	<u>19</u>
NON-CURRENT LIABILITIES				
Bonds payable (Note 15)	-	-	1,207,820	7
Long-term borrowings (Note 16)	1,500,000	6	1,500,000	8
Products guarantee based on commitment (Notes 4 and 18)	101,891	1	101,891	1
Lease liabilities - non-current (Notes 4 and 13)	151,966	1	205,902	1
Net defined benefit liabilities - non-current (Notes 4 and 19)	313,018	1	284,985	1
Guarantee deposits (Notes 4, 20 and 29)	1,917,405	8	14,544	-
Other non-current liabilities	<u>13,426</u>	<u>-</u>	<u>13,426</u>	<u>-</u>
Total non-current liabilities	<u>3,997,706</u>	<u>17</u>	<u>3,328,568</u>	<u>18</u>
Total liabilities	<u>8,625,164</u>	<u>36</u>	<u>6,850,935</u>	<u>37</u>
EQUITY				
Share capital (Note 21)	4,172,101	17	3,759,616	20
Certificates of bond-to-stock conversion (Note 21)	25,552	-	124,320	1
Capital surplus (Note 21)	6,871,811	28	5,796,731	32
Retained earnings (Note 21)				
Legal reserve	655,515	3	596,905	3
Unappropriated earnings	3,763,192	15	1,103,083	6
Exchange differences on translation of financial statements of foreign operations (Notes 4 and 21)	(1,044,941)	(4)	(128,352)	(1)
Unrealized gains (losses) on financial assets at fair value through other comprehensive income (Notes 4 and 21)	<u>1,111,460</u>	<u>5</u>	<u>269,065</u>	<u>2</u>
Total equity	<u>15,554,690</u>	<u>64</u>	<u>11,521,368</u>	<u>63</u>
TOTAL	<u>\$ 24,179,854</u>	<u>100</u>	<u>\$ 18,372,303</u>	<u>100</u>

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

NUVOTON TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4 and 29)	\$ 14,601,031	100	\$ 11,433,163	100
OPERATING COST (Notes 9 and 29)	<u>7,792,791</u>	<u>54</u>	<u>6,967,572</u>	<u>61</u>
GROSS PROFIT	<u>6,808,240</u>	<u>46</u>	<u>4,465,591</u>	<u>39</u>
OPERATING EXPENSES (Notes 23 and 29)				
Selling expenses	201,433	1	153,732	1
General and administrative expenses	663,902	5	792,476	7
Research and development expenses	3,346,321	23	2,870,345	25
Expected credit loss	<u>6,147</u>	<u>-</u>	<u>1,464</u>	<u>-</u>
Total operating expenses	<u>4,217,803</u>	<u>29</u>	<u>3,818,017</u>	<u>33</u>
PROFIT FROM OPERATIONS	<u>2,590,437</u>	<u>17</u>	<u>647,574</u>	<u>6</u>
NON-OPERATING INCOME AND EXPENSES (Note 29)				
Finance costs	(24,870)	-	(35,205)	-
Share of (loss) profit of subsidiaries and associates accounted for using equity method	691,264	5	(290,819)	(3)
Interest income	10,748	-	15,248	-
Dividend income	62,070	-	64,446	1
Gain on the bargain purchase (Note 27)	-	-	218,968	2
Other gains and losses	(47,456)	-	5,753	-
Gains (losses) on disposal of property, plant and equipment	95	-	178	-
Foreign exchange gains (losses)	(8,646)	-	(2,569)	-
Gains (losses) on financial assets at fair value through profit or loss	<u>16,110</u>	<u>-</u>	<u>33,966</u>	<u>-</u>
Total non-operating income and expenses	<u>699,315</u>	<u>5</u>	<u>9,966</u>	<u>-</u>
PROFIT BEFORE INCOME TAX	3,289,752	22	657,540	6
INCOME TAX EXPENSE (Notes 4 and 22)	<u>(349,000)</u>	<u>(2)</u>	<u>(124,755)</u>	<u>(1)</u>
NET PROFIT FOR THE YEAR	<u>2,940,752</u>	<u>20</u>	<u>532,785</u>	<u>5</u>

(Continued)

NUVOTON TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2021		2020	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 19)	\$ (30,313)	-	\$ (19,446)	-
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income	188,301	1	(73,467)	(1)
Share of other comprehensive income (loss) of subsidiaries and associates accounted for using equity method	774,107	5	245,751	2
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	<u>(916,589)</u>	<u>(6)</u>	<u>(109,368)</u>	<u>(1)</u>
Other comprehensive income (loss) for the year, net of income tax	<u>15,506</u>	<u>-</u>	<u>43,470</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 2,956,258</u>	<u>20</u>	<u>\$ 576,255</u>	<u>5</u>
EARNINGS PER SHARE (Notes 4 and 25)				
From continuing operations				
Basic	<u>\$ 7.27</u>		<u>\$ 1.81</u>	
Diluted	<u>\$ 6.99</u>		<u>\$ 1.72</u>	

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

(Concluded)

NUVOTON TECHNOLOGY CORPORATION

STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	Ordinary Share	Certificates of Bond-to-Stock Conversion	Capital Surplus	Retained Earnings		Other Equity		Total Equity
				Legal Reserve	Unappropriated Earnings	Exchange Differences on Translation of Financial Statements of Foreign Operations	Unrealized Gains (Losses) on Financial Assets at Fair Value Through Other Comprehensive Income	
BALANCE AT JANUARY 1, 2020	\$ 2,875,544	\$ -	\$ 2,906,976	\$ 541,722	\$ 917,229	\$ (18,984)	\$ 169,544	\$ 7,392,031
Appropriation of 2019 earnings (Note 21)								
Legal reserve	-	-	-	55,183	(55,183)	-	-	-
Cash dividends	-	-	-	-	(345,065)	-	-	(345,065)
Net profit for the year ended December 31, 2020	-	-	-	-	532,785	-	-	532,785
Other comprehensive income (loss) for the year ended December 31, 2020, net of income tax	-	-	-	-	(29,082)	(109,368)	181,920	43,470
Total comprehensive income (loss) for the year ended December 31, 2020	-	-	-	-	503,703	(109,368)	181,920	576,255
Compensation cost of employee share options (Notes 21 and 24)	-	-	62,240	-	-	-	-	62,240
Disposal of investments in equity instruments designated as at fair value through other comprehensive income (Notes 10 and 21)	-	-	-	-	82,399	-	(82,399)	-
Convertible bonds converted to ordinary shares (Note 15)	84,072	124,320	596,347	-	-	-	-	804,739
Issuance of ordinary shares for cash (Note 21)	800,000	-	2,231,168	-	-	-	-	3,031,168
BALANCE AT DECEMBER 31, 2020	<u>3,759,616</u>	<u>124,320</u>	<u>5,796,731</u>	<u>596,905</u>	<u>1,103,083</u>	<u>(128,352)</u>	<u>269,065</u>	<u>11,521,368</u>
Appropriation of 2020 earnings (Note 21)								
Legal reserve	-	-	-	58,610	(58,610)	-	-	-
Cash dividends	-	-	-	-	(311,733)	-	-	(311,733)
Net profit for the year ended December 31, 2021	-	-	-	-	2,940,752	-	-	2,940,752
Other comprehensive income (loss) for the year ended December 31, 2021, net of income tax	-	-	-	-	(48,395)	(916,589)	980,490	15,506
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	2,892,357	(916,589)	980,490	2,956,258
Dividends from claims extinguished by prescriptions	-	-	10	-	-	-	-	10
Disposal of investments in equity instruments designated as at fair value through other comprehensive income (Notes 10 and 21)	-	-	-	-	138,095	-	(138,095)	-
Adjustments to share of changes in equities of associates	-	-	190,237	-	-	-	-	190,237
Convertible bonds converted to ordinary shares (Note 15)	412,485	(98,768)	884,833	-	-	-	-	1,198,550
BALANCE AT DECEMBER 31, 2021	<u>\$ 4,172,101</u>	<u>\$ 25,552</u>	<u>\$ 6,871,811</u>	<u>\$ 655,515</u>	<u>\$ 3,763,192</u>	<u>\$ (1,044,941)</u>	<u>\$ 1,111,460</u>	<u>\$ 15,554,690</u>

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

NUVOTON TECHNOLOGY CORPORATION

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 3,289,752	\$ 657,540
Adjustments for:		
Depreciation expense	236,575	228,131
Amortization expense	192,134	153,528
Finance costs	24,870	35,205
Expected credit loss (gain) recognized on accounts receivable	6,147	1,464
Interest income	(10,748)	(15,248)
Dividend income	(62,070)	(64,446)
Compensation cost of employee share options	-	62,240
Share of loss (profit) of subsidiaries and associates accounted for using equity method	(691,264)	290,819
Unrealized gain (loss)	9,133	(132)
Gain on the bargain purchase	-	(218,968)
(Gains) losses on disposal of property, plant and equipment	(95)	(178)
Other income	-	(5)
Changes in operating assets and liabilities		
(Increase) decrease in financial assets at fair value through profit or loss	(7,627)	(3,570)
(Increase) decrease in accounts receivable	(261,621)	(84,139)
(Increase) decrease in accounts receivable from related parties	(46,522)	38,369
(Increase) decrease in other receivables	(45,945)	(148)
(Increase) decrease in inventories	(723,828)	(292,242)
(Increase) decrease in other current assets	(112,948)	30,120
Increase (decrease) in accounts payable	132,989	232,362
Increase (decrease) in accounts payable to related parties	87,195	14,965
Increase (decrease) in other payables	676,823	129,401
Increase (decrease) in provisions	(316,438)	-
Increase (decrease) in other current liabilities	(9,252)	145,109
Increase (decrease) in net defined benefit liabilities	(2,280)	(1,256)
Cash flows from (used in) operations	<u>2,364,980</u>	<u>1,338,921</u>
Income tax paid	(136,018)	(23,961)
Interest paid	(17,666)	(21,343)
Interest received	7,999	18,611
Dividend received	<u>62,070</u>	<u>64,446</u>
Net cash flows generated from (used in) operating activities	<u>2,281,365</u>	<u>1,376,674</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through profit or loss	(69,763)	-
Acquisition of intangible assets	(155,147)	(317,727)
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	4,500	2,250
Acquisition of investments accounted for using equity method	(144,389)	(6,968,331)

(Continued)

NUVOTON TECHNOLOGY CORPORATION

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	2021	2020
Dividends received from investments accounted for using equity method	\$ 2,918	\$ 2,695
Acquisition of property, plant and equipment	(141,298)	(202,301)
Proceeds from disposal of property, plant and equipment	95	184
(Increase) decrease in refundable deposits paid	528,989	(559,862)
(Increase) decrease in other receivables - time deposits	<u>-</u>	<u>249,900</u>
Net cash flows generated from (used in) investing activities	<u>25,905</u>	<u>(7,793,192)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings	-	1,000,000
Proceeds from issuance of bonds	-	1,998,428
Repayments of the principal portion of lease liabilities	(56,063)	(54,570)
Proceeds from guarantee deposits received	1,902,861	12,958
Dividends paid to owners of the Company	(311,733)	(345,065)
Proceeds from issuance of ordinary shares	<u>-</u>	<u>3,031,168</u>
Net cash flows generated from (used in) financing activities	<u>1,535,065</u>	<u>5,642,919</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	3,842,335	(773,599)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>3,677,602</u>	<u>4,451,201</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 7,519,937</u>	<u>\$ 3,677,602</u>

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

(Concluded)

NUVOTON TECHNOLOGY CORPORATION

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020

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

1. GENERAL INFORMATION

Nuvoton Technology Corporation (the “Company”) was incorporated in the Republic of China (“ROC”) in April 2008 and commenced business in July 2008. The Company is engaged mainly in the research, design, development, manufacture, and sale of logic integrated circuits (“ICs”) and the manufacturing, testing and OEM of 6-inch wafers.

For the specialization and division of labor and the reinforcement of core competitive ability, the Company’s parent company, Winbond Electronics Corporation (“WEC”), spun off its Logic IC business into the Company on July 1, 2008 in accordance with the Business Mergers and Acquisitions Act and the Company commenced business in July 2008. WEC held approximately 51% and 55% of the ownership interest in the Company as of December 31, 2021 and 2020, respectively.

The Company’s shares have been listed on the Taiwan Stock Exchange since September 27, 2010.

2. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors and authorized for issue on February 10, 2022.

3. APPLICATION OF NEW, AMENDED AND REVISED STANDARDS AND INTERPRETATIONS

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

The initial application of the IFRSs endorsed and issued into effect by the FSC did not have material impact on the Company’s accounting policies.

- b. The IFRSs endorsed by the FSC for application starting from 2022

New IFRSs	Effective Date Announced by IASB
“Annual Improvements to IFRS Standards 2018-2020”	January 1, 2022 (Note 1)
Amendments to IFRS 3 “Reference to the Conceptual Framework”	January 1, 2022 (Note 2)
Amendments to IAS 16 “Property, Plant and Equipment - Proceeds before Intended Use”	January 1, 2022 (Note 3)
Amendments to IAS 37 “Onerous Contracts - Cost of Fulfilling a Contract”	January 1, 2022 (Note 4)

Note 1: The amendments to IFRS 9 will be applied prospectively to modifications and exchanges of financial liabilities that occur on or after the annual reporting periods beginning on or after January 1, 2022. The amendments to IAS 41 “Agriculture” will be applied prospectively to the fair value measurements on or after the annual reporting periods beginning on or after January 1, 2022. The amendments to IFRS 1 “First-time Adoptions of IFRSs” will be applied retrospectively for annual reporting periods beginning on or after January 1, 2022.

Note 2: The amendments are applicable to business combinations for which the acquisition date is on or after the beginning of the annual reporting period beginning on or after January 1, 2022.

Note 3: The amendments are applicable to property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after January 1, 2021.

Note 4: The amendments are applicable to contracts for which the entity has not yet fulfilled all its obligations on January 1, 2022.

As of the date the financial statements were authorized for issue, the Company has assessed that the application of other standards and interpretations will not have a material impact on the company’s financial position and financial performance.

c. New IFRSs in issue but not yet endorsed and issued into effect by the FSC

New IFRSs	Effective Date Announced by IASB (Note 1)
Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets between An Investor and Its Associate or Joint Venture”	To be determined by IASB
IFRS 17 “Insurance Contracts”	January 1, 2023
Amendments to IFRS 17 “Insurance Contracts”	January 1, 2023
Amendments to IFRS 17 “Initial Application of IFRS 9 and IFRS 17 - Comparative Information”	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 (Note 2)
Amendments to IAS 8 “Definition of Accounting Estimates”	January 1, 2023 (Note 3)
Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”	January 1, 2023 (Note 4)

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

Note 2: The amendments will be applied prospectively for annual reporting periods beginning on or after January 1, 2023.

Note 3: The amendments are applicable to changes in accounting estimates and changes in accounting policies that occur on or after the beginning of the annual reporting period beginning on or after January 1, 2023.

Note 4: Except for deferred taxes that will be recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments will be applied prospectively to transactions that occur on or after January 1, 2022.

As of the date the financial statements were authorized for issue, the Company is continuously assessing the possible impact that the application of other standards and interpretations will have on the Company's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

The financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis of Preparation

The financial statements have been prepared on the historical cost basis except for financial instruments and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets that are measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

The Company uses equity method to account for its investment in subsidiaries for the stand-alone financial statements. The amounts of the net profit, other comprehensive income and total equity in stand-alone financial statements are same with the amounts attributable to the owner of the Company in its consolidated financial statements since there is no difference in accounting treatment between stand-alone basis and consolidated basis.

Classification of Current and Non-current Assets and Liabilities

Current assets include:

- a. Assets held primarily for the purpose of trading;
- b. Assets expected to be realized within 12 months after the reporting period; and
- c. Cash and cash equivalents unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Current liabilities include:

- a. Liabilities held primarily for the purpose of trading;
- b. Liabilities due to be settled within 12 months after the reporting period, even if an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the consolidated financial statements are authorized for issue; and
- c. Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

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

Foreign Currencies

The financial statements are presented in the Company's functional currency, New Taiwan dollars.

In preparing the financial statements, transactions in currencies other than the entity's functional currency are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement are recognized in profit or loss in the period they arise.

Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when fair value was determined. Exchange differences arising from the retranslation of non-monetary items measured at fair value are included in profit or loss for the period at the rates prevailing at the end of reporting period except for exchange differences arising from the retranslation of non-monetary items in respect of which gains and losses are recognized directly in other comprehensive income, in which case, the exchange differences are also recognized directly in other comprehensive income.

Non-monetary item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

For the purposes of presenting financial statements, the assets and liabilities of the Company's foreign operations are translated into New Taiwan dollars using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, and exchange differences arising are recognized in other comprehensive income (attributed to the owners of the Company and non-controlling interests as appropriate).

Cash Equivalents

Cash equivalents include time deposits and investments, highly liquid, readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. These cash equivalents are held for the purpose of meeting short-term cash commitments.

Financial Instruments

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

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issuance of financial assets and financial liabilities other than financial assets and financial liabilities at FVTPL are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

a. Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis, except derivative financial assets which are recognized and derecognized on settlement date basis.

Measurement categories

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

1) Financial asset at FVTPL

Financial assets are classified as at FVTPL when such financial assets are mandatorily classified or designated as at FVTPL. Financial assets mandatorily classified as at FVTPL include investments in equity instruments which are not designated as at FVTOCI and debt instruments that do not meet the amortized cost criteria or the FVTOCI criteria.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss does not incorporate any dividend or interest earned on the financial asset. Fair value is determined in the manner described in Note 28 to the financial statements.

2) Financial assets at amortized cost

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

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

Subsequent to initial recognition, financial assets at amortized cost are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for:

- a) Purchased or originated credit-impaired financial assets, for which interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost of the financial asset; and
- b) Financial assets that are not credit-impaired on purchase or origination but have subsequently become credit-impaired, for which interest income is calculated by applying the effective interest rate to the amortized cost of such financial assets in subsequent reporting periods.

3) Investments in equity instruments at FVTOCI

On initial recognition, the Company may make an irrevocable election to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognized by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are subsequently at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in other equity. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments; instead, it will be transferred to retained earnings.

Dividends on these investments in equity instruments are recognized in profit or loss when the Company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment.

Impairment of financial assets

The Company recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including trade receivable).

The Company always recognizes lifetime Expected Credit Loss (ECL) on accounts receivable. On all other financial instruments, the Company recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Expected credit losses reflect the weighted average of credit losses with the respective risks of a default occurring as the weights. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognized in other comprehensive income and the carrying amounts of such financial assets are not reduced.

Derecognition of financial assets

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the financial asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the financial asset to another entity. On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss. However, on derecognition of an investment in an equity instrument at FVTOCI, the cumulative gain or loss which had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

b. Financial liabilities

1) Subsequent measurement

Financial liabilities are classified as at FVTPL when such financial liabilities are either held for trading or are designated as at FVTPL. Financial liabilities at fair value through profit or loss are stated at fair value, with any interest paid on such financial liabilities is recognized in finance costs, and any gains or losses arising on remeasurement recognized in profit or loss.

Other financial liabilities are measured at amortized cost using the effective interest method.

2) Derecognition of financial liabilities

The difference between the carrying amount of a financial liability derecognized and the consideration paid is recognized in profit or loss.

c. Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts and cross-currency swaps.

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

d. Convertible bonds

The component parts of compound instruments (i.e., convertible bonds) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

On initial recognition, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortized cost basis using the effective interest method until extinguished upon conversion or upon the instrument's maturity date. Any embedded derivative liability is measured at fair value.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognized and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised; in which case, the balance recognized in equity will be transferred to capital surplus - share premiums. When the conversion option remains unexercised at maturity, the balance recognized in equity will be transferred to capital surplus - share premiums.

Transaction costs that relate to the issuance of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognized directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component.

Inventories

Inventories consist of raw materials, supplies, finished goods and work-in-process. The cost of raw materials and supplies are recognized using moving-average method and finished goods and work-in-process are recorded at standard cost and adjusted to approximate weighted-average cost at the end of the reporting period. Inventories are stated at the lower of cost or net realizable value; evaluation and recognition of appropriate allowance for value decline are based on the amount of inventories and sales situation. Inventory write-downs are made by item, except where it may be appropriate to Company similar or related items. Net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

Investments Accounted for Using Equity Method

Investment in subsidiaries

Subsidiaries are the entities controlled by the Company.

Under the equity method, an investment in a subsidiary is initially recognized at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the subsidiary. The Company also recognizes the changes in the Company's share of equity of subsidiaries attributable to the Company.

When the Company's share of loss of a subsidiary exceeds its interest in that subsidiary (which includes any carrying amount of the investment accounted for using the equity method and long-term interests that, in substance, form part of the Company's net investment in the subsidiary), the Company continues recognizing its share of further loss.

Any excess of the cost of acquisition over the Company's share of the net fair value of the identifiable assets and liabilities of a subsidiary at the date of acquisition is recognized as goodwill, which is included within the carrying amount of the investment and is not amortized. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities of a subsidiary over the cost of acquisition is recognized immediately in profit or loss.

The Company assesses its investment for any impairment by comparing the carrying amount with the estimated recoverable amount as assessed based on the investee's financial statements as a whole. Impairment loss is recognized when the carrying amount exceeds the recoverable amount. If the recoverable amount of the investment subsequently increases, the Company recognizes a reversal of the impairment loss; the adjusted post-reversal carrying amount should not exceed the carrying amount that would have been recognized (net of amortization or depreciation) had no impairment loss been recognized in prior years. An impairment loss recognized on goodwill cannot be reversed in a subsequent period.

When the Company loses control of a subsidiary, it recognizes the investment retained in the former subsidiary at its fair value at the date when control is lost. The difference between the fair value of the retained investment plus any consideration received and the carrying amount of the previous investment at the date when control is lost is recognized as a gain or loss in profit or loss. Besides this, the Company accounts for all amounts previously recognized in other comprehensive income in relation to that subsidiary on the same basis as would be required had the Company directly disposed of the related assets or liabilities.

Profit or loss resulting from downstream transactions is eliminated in full only in the parent company only financial statements. Profit and loss resulting from upstream transactions and transactions between subsidiaries is recognized only in the parent company only financial statements and only to the extent of interests in the subsidiaries that are not related to the Company.

Property, Plant and Equipment

Property, plant and equipment are initially measured at cost and subsequently measured at cost less accumulated depreciation and accumulated impairment loss.

Property, plant and equipment in the course of construction are measured at cost less any recognized impairment loss. Cost includes professional fees and borrowing costs eligible for capitalization. Such assets are depreciated and classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

Depreciation is recognized using the straight-line method over the following estimated useful life after considering residual values: Buildings 8-20 years, machinery and equipment 3-5 years and other equipment 5 years. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

On derecognition of an item of property, plant and equipment, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

Intangible Assets

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line method over the following estimated useful life of the assets: Deferred technical assets - economic life or contract period and other intangible assets 3-5 years. The estimated useful life, residual value, and amortization method are reviewed at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

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

Impairment of Tangible and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. The recoverable amount is the higher of fair value less costs to sell and value in use.

If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the reversed carrying amount should not exceed the carrying amount (after amortization or depreciation) that would have been determined had no impairment loss been recognized on the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognized in profit or loss.

Products Guarantee Based on Commitment

The Company will estimate guarantee provision by using appropriate ratio at the time the related product is sold.

Guarantee Deposit

The Company guarantee deposit mainly consists of cash received under deposit agreements with customers to ensure they have access to the Company specified capacity. When the contract expires, the guarantee deposits will be refunded to customers by offsetting related accounts receivable or returned.

Revenue Recognition

The Company identifies contracts with customers, allocates the transaction price to the performance obligations and recognizes revenue when performance obligations are satisfied.

Revenue from the sale of goods is mainly recognized when a customer obtains control of promised goods, at which time the goods are delivered to the customer's specific location and performance obligation is satisfied.

Revenue from sale of goods is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances. Provision for estimated sales returns and other allowances is generally made and adjusted based on historical experience and on the consideration of varying contractual terms affecting the recognition of a provision, which is classified under other non-current liabilities.

Leases

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease.

a. The Company as lessor

Leases are classified as finance leases whenever the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

When the Company subleases a right-of-use asset, the sublease is classified by reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. However, if the head lease is a short-term lease that the Company, as a lessee, has accounted for applying recognition exemption, the sublease is classified as an operating lease.

Under finance leases, the lease payments comprise fixed payments, in-substance fixed payments, variable lease payments which depend on an index or a rate, residual value guarantees, the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and payments of penalties for terminating a lease if the lease term reflects such termination, less any lease incentives payable. The net investment in a lease is measured at (a) the present value of the sum of the lease payments receivable by a lessor and any unguaranteed residual value accrued to the lessor plus (b) initial direct costs, and is presented as a finance lease receivable. Finance lease income is allocated to the relevant accounting periods so as to reflect a constant, periodic rate of return on the Company's net investment outstanding in respect of leases.

Under operating lease, lease payments (less any lease incentives payable) are recognized as income on a straight-line basis over the terms of the relevant lease. Initial direct costs incurred in obtaining operating lease are added to the carrying amount of the underlying assets and recognized as expenses on a straight-line basis over the lease terms.

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

b. The Company as lessee

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

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs needed to restore the underlying assets, and less any lease incentives received. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities.

Right-of-use assets are depreciated using the straight-line method from the commencement dates to the earlier of the end of the useful lives of the right-of-use assets or the end of the lease terms.

Lease liabilities are initially measured at the present value of the lease payments, which comprise fixed payments, in-substance fixed payments, variable lease payments which depend on an index or a rate, residual value guarantees, the exercise price of a purchase option if the Company is reasonably certain to exercise that option, and payments of penalties for terminating a lease if the lease term reflects such termination, less any lease incentives receivable. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee's incremental borrowing rate will be used.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with recognized over the lease terms. When there is a change in a lease term, a change in the amounts expected to be payable under a residual value guarantee, a change in the assessment of an option to purchase an underlying asset, or a change in future lease payments resulting from a change in an index or a rate used to determine those payments, the Company remeasures the lease liabilities with a corresponding adjustment to the right-of-use-assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. Lease liabilities are presented on a separate line in the balance sheets.

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

Employee Benefits

a. Short-term employee benefits

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

b. Retirement benefits

Payments to defined contribution retirement benefit plans are recognized as expense when employees have rendered service entitling them to the contributions.

Defined benefit costs (including service cost, net interest and remeasurement) under defined benefit retirement benefit plans are determined using the projected unit credit method. Service cost and net interest on the net defined benefit liabilities are recognized as employee benefits expense in the period in which they occur. Remeasurement, comprising actuarial gains and losses and the return on plan assets excluding interest, is recognized in other comprehensive income in the period in which it occurs. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

Net defined benefit liabilities represent the actual deficit in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any refunds from the plans or reductions in future contributions to the plans.

Share-based Payment Arrangements

Cash-settled share-based payment is a liability in which the entity receives goods or services and the fair value of the amount payable is initially measured at cost. The amount is remeasured at each reporting date and at settlement based on the fair value. Any changes in the liabilities are recognized in profit or loss, with a corresponding adjustment to capital surplus - employee share options.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

a. Current tax

According to the Income Tax Law, an additional tax on unappropriated earnings is provided for as income tax in the year the shareholders approve to retain earnings. Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision.

b. Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and it is remeasured at the end of each reporting period and recognized to the extent that it has become probable that there will be future taxable profit.

Deferred tax assets arising from deductible temporary differences associated with investments in subsidiaries are recognized only to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liabilities are settled or the assets are realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, management is required to make judgments, estimations and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered relevant. Actual results may differ from these estimates.

The Company considers the recent development of the COVID-19 in Taiwan and its economic environment implications when making its critical accounting estimates in cash flow projections, growth rate, discount rate, profitability, etc. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

6. CASH AND CASH EQUIVALENTS

	December 31	
	2021	2020
Cash and cash in bank	\$ 7,044,937	\$ 2,694,602
Repurchase agreements collateralized by bonds	<u>475,000</u>	<u>983,000</u>
	<u>\$ 7,519,937</u>	<u>\$ 3,677,602</u>

Please refer to Note 30 to the financial statements for the amount of refundable deposits pledged to secure land leases, customs tariff obligations and borrowings.

7. FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
<u>Financial assets - current</u>		
Held for trading		
Foreign exchange forward contracts and Cross-currency swap contracts	\$ 1,631	\$ 4,128
Right of redemption of convertible bonds (Notes 15)	<u>-</u>	<u>9,095</u>
	<u>\$ 1,631</u>	<u>\$ 13,223</u>
<u>Financial assets - non-current</u>		
Mandatorily measures at FVTPL		
Foreign warrants	<u>\$ 69,200</u>	<u>\$ -</u>
<u>Financial liabilities - current</u>		
Held for trading		
Foreign exchange forward contracts	<u>\$ -</u>	<u>\$ 3,191</u>

As at the end of the year, the outstanding foreign exchange forward contracts not treated under hedge accounting were as follows:

	<u>Currencies</u>	<u>Maturity Date</u>	<u>Contract Amount (In Thousands)</u>
<u>December 31, 2021</u>			
Sell forward exchange contracts	USD/NTD	2022.01.06-2022.01.27	USD18,000/NTD499,871
<u>December 31, 2020</u>			
Sell forward exchange contracts	USD/NTD	2021.01.21-2021.02.25	USD21,000/NTD594,889
Cross-currency swap contracts	USD/NTD	2021.01.22	USD16,000/NTD459,808

The Company entered into exchange forward and cross-currency swap contracts to manage exposures to exchange rate fluctuations of foreign currency denominated assets and liabilities. These foreign exchange forward and cross-currency swap contracts did not meet the criteria for hedge accounting, therefore, the Company did not apply hedge accounting treatment.

8. ACCOUNTS RECEIVABLE, NET

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
<u>Accounts receivable (including related parties)</u>		
At amortized cost		
Gross carrying amount	\$ 1,232,519	\$ 924,376
Less: Allowance for impairment loss	<u>(24,175)</u>	<u>(18,028)</u>
	<u>\$ 1,208,344</u>	<u>\$ 906,348</u>

The average credit period of sales of goods was 30-60 days. No interest was charged on trade receivables. The Company adopted a policy of only dealing with entities that are rated the equivalent of investment grade or higher and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are continuously monitored. Credit exposure is controlled by counterparty limits that are reviewed and approved by the Company annually.

In order to minimize credit risk, the management of the Company has delegated a team responsible for determining credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In addition, the Company reviews the recoverable amount of each individual trade debt at the end of the reporting period to ensure that adequate allowance is made for possible irrecoverable amounts. In this regard, the management believes the Company's credit risk was significantly reduced.

The Company applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of lifetime expected loss provision for all accounts receivable. The expected credit losses on accounts receivable are estimated using a provision matrix by reference to past default experience of the customer and the customer's current financial position, adjusted for economic conditions of the industry in which the customer operates, as well as the GDP forecast and industry outlooks. As the Company's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished between the Company's different customer base.

The Company writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. For trade receivables that have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The following table details the loss allowance of trade receivables (including related parties) based on the Company's provision matrix.

December 31, 2021

	Not Overdue	Overdue under 30 Days	Overdue 31-90 Days	Overdue 91-180 Days	Over 180 Days	Total
Expected credit loss rate	2%	2%	10%	20%	50%	
Gross carrying amount	\$ 1,210,149	\$ 22,370	\$ -	\$ -	\$ -	\$ 1,232,519
Loss allowance (lifetime ECL)	<u>(23,728)</u>	<u>(447)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(24,175)</u>
Amortized cost	<u>\$ 1,186,421</u>	<u>\$ 21,923</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,208,344</u>

December 31, 2020

	Not Overdue	Overdue under 30 Days	Overdue 31-90 Days	Overdue 91-180 Days	Over 180 Days	Total
Expected credit loss rate	2%	2%	10%	20%	50%	
Gross carrying amount	\$ 921,399	\$ 2,977	\$ -	\$ -	\$ -	\$ 924,376
Loss allowance (lifetime ECL)	<u>(17,968)</u>	<u>(60)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(18,028)</u>
Amortized cost	<u>\$ 903,431</u>	<u>\$ 2,917</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 906,348</u>

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

	For the Year Ended December 31	
	2021	2020
Balance at January 1	\$ 18,028	\$ 16,564
Add: Net remeasurement of loss allowance	<u>6,147</u>	<u>1,464</u>
Balance at December 31	<u>\$ 24,175</u>	<u>\$ 18,028</u>

The Company's provision for losses on accounts receivable was recognized on a collective basis.

9. INVENTORIES

	December 31	
	2021	2020
Raw materials and supplies	\$ 169,848	\$ 128,893
Work-in-process	1,529,944	1,368,594
Finished goods	903,303	390,062
Inventories in transit	<u>13,408</u>	<u>5,126</u>
	<u>\$ 2,616,503</u>	<u>\$ 1,892,675</u>

The operating cost for the years ended December 31, 2021 and 2020 was NT\$7,792,791 thousand and NT\$6,967,572 thousand, respectively. The inventory write-downs, obsolescence and disposal of inventories for the years ended December 31, 2021 and 2020 were NT\$(5,656) thousand and NT\$(72,715) thousand, respectively.

10. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Investments in equity instruments at FVTOCI:

	December 31	
	2021	2020
Listed shares and emerging market shares		
Brightek Optoelectronic Co., Ltd.	\$ 1,933	\$ 894
Unlisted shares		
United Industrial Gases Co., Ltd.	598,400	396,000
Yu-Ji Venture Capital Co., Ltd.	10,840	14,479
Autotalks Ltd. - Preferred E. Share	<u>553,600</u>	<u>569,600</u>
	<u>\$ 1,164,773</u>	<u>\$ 980,973</u>

These investments in equity instruments are not held for trading. Instead, they are held for medium to long-term strategic purposes. Accordingly, the management decided to designate these investments in equity instruments as at FVTOCI as they believe that recognizing short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Company's strategy of holding these investments for long-term purposes.

Dividends of NT\$62,070 thousand and NT\$64,446 thousand were recognized during 2021 and 2020, respectively.

11. INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD

	<u>December 31</u>	
	2021	2020
Investments in subsidiaries	<u>\$ 9,633,744</u>	<u>\$ 8,012,519</u>

	<u>December 31</u>			
	<u>2021</u>		<u>2020</u>	
	Carrying Value	Ownership Percentage	Carrying Value	Percentage of Ownership (%)
<u>Non-listed companies</u>				
Marketplace Management Ltd. (“MML”)	\$ 298,146	100	\$ 120,740	100
Nuvoton Technology Corporation America (“NTCA”)	180,225	100	181,972	100
Nuvoton Investment Holding Ltd. (“NIH”)	360,342	100	319,938	100
Nuvoton Electronics Technology (H.K.) Limited (“NTHK”)	508,077	100	481,285	100
Song Yong Investment Corporation (“SYI”)	277,340	100	99,346	100
Nuvoton Technology India Private Ltd. (“NTIPL”)	20,532	100	21,389	100
Nuvoton Technology Holdings Japan (“NTHJ”)	6,370,802	100	5,675,964	100
Nuvoton Technology Singapore Pte. Ltd. (“NTSG”)	1,607,079	100	1,083,105	100
Nuvoton Technology Korea Limited (“NTKL”)	<u>11,201</u>	100	<u>28,780</u>	100
	<u>\$ 9,633,744</u>		<u>\$ 8,012,519</u>	

In March and June 2020, the Company established NTSG and NTKL. As of December 31, 2021, the original investment amount were \$1,319,054 thousand and \$30,828 thousand, respectively, and were all held by the Company with 100% ownership.

The Company acquired the semiconductor business of Panasonic Corporation on September 1, 2020 and held NTHJ with 100% ownership, please refer to the 2021 consolidated financial statements note 28.

12. PROPERTY, PLANT AND EQUIPMENT

	<u>December 31</u>	
	2021	2020
Buildings	\$ 194,776	\$ 203,545
Machinery and equipment	408,606	432,696
Other equipment	28,601	32,593
Construction in progress and prepayments for purchase of equipment	<u>5,130</u>	<u>527</u>
	<u>\$ 637,113</u>	<u>\$ 669,361</u>

	Buildings	Machinery and Equipment	Other Equipment	Construction in Progress and Prepayments for Purchase of Equipment	Total
<u>Cost</u>					
Balance at January 1, 2021	\$ 3,698,880	\$ 11,444,709	\$ 202,659	\$ 527	\$ 15,346,775
Additions	15,439	114,987	8,690	6,058	145,174
Disposals	(1,160)	(36,960)	-	-	(38,120)
Reclassified	3,095	(1,640)	-	(1,455)	-
Balance at December 31, 2021	<u>3,716,254</u>	<u>11,521,096</u>	<u>211,349</u>	<u>5,130</u>	<u>15,453,829</u>
<u>Accumulated depreciation and impairment</u>					
Balance at January 1, 2021	3,495,335	11,012,013	170,066	-	14,677,414
Disposals	(1,160)	(36,960)	-	-	(38,120)
Depreciation expense	27,224	137,516	12,682	-	177,422
Reclassified	79	(79)	-	-	-
Balance at December 31, 2021	<u>3,521,478</u>	<u>11,112,490</u>	<u>182,748</u>	<u>-</u>	<u>14,816,716</u>
Carrying amount at December 31, 2021	<u>\$ 194,776</u>	<u>\$ 408,606</u>	<u>\$ 28,601</u>	<u>\$ 5,130</u>	<u>\$ 637,113</u>
<u>Cost</u>					
Balance at January 1, 2020	\$ 3,662,144	\$ 11,461,357	\$ 197,817	\$ 1,416	\$ 15,322,734
Additions	39,826	119,856	5,182	527	165,391
Disposals	(3,639)	(137,371)	(340)	-	(141,350)
Reclassified	549	867	-	(1,416)	-
Balance at December 31, 2020	<u>3,698,880</u>	<u>11,444,709</u>	<u>202,659</u>	<u>527</u>	<u>15,346,775</u>
<u>Accumulated depreciation and impairment</u>					
Balance at January 1, 2020	3,472,389	11,020,943	156,373	-	14,649,705
Disposals	(3,639)	(137,367)	(338)	-	(141,344)
Depreciation expense	26,585	128,437	14,031	-	169,053
Reclassified	-	-	-	-	-
Balance at December 31, 2020	<u>3,495,335</u>	<u>11,012,013</u>	<u>170,066</u>	<u>-</u>	<u>14,677,414</u>
Carrying amount at December 31, 2020	<u>\$ 203,545</u>	<u>\$ 432,696</u>	<u>\$ 32,593</u>	<u>\$ 527</u>	<u>\$ 669,361</u>

13. LEASE ARRANGEMENTS

a. Right-of-use assets

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
<u>Carrying amounts</u>		
Land	\$ 173,211	\$ 198,547
Buildings	51,862	80,789
Other equipment	<u>8,284</u>	<u>13,771</u>
	<u>\$ 233,357</u>	<u>\$ 293,107</u>

	For the Year Ended December 31	
	2021	2020
Additions to right-of-use assets	\$ <u> -</u>	\$ <u> 6,402</u>
Depreciation for right-of-use assets		
Land	\$ 25,055	\$ 25,211
Buildings	28,612	28,254
Other equipment	<u> 5,486</u>	<u> 5,613</u>
	<u>\$ 59,153</u>	<u>\$ 59,078</u>
Income from the subleasing of right-of-use assets (presented in other income)	<u>\$ (10,834)</u>	<u>\$ (5,660)</u>

b. Lease liabilities

	December 31	
	2021	2020
<u>Carrying amounts</u>		
Current	\$ <u> 53,407</u>	\$ <u> 56,247</u>
Non-current	\$ <u>151,966</u>	\$ <u>205,902</u>

Range of discount rate for lease liabilities was as follows:

	December 31	
	2021	2020
Land	1.76%-2.06%	1.76%-2.06%
Buildings	0.79%-1.61%	0.79%-1.61%
Other equipment	1.07%-1.09%	1.07%-1.44%

For the years ended December 31, 2021 and 2020, the interest expense under lease liabilities amounted to NT\$3,751 thousand and NT\$4,605 thousand, respectively.

c. Material lease-in activities and terms

The Company leased parcels of land from Science Park Administration, and the lease term will expire in December 2027, which can be extended after the expiration of the lease periods.

The Company leased parcel of land from Taiwan Sugar Corporation under a twenty-year term from October 2014 to September 2034, which is allowed to extend after the expiration of the lease. The chairman of the Company, is a joint guarantor of such lease (refer to Note 29 to the financial statements).

The Company leased some of the offices part in Taiwan, and the lease terms will expire between 2022 and 2024 which can be extended after the expiration of the lease periods.

d. Subleases

The Company subleases its right-of-use assets for buildings under operating leases with lease terms between 3 to 5 years.

The analysis of lease payments receivable under operating subleases is as follows:

	December 31	
	2021	2020
Year 1	\$ 6,509	\$ 5,545
Year 2	2,140	5,718
Year 3	60	1,762
Year 4	-	-
Year 5	-	-
Year 6 onwards	<u>-</u>	<u>-</u>
	<u>\$ 8,709</u>	<u>\$ 13,025</u>

To reduce the residual asset risk related to the subleased asset at the end of the relevant sublease, the lease contract between the Company and the lessee includes the receipt of the deposits and the compensation for damage due to the lack of management and maintenance.

e. Other lease information

	For the Year Ended December 31	
	2021	2020
Expenses relating to short-term leases	<u>\$ 14,618</u>	<u>\$ 3,623</u>
Total cash outflow for leases	<u>\$ (74,548)</u>	<u>\$ (62,862)</u>

The Company leases certain buildings, machines and transportation equipment which qualify as short-term leases. The Company has elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases.

14. INTANGIBLE ASSETS

	December 31		
	2021	2020	
Deferred technical assets	\$ 515,407	\$ 476,752	
Other intangible assets	<u>130,285</u>	<u>85,107</u>	
	<u>\$ 645,692</u>	<u>\$ 561,859</u>	
	Deferred	Other	Total
	Technical	Intangible	
	Assets	Assets	
<u>Cost</u>			
Balance at January 1, 2021	\$ 1,476,718	\$ 96,272	\$ 1,572,990
Additions	<u>204,467</u>	<u>71,500</u>	<u>275,967</u>
Balance at December 31, 2021	<u>1,681,185</u>	<u>167,772</u>	<u>1,848,957</u>

(Continued)

	Deferred Technical Assets	Other Intangible Assets	Total
<u>Accumulated amortization and impairment</u>			
Balance at January 1, 2021	\$ 999,966	\$ 11,165	\$ 1,011,131
Amortization expense	<u>165,812</u>	<u>26,322</u>	<u>192,134</u>
Balance at December 31, 2021	<u>1,165,778</u>	<u>37,487</u>	<u>1,203,265</u>
Carrying amount at December 31, 2021	<u>\$ 515,407</u>	<u>\$ 130,285</u>	<u>\$ 645,692</u>
<u>Cost</u>			
Balance at January 1, 2020	\$ 1,049,608	\$ -	\$ 1,049,608
Additions	<u>427,110</u>	<u>96,272</u>	<u>523,382</u>
Balance at December 31, 2020	<u>1,476,718</u>	<u>96,272</u>	<u>1,572,990</u>
<u>Accumulated amortization and impairment</u>			
Balance at January 1, 2020	857,603	-	857,603
Amortization expense	<u>142,363</u>	<u>11,165</u>	<u>153,528</u>
Balance at December 31, 2020	<u>999,966</u>	<u>11,165</u>	<u>1,011,131</u>
Carrying amount at December 31, 2020	<u>\$ 476,752</u>	<u>\$ 85,107</u>	<u>\$ 561,859</u>

(Concluded)

15. BONDS PAYABLE

	December 31	
	2021	2020
Unsecured domestic convertible bonds	<u>\$ -</u>	<u>\$ 1,207,820</u>

In May 2020, the Company issued 20 thousand units, \$100,000 per unit, maturity after 7 years, 0% NTD-denominated unsecured convertible bonds, with an aggregate principal amount of NT\$2,000,000 thousand. The terms of issuance, amounts and interest rate as follows:

- a. The conversion price was set at NT\$39.9 per share at the time of issuance. When meeting certain criteria, adjustments on the conversion price are made in accordance with the terms and conditions. Since the Company distributed cash dividends in August 2021, the conversion price should be adjusted according to issuance and conversion measures, the conversion price was adjusted to NT\$38 since August 22, 2021. All convertible bonds were converted into ordinary shares as of December 31, 2021.
- b. After the first three months of the issuance and forty days before the maturity date, if the closing price of the Company's common shares listed on the Taiwan Stock Exchange exceeds or equals 30% of the conversion price or the outstanding balance of the bonds is less than 10% in principal amount of the bonds originally outstanding for thirty consecutive business days, the Company may redeem the bonds in cash at the principal amount.
- c. After the bonds has been issued for over five years, the bondholders may request the Company to redeem the bonds at 106.41% of the principal amount (annual rate of return 1.25%). The right of the redemption was recognized as financial instruments at fair value through profit or loss - current. The fair value was \$9,095 thousand on December 31, 2020.

- d. Except for the bonds that have been redeemed, sold back, converted or bought back by the Company in the market, the principal will be repaid in cash upon maturity at a rate of 109.09% (annual rate of return 1.25% upon maturity).

The effective interest rate of the convertible bonds liability component was 1.22% per annum on initial recognition.

Proceeds from issuance (less transaction costs of \$6,426 thousand)	\$ 1,998,428
The right of redemption	<u>5,200</u>
Liability component at the date of issue	2,003,628
Convertible bonds converted into ordinary shares	(2,024,656)
Interest charged at an effective interest rate of 1.22%	<u>21,028</u>
Liability component at December 31, 2021	<u>\$ -</u>

16. BORROWINGS

Long-term Borrowings

	Period	Interest Rate	December 31	
			2021	2020
<u>Unsecured borrowings</u>				
The Export-Import Bank of ROC	2019.09.20-2026.09.21	0.92%	\$ 500,000	\$ 500,000
The Export-Import Bank of ROC	2020.08.25-2027.08.25	0.92%	<u>1,000,000</u>	<u>1,000,000</u>
			<u>\$ 1,500,000</u>	<u>\$ 1,500,000</u>

The proceeds of the Company's unsecured loan was used to invest in Autotalks Ltd. and acquire Panasonic's semiconductor business in Japan.

17. OTHER PAYABLES

	December 31	
	2021	2020
Payable for salaries or employee benefits	\$ 1,019,626	\$ 405,166
Payable for royalties	473,483	350,023
Payable for investment	285,923	74,400
Payable for subsidiaries service fees (Note 29)	195,387	183,160
Payable for software	61,983	40,869
Payable for purchase of equipment	60,133	56,257
Others	<u>336,169</u>	<u>291,183</u>
	<u>\$ 2,432,704</u>	<u>\$ 1,401,058</u>

18. PROVISIONS

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
<u>Current</u>		
Employee benefits	\$ <u>-</u>	\$ <u>316,438</u>
<u>Non-current</u>		
Warranties	\$ <u>101,891</u>	\$ <u>101,891</u>

The Company acquired Panasonic's semiconductor business in September 2020. Some fabs will be closed due to low capacity utilization. The labor costs were accounted separately for employee benefits provision.

19. RETIREMENT BENEFIT PLANS

a. Defined contribution plan

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

b. Defined benefit plans

The defined benefit plans adopted by the Company in accordance with the Labor Standards Law is operated by the government of the ROC. Pension benefits are calculated on the basis of the length of service and average of monthly salaries of the 6 months before retirement. In 2021 and 2020, the Company contributed amounts equal to 2% of total monthly salaries and wages to a pension fund administered by the pension fund monitoring committee of the Company. Pension contributions are deposited in the Bank of Taiwan in the committee's name. Before the end of each year, the Company assesses the balance in the pension fund. If the amount of the balance in the pension fund is inadequate to pay retirement benefits for employees who conform to retirement requirements in the next year, the Company is required to fund the difference in one appropriation that should be made before the end of March of the next year. The pension fund is managed by the Bureau of Labor Funds, Ministry of Labor ("the Bureau"); the Company has no right to influence the investment policy and strategy.

The amounts included in the balance sheets in respect of the Company's defined benefit plans are as follows:

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
Present value of defined benefit obligation	\$ 990,835	\$ 985,752
Fair value of plan assets	<u>(677,817)</u>	<u>(700,767)</u>
Net defined benefit liabilities	<u>\$ 313,018</u>	<u>\$ 284,985</u>

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

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities (Asset)
Balance at January 1, 2020	<u>\$ 963,380</u>	<u>\$ (696,585)</u>	<u>\$ 266,795</u>
Service cost			
Current service cost	7,787	-	7,787
Net interest expense (income)	<u>7,034</u>	<u>(5,074)</u>	<u>1,960</u>
Recognized in profit or loss	<u>14,821</u>	<u>(5,074)</u>	<u>9,747</u>
Remeasurement			
Actuarial (gain) loss - the discount rate greater (less) than the realized rate of return	-	(22,052)	(22,052)
Actuarial (gain) loss - changes in demographic assumptions	29,040	-	29,040
Actuarial (gain) loss - experience adjustments	<u>12,458</u>	<u>-</u>	<u>12,458</u>
Recognized in other comprehensive income	<u>41,498</u>	<u>(22,052)</u>	<u>19,446</u>
Contributions from the employer	-	(11,003)	(11,003)
Benefits paid	<u>(33,947)</u>	<u>33,947</u>	<u>-</u>
Balance at December 31, 2020	<u>985,752</u>	<u>(700,767)</u>	<u>284,985</u>
Service cost			
Current service cost	7,679	-	7,679
Net interest expense (income)	<u>3,833</u>	<u>(2,716)</u>	<u>1,117</u>
Recognized in profit or loss	<u>11,512</u>	<u>(2,716)</u>	<u>8,796</u>
Remeasurement			
Actuarial (gain) loss - the discount rate greater (less) than the realized rate of return	-	(9,903)	(9,903)
Actuarial (gain) loss - changes in demographic assumptions	16,877	-	16,877
Actuarial (gain) loss - changes in financial assumptions	15,538	-	15,538
Actuarial (gain) loss - experience adjustments	<u>7,801</u>	<u>-</u>	<u>7,801</u>
Recognized in other comprehensive income	<u>40,216</u>	<u>(9,903)</u>	<u>30,313</u>
Contributions from the employer	-	(11,076)	(11,076)
Benefits paid	<u>(46,645)</u>	<u>46,645</u>	<u>-</u>
Balance at December 31, 2021	<u>\$ 990,835</u>	<u>\$ (677,817)</u>	<u>\$ 313,018</u>

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

	For the Year Ended December 31	
	2021	2020
Analysis by function		
Operating cost	\$ 4,621	\$ 5,113
Selling expenses	101	98
General and administrative expenses	729	900
Research and development expenses	<u>3,345</u>	<u>3,636</u>
	<u>\$ 8,796</u>	<u>\$ 9,747</u>

Through the defined benefit plans under the Labor Standards Law, the Company is exposed to the following risks:

- 1) Investment risk: The plan assets are invested in domestic and foreign equity and debt securities, bank deposits, etc. The investment is conducted at the discretion of the Bureau or under the mandated management. However, in accordance with relevant regulations, the return generated by plan assets shall not be below the interest rate for a 2-year time deposit with local banks.
- 2) Interest risk: A decrease in the government bond interest rate will increase the present value of the defined benefit obligation; however, this will be partially offset by an increase in the return on the plans' debt investments.
- 3) Salary risk: The present value of the defined benefit obligation is calculated using the future salaries of plan participants. As such, an increase in the salaries of the plan participants will increase the present value of the defined benefit obligation.

The actuarial valuations of the present value of the defined benefit obligation were carried out by qualified actuaries. The significant assumptions used for the purposes of the actuarial valuations were as follows:

	December 31	
	2021	2020
Discount rate(s)	0.7%	0.4%
Expected rate(s) of salary increase	1.5%-2.5%	1%-2%

If possible reasonable change in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation will increase (decrease) as follows:

	December 31	
	2021	2020
Discount rate(s)		
0.25% increase	<u>\$ (19,979)</u>	<u>\$ (20,875)</u>
0.25% decrease	<u>\$ 20,603</u>	<u>\$ 21,556</u>
Expected rate(s) of salary increase		
0.25% increase	<u>\$ 20,253</u>	<u>\$ 21,232</u>
0.25% decrease	<u>\$ (19,744)</u>	<u>\$ (20,670)</u>

The sensitivity analysis presented above may not be representative of the actual change in the present value of the defined benefit obligation as it is unlikely that changes in assumptions will occur in isolation of one another as some of the assumptions may be correlated.

	December 31	
	2021	2020
Expected contributions to the plans for the next year	<u>\$ 11,298</u>	<u>\$ 11,386</u>
Average duration of the defined benefit obligation	8.2 years	8.6 years

20. GUARANTEE DEPOSITS

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
Capacity guarantee	\$ 1,879,725	\$ -
Others	<u>37,680</u>	<u>14,544</u>
	<u>\$ 1,917,405</u>	<u>\$ 14,544</u>

When the contract expires, the capacity guarantee deposits will be refunded to customers by offsetting related accounts receivable or returned, since the aforementioned contract's period all exceeds one year, guarantee deposits are accounted as non-current liabilities.

21. EQUITY

a. Share capital

Ordinary shares

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
Shares authorized (in thousands of shares)	<u>500,000</u>	<u>500,000</u>
Shares authorized	<u>\$ 5,000,000</u>	<u>\$ 5,000,000</u>
Shares issued and fully paid (in thousands of shares)	<u>417,210</u>	<u>375,962</u>
Shares issued and fully paid	<u>\$ 4,172,101</u>	<u>\$ 3,759,616</u>
Par value (in New Taiwan dollars)	<u>\$ 10</u>	<u>\$ 10</u>

On August 21, 2020, the Company's Board of Directors resolved to issue 80,000 thousand ordinary shares with a par value of NT\$10 to repay bank loans and enhance working capital. On September 25, 2020, the resolution was approved by the FSC. The consideration of NT\$38 per share was determined by the chairman which was authorized by the Board of Directors of the Company, the subscription base date was December 10, 2020. The associated issuance cost of NT\$8,832 thousand was deducted from capital surplus - additional paid-in capital.

As of December 31, 2021 and 2020, the Company has issued 31,372 thousand and 20,839 thousand shares of ordinary shares due to the conversion of unsecured convertible bonds, the registration of 2,555 thousand and 12,432 thousand ordinary shares issuance has not been completed as of December 31, 2021 and 2020.

As of December 31, 2021 and 2020, the balance of the Company's capital account amounted to NT\$4,172,101 thousand and NT\$3,759,616 thousand, divided into 417,210 thousand ordinary shares and 375,962 thousand ordinary shares with a par value of NT\$10.

b. Capital surplus

	<u>December 31</u>	
	<u>2021</u>	<u>2020</u>
<u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital*</u>		
Additional paid-in capital	\$ 5,088,159	\$ 5,088,159
Conversion of bonds	1,481,180	596,347
<u>May only be used to offset a deficit</u>		
Cash capital increase reserved for employee share options	112,160	112,160
Overdue dividends unclaimed	62	52
Share of changes in capital surplus of associates or joint ventures (disposals of subsidiaries)	190,237	-
<u>May not be used for any purpose</u>		
Employee share options	<u>13</u>	<u>13</u>
	<u>\$ 6,871,811</u>	<u>\$ 5,796,731</u>

* Such capital surplus may be used to offset a deficit; in addition, when the Company has no deficit, such capital surplus may be distributed as cash dividends or transferred to share capital (limited to a certain percentage of the Company's capital surplus and to once a year).

c. Retained earnings and dividend policy

The shareholders held their regular meeting on May 29, 2020 and resolved the amendments to the Company's dividend distribution policy in the Company's Articles of Incorporation (the "Articles"). Under the dividends policy as set forth in the amended Articles, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. The board of directors shall be authorized to distribute the profit, the legal reserve, and the capital plus in cash upon resolution by a majority vote at a board meeting attended by two-thirds or more of the directors, and shall report the same to the shareholders' meeting. In principle, not less than 10% of the total shareholders' bonus shall be distributed in the form of cash. For the policies on the distribution of employees' compensation and remuneration of directors, refer to employees' compensation and remuneration of directors in Note 23.

Appropriation of earnings to a legal reserve shall be made until the legal reserve equals the Company's paid-in capital. The legal reserve may be used to offset deficits. If the Company has no deficit and the legal reserve has exceeded 25% of the Company's paid-in capital, the excess may be transferred to capital or distributed in cash.

The dividends per share for 2020 and 2019 had been resolved by the Company's Board of Directors on March 16, 2021 and March 12, 2020, respectively. The number of ordinary shares outstanding and dividends per share for 2020 were affected by convertible bonds converted to ordinary shares. The appropriations of earnings for 2020 and 2019 were as follows:

	<u>Appropriation of Earnings</u>		<u>Dividends Per Share (NT\$)</u>	
	<u>For Year 2020</u>	<u>For Year 2019</u>	<u>For Year 2020</u>	<u>For Year 2019</u>
Legal reserve	\$ 58,610	\$ 55,183		
Cash dividends	<u>311,733</u>	<u>345,065</u>	\$ 0.76	\$ 1.20
	<u>\$ 370,343</u>	<u>\$ 400,248</u>		

Except for the cash dividends distributed by the Company's board meeting on March 16, 2021, the rest of the 2020 appropriation of earnings were proposed by the Company's board meeting and resolved by the shareholders regular meeting on August 20, 2021.

The 2019 appropriation of earnings was proposed by the Company's board meeting on March 12, 2020 and resolved by the shareholders regular meeting on May 29, 2020.

The Company's board meeting on February 10, 2022, the appropriation of earnings for 2021 was not initiated.

d. Other equity items

1) The exchange differences arising on translation of foreign operations' net assets from its functional currency to the Group's presentation currency (New Taiwan dollar) are recognized directly in other comprehensive income. For the years ended December 31, 2021 and 2020, other comprehensive loss was NT\$916,589 thousand and NT\$109,368 thousand, respectively.

2) Unrealized valuation gains (losses) on financial assets at FVTOCI

	<u>For the Year Ended December 31</u>	
	<u>2021</u>	<u>2020</u>
Balance at January 1	\$ 269,065	\$ 169,544
Recognized for the year	980,490	181,920
Cumulative unrealized gains (losses) of equity instruments transferred to retained earnings due to disposal	<u>(138,095)</u>	<u>(82,399)</u>
Balance at December 31	<u>\$ 1,111,460</u>	<u>\$ 269,065</u>

Unrealized gains (losses) on financial assets at FVTOCI represents the cumulative gains or losses arising from the fair value measurement on financial assets at FVTOCI that are recognized in other comprehensive income. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments, instead, they will be transferred to retained earnings.

22. INCOME TAXES RELATING TO CONTINUING OPERATIONS

a. Income tax recognized in profit or loss

Major components of income tax expense were as follows:

	For the Year Ended December 31	
	2021	2020
Current tax		
In respect of the current year	\$ 321,000	\$ 136,000
Adjustment for prior years' tax and effects of estimated difference	-	(11,245)
Deferred tax		
In respect of the current year	<u>28,000</u>	<u>-</u>
Income tax expense recognized in profit or loss	<u>\$ 349,000</u>	<u>\$ 124,755</u>

b. Reconciliation of accounting profit and income tax expense were as follows:

	For the Year Ended December 31	
	2021	2020
Income tax expense from continuing operations at the statutory rate	\$ 658,000	\$ 132,000
Tax effect of adjustment item		
Permanent differences	(12,000)	32,000
Others	<u>(169,000)</u>	<u>30,000</u>
Current income tax	477,000	194,000
Unused investment credits	(128,000)	(58,000)
Adjustment for prior year's income tax	<u>-</u>	<u>(11,245)</u>
Income tax expense recognized in profit or loss	<u>\$ 349,000</u>	<u>\$ 124,755</u>

As the shareholders have not yet resolved the appropriation of earnings for 2021, the potential income tax consequences of the 2021 unappropriated earnings are not reliably determinable.

c. Current tax liabilities

	December 31	
	2021	2020
Income tax payable	<u>\$ 354,332</u>	<u>\$ 169,350</u>

d. Deferred tax assets

	December 31	
	2021	2020
Deferred tax assets		
Allowance for inventory valuation and obsolescence loss and others	<u>\$ 45,000</u>	<u>\$ 73,000</u>

e. Income tax assessments

The Company's tax returns through 2018 have been assessed by the tax authorities.

f. Information about investment credits

The Company applies the Statute for Industrial Innovation Article 10, and up to 10% of its R&D expenses may be credited against the profit-seeking enterprise income tax payable in each of the three years following the then current year.

23. EMPLOYEE BENEFITS EXPENSE, DEPRECIATION AND AMORTIZATION

	For the Year Ended December 31					
	2021			2020		
	Classified as Operating Costs	Classified as Operating Expenses	Total	Classified as Operating Costs	Classified as Operating Expenses	Total
Employee benefits expense						
Short-term employment benefits	\$ 917,626	\$ 1,782,812	\$ 2,700,438	\$ 747,289	\$ 1,262,040	\$ 2,009,329
Post-employment benefits	30,715	55,286	86,001	30,097	52,121	82,218
Remuneration to directors	-	37,984	37,984	-	8,990	8,990
Compensation cost of employee share options	-	-	-	16,945	45,295	62,240
Depreciation	138,453	98,122	236,575	129,316	98,815	228,131
Amortization	19,242	172,892	192,134	33,362	120,166	153,528

According to the Company's Articles, the Company accrued employees' compensation and remuneration of directors at rates of no less than 1% and no higher than 1%, respectively, of net profit before income tax, employees' compensation, and remuneration of director.

The employees' compensation and remuneration of directors for the years ended December 31, 2021 and 2020, which were approved by the Company's board of directors on February 10, 2022 and February 18, 2021, respectively, were as follows:

	For the Year Ended December 31			
	2021		2020	
	Amount	%	Amount	%
Employees' cash compensation	\$ 212,242	6	\$ 42,422	6
Remuneration of directors	35,374	1	7,070	1

If there is a change in the amounts after the annual financial statements were authorized for issue, the differences are recorded as a change in accounting estimate. There was no difference between the actual amounts of employees' compensation and remuneration to directors and the amounts recognized in the financial statements for the years ended December 31, 2020 and 2019.

Information on the employees' compensation and remuneration to directors resolved by the Company's board of directors in 2022 and 2021 is available at the Market Observation Post System website of the Taiwan Stock Exchange.

24. SHARE-BASED PAYMENT ARRANGEMENTS

The Company's board of directors resolved to reserve 10% of the shares from the issuance of 80,000 thousand shares approved by the FSC on September 25, 2020 to be subscribed for by its employees. The number of shares subscribed for by the employees was affirmed on October 21 2020. The fair value of such share options subscribed for by the Company's employees on the grant date was measured using the Black-Scholes Option Pricing Model and amounted to \$62,240 thousand which was recorded as compensation costs with a corresponding increase in capital surplus.

- a. As of December 31, 2020, the Company's Share-based payments agreements were as follows:

Agreement	Grant Date	Number of Shares Grant	Vesting Conditions
Cash capital increase reserved for employee share options	October 21, 2020	8,000 thousand shares	Vested immediately

- b. The fair value of share options acquired by employees on grant day, October 21, 2020 was measured by using Black-Scholes Option Pricing Model. Relevant information was as follows:

Share Price (NT\$)	Exercise Price (NT\$)	Expected Price Volatility	Expected Vesting Period	Expected Dividend Yield Rate	Risk-free Interest Rate	Fair Value Per Share (NT\$)
\$45.6	\$38.0	34.80%	48 days	0.00%	0.18%	\$7.78

25. EARNINGS PER SHARE

The numerators and denominators used in calculating basic and diluted earnings per share ("EPS") were as follows:

	For the Year Ended December 31					
	2021			2020		
	Amounts (Numerator) After Income Tax (Attributable to Owners of the Company)	Shares (Denominator) (In Thousands)	Earnings Per Share (NT\$) After Income Tax (Attributable to Owners of the Company)	Amounts (Numerator) After Income Tax (Attributable to Owners of the Company)	Shares (Denominator) (In Thousands)	Earnings Per Share (NT\$) After Income Tax (Attributable to Owners of the Company)
Basic earnings per share						
Net profit attributed to owners of the Company	\$ 2,940,752	404,370	<u>\$ 7.27</u>	\$ 532,785	295,056	<u>\$ 1.81</u>
Effect of potentially dilutive ordinary shares						
Employees' compensation	-	1,629		-	993	
Convertible bonds	<u>5,856</u>	<u>15,395</u>		<u>10,966</u>	<u>19,344</u>	
Diluted earnings per share						
Net profit attributed to owners of the Company	<u>\$ 2,946,608</u>	<u>421,394</u>	<u>\$ 6.99</u>	<u>\$ 543,751</u>	<u>315,393</u>	<u>\$ 1.72</u>

If the Company offered to settle the compensation or bonuses paid to employees in cash or shares, the Company assumed that the entire amount of the compensation or bonuses will be settled in shares, and the resulting potential shares were included in the weighted average number of shares outstanding used in the computation of diluted EPS, as the effect is dilutive. The number of shares used in the computation of diluted EPS is estimated by the amount of compensation divided by the closing price of the potential common shares at the end of the reporting period. Such dilutive effect of the potential shares is included in the computation of diluted EPS until the number of shares to be distributed to employees is resolved in the following year.

26. CAPITAL MANAGEMENT

The Company's manages its capital to ensure it has the necessary financial resources and operational plan so that it can cope with the next twelve months working capital requirements, capital expenditures, research and development expenses, debt repayments and dividends payments.

27. BUSINESS COMBINATIONS

The Company's acquired the semiconductor business of Panasonic Corporation on September 1, 2020, please refer to Note 28 to the 2021 consolidated financial statements.

28. FINANCIAL INSTRUMENT

a. Categories of financial instruments

	December 31			
	2021		2020	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<u>Financial assets</u>				
Financial assets at amortized cost (Note 1)	\$ 8,926,289	\$ 8,926,289	\$ 5,772,286	\$ 5,772,286
Financial assets at FVTPL				
Derivative financial assets	70,831	70,831	13,223	13,223
Financial assets at FVTOCI				
Investment in equity instruments	1,164,773	1,164,773	980,973	980,973
<u>Financial liabilities</u>				
Financial liabilities at amortized cost (Note 2)	7,441,199	7,441,199	5,495,452	5,771,540
Financial liabilities at FVTPL				
Derivative financial liabilities	-	-	3,191	3,191

Note 1: The balance includes financial assets at amortized cost, which includes cash and cash equivalents, accounts receivable (including related parties), other receivables and refundable deposits.

Note 2: The balance includes financial liabilities at amortized cost, which includes accounts payable (including related parties), other payables, convertible bonds, long-term loans and guarantee deposits.

b. Fair value information

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

- a) Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- b) Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- c) Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

- 2) Fair value measurements recognized in the balance sheets
- The fair values of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices (includes listed shares and emerging market shares).
 - The fair value of the financial instruments at fair value through profit or loss is based on Level 2 inputs, either directly or indirectly. The fair value of foreign-currency derivative financial instrument could be determined by reference to the price and discount rate of currency swap quoted by financial institutions. Foreign exchange forward contracts are measured using individual maturity rate to calculate the fair value of each contract.
 - Domestic unlisted equity instruments at FVTOCI were all measured based on Level 3 fair value. Fair values of such equity instruments were determined using discounted cash flow of income approach and comparable listed company approach, by referring to strike price of similar business in active market, implied value multiple of the price and relevant information. Significant unobservable inputs included P/E ratio, value multiple and market liquidity discount. As the discounted cash flow method was used, the discount rate used for the lack of marketability was 29%; which increase by 1% while all the other variables are held constant, the fair value of investments will decrease by NT\$7,797 thousand and NT\$8,023 thousand for the years ended December 31, 2021 and 2020, respectively.
- 3) Fair value of financial instruments not measured at fair value

	December 31, 2020			
	Level 1	Level 2	Level 3	Total
<u>Financial liabilities at amortized cost</u>				
Bonds payable (unsecured)	\$ 1,483,908	\$ -	\$ -	\$ 1,483,908

- 4) Fair value of financial instruments measured at fair value on a recurring basis

Fair value hierarchy

	December 31, 2021			
	Level 1	Level 2	Level 3	Total
<u>Financial assets at FVTPL</u>				
Derivative financial assets	\$ -	\$ 1,631	\$ 69,200	\$ 70,831
<u>Financial assets at FVTOCI</u>				
Domestic listed shares and emerging market shares	\$ 1,933	\$ -	\$ -	\$ 1,933
Domestic and overseas unlisted shares	\$ -	\$ -	\$ 1,162,840	\$ 1,162,840

	December 31, 2020			
	Level 1	Level 2	Level 3	Total
<u>Financial assets at FVTPL</u>				
Derivative financial assets	\$ -	\$ 13,223	\$ -	\$ 13,223
<u>Financial assets at FVTOCI</u>				
Domestic listed shares and emerging market shares	\$ 894	\$ -	\$ -	\$ 894
Domestic and overseas unlisted shares	\$ -	\$ -	\$ 980,079	\$ 980,079
<u>Financial liabilities at FVTPL</u>				
Derivative financial liabilities	\$ -	\$ 3,191	\$ -	\$ 3,191

5) Reconciliation of Level 3 fair value measurements of financial instruments

The financial assets measured at Level 3 fair value were financial assets at FVTPL and equity investments classified as financial assets at FVTOCI. Reconciliations for the years ended December 31, 2021 and 2020 were as follows:

	For the Year Ended December 31	
	2021	2020
Balance at January 1	\$ 980,079	\$ 1,056,205
Additions	69,763	-
Proceeds from capital reduction of investments	(4,500)	(2,250)
Recognized in other comprehensive income	187,261	(73,876)
Recognized in profit or loss	(563)	-
Balance at December 31	<u>\$ 1,232,040</u>	<u>\$ 980,079</u>

c. Financial risk management objectives and policies

The Company seeks to minimize the effects of financial risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign currency risk, and the use of financial derivatives. Compliance with policies and exposure limits was reviewed by the internal auditors on a continuous basis.

1) Market risk

The Company's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company entered into foreign exchange forward contracts to hedge the exchange rate risk arising on the export business.

a) Foreign currency risk

The Company has foreign currency denominated transactions, which expose the Company to foreign currency risk. Exchange rate exposures are managed within approved policy parameters utilizing foreign exchange forward contracts.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the year are set out in Note 33.

The sensitivity analysis included only outstanding foreign currency denominated monetary items at the end of the reporting period and assuming an increase in net income and equity if New Taiwan dollars strengthen by 1% against foreign currencies. For a 1% weakening of New Taiwan dollars against the relevant currency, there would be impact on net income in the amounts of NT\$9,590 thousand decrease and NT\$3,886 thousand decrease for the years ended December 31, 2021 and 2020, respectively. The amounts used in the 1% weakening of New Taiwan dollars against the relevant currency did not consider the impact of hedge contracts and hedged item.

b) Interest rate risk

Interest rate risk refers to the risk that the change in market value will influence the fair value of financial instruments. The Company's interest rate risk arises primarily from floating rate deposits and long-term loans.

The carrying amounts of the Company's financial assets and financial liabilities with exposure to interest rates at the end of the reporting period were as follows:

	December 31	
	2021	2020
Cash flow interest rate risk		
Financial assets	\$ 5,713	\$ 5,049
Financial liabilities	1,500,000	1,500,000

The sensitivity analysis of cash flows based on the Company's exposure to interest rates of variable-rate non-derivative instruments at the end of the year showed that if market interest rates increased by 1%, the Company's cash outflows for the years ended December 31, 2021 and 2020 would have increased by NT\$14,943 thousand and NT\$14,950 thousand, respectively.

2) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in a financial loss to the Company, to mitigate the risk of financial loss from defaults, The Company has established risk procedures and is continuously assessing the credit risk of each counterparty, sufficient collateral will be obtained when necessary. In this regard, the management of the Company consider that the Company's credit risk was significantly reduced.

3) Liquidity risk

The Company has enough operating capital to comply with loan covenants; liquidity risk is low.

The Company's non-derivative financial liabilities and their agreed repayment period are as follows:

	December 31, 2021			
	Within 1 Year	1-2 Years	Over 2 Years	Total
<u>Non-derivative financial liabilities</u>				
Non-interest bearing	\$ 4,023,794	\$ -	\$ -	\$ 4,023,794
Lease liabilities	56,303	41,086	117,515	214,904
Variable interest rate liabilities	<u>-</u>	<u>-</u>	<u>1,500,000</u>	<u>1,500,000</u>
	<u>\$ 4,080,097</u>	<u>\$ 41,086</u>	<u>\$ 1,617,515</u>	<u>\$ 5,738,698</u>

Additional information about the maturity analysis for lease liabilities:

	Less than 2 Years	2-5 Years	Over 5 Years	Total
<u>Non-derivative financial liabilities</u>				
Lease liabilities	<u>\$ 97,389</u>	<u>\$ 85,895</u>	<u>\$ 31,620</u>	<u>\$ 214,904</u>
December 31, 2020				
	Within 1 Year	1-2 Years	Over 2 Years	Total
<u>Non-derivative financial liabilities</u>				
Non-interest bearing Lease liabilities	\$ 2,773,088 60,000	\$ - 56,465	\$ - 159,007	\$ 2,773,088 275,472
Variable interest rate liabilities	-	-	1,500,000	1,500,000
Fixed interest rate liabilities	-	-	<u>1,305,480</u>	<u>1,305,480</u>
	<u>\$ 2,833,088</u>	<u>\$ 56,465</u>	<u>\$ 2,964,487</u>	<u>\$ 5,854,040</u>

Additional information about the maturity analysis for lease liabilities:

	Less than 2 Years	2-5 Years	Over 5 Years	Total
<u>Non-derivative financial liabilities</u>				
Lease liabilities	<u>\$ 116,465</u>	<u>\$ 102,640</u>	<u>\$ 56,367</u>	<u>\$ 275,472</u>

29. RELATED PARTY TRANSACTIONS

- a. The names and relationships of related parties are as follows:

<u>Related Party</u>	<u>Relationship with the Company</u>
Winbond Electronics Corporation (“WEC”)	Parent company
Nuvoton Electronics Technology (H.K.) Limited (“NTHK”)	Subsidiary
Nuvoton Electronics Technology (Shenzhen) Limited (“NTSZ”)	Subsidiary
Nuvoton Electronics Technology (Shanghai) Limited (“NTSH”)	Subsidiary
Nuvoton Technology Corporation America (“NTCA”)	Subsidiary
Nuvoton Technology Israel Ltd. (“NTIL”)	Subsidiary
Song Yong Investment Corporation (“SYI”)	Subsidiary
Nuvoton Technology India Private Limited (“NTIPL”)	Subsidiary
Nuvoton Technology Corporation Japan (“NTCJ”)	Subsidiary
Nuvoton Technology Singapore Pte. Ltd. (NTSG)	Subsidiary
Atfields Manufacturing Technology Corp. (AMTC)	Subsidiary
Winbond Electronics Corporation Japan (“WECJ”)	Associate

(Continued)

<u>Related Party</u>	<u>Relationship with the Company</u>
Miraxia Edge Technology Corporation (METC)	Associate
Callisto Holding Limited	Associate
Glorystone Inc.	Related party in substance
Nyquest Technology Co., Ltd. (“Nyquest”)	Related party in substance
Walton Advanced Engineering Inc.	Related party in substance
Chin Cherng Construction Co., Ltd.	Related party in substance
United Industrial Gases Co., Ltd.	Related party in substance
Waltech Advanced Engineering (Suzhou), Inc. (“Waltech”)	Related party in substance
	(Concluded)

b. Operating activities

	<u>For the Year Ended December 31</u>	
	<u>2021</u>	<u>2020</u>
1) Operating revenue		
Subsidiary		
NTHK	\$ 5,223,300	\$ 4,084,959
Others	181,243	81,850
Related party in substance	264,475	200,281
Associate	<u>81,343</u>	<u>88,422</u>
	<u>\$ 5,750,361</u>	<u>\$ 4,455,512</u>
2) Purchases of goods		
Parent company	\$ 368,505	\$ 209,957
Subsidiary		
NTCJ	292,813	-
Others	165	-
Related party in substance	<u>20,287</u>	<u>-</u>
	<u>\$ 681,770</u>	<u>\$ 209,957</u>
3) Manufacturing expenses		
Parent company	\$ 671	\$ 369
Walton Advanced Engineering Inc.	<u>12,193</u>	<u>833</u>
	<u>\$ 12,864</u>	<u>\$ 1,202</u>
4) Operating expenses		
Subsidiary		
NTIL	\$ 989,897	\$ 857,575
NTCA	290,515	310,515
Others	3,161	3,776
Parent company	39,065	21,037
Related party in substance	10,880	10,780
Associate	<u>2,752</u>	<u>125</u>
	<u>\$ 1,336,270</u>	<u>\$ 1,203,808</u>

	For the Year Ended December 31	
	2021	2020
5) Dividend income		
Related party in substance		
United Industrial Gases Co., Ltd.	<u>\$ 62,000</u>	<u>\$ 64,394</u>
6) Other income		
Parent company	<u>\$ -</u>	<u>\$ 2</u>
	December 31	
	2021	2020
7) Accounts receivable from related parties		
Subsidiary		
NTHK	\$ 36,138	\$ 17,518
NTCA	41,732	23,541
Others	5,077	1,641
Related party in substance		
Nyquest	52,397	50,780
Others	20	20
Associate	<u>17,475</u>	<u>12,817</u>
	<u>\$ 152,839</u>	<u>\$ 106,317</u>
8) Other receivables		
Subsidiary		
NTCJ	\$ 14,009	\$ 98
Others	78	-
Associate	<u>5,223</u>	<u>214</u>
	<u>\$ 19,310</u>	<u>\$ 312</u>
9) Refundable deposits		
Parent company	\$ 1,780	\$ 1,780
Related party in substance	<u>1,722</u>	<u>1,722</u>
	<u>\$ 3,502</u>	<u>\$ 3,502</u>
10) Accounts payable to related parties		
Subsidiary		
NTCJ	\$ 71,813	\$ -
Others	58	-
Parent company	36,060	39,500
Related party in substance	<u>18,764</u>	<u>-</u>
	<u>\$ 126,695</u>	<u>\$ 39,500</u>

	December 31	
	2021	2020
11) Other payables		
Subsidiary		
NTIL	\$ 184,048	\$ 174,487
Others	11,339	8,673
Parent company	20,466	9,738
Related party in substance	<u>-</u>	<u>11,395</u>
	<u>\$ 215,853</u>	<u>\$ 204,293</u>

12) Guarantee deposits		
Parent company	\$ 545	\$ 545
Related party in substance		
Nyquest	<u>225,869</u>	<u>-</u>
	<u>\$ 226,414</u>	<u>\$ 545</u>

The sales and purchase prices and collection and payment terms with related parties were not significantly different from those with third parties. For other related party transactions, price and terms were determined in accordance with mutual agreement.

c. Acquisition of property, plant and equipment

	Purchase Price	
	For the Year Ended December 31	
	2021	2020
Related party in substance	<u>\$ -</u>	<u>\$ 8,352</u>

d. Lease arrangements - Company is lessee

	December 31	
	2021	2020
1) Lease liabilities		
Parent company	\$ 36,172	\$ 47,969
Related party in substance	<u>11,316</u>	<u>22,451</u>
	<u>\$ 47,488</u>	<u>\$ 70,420</u>
	For the Year Ended December 31	
	2021	2020

2) Finance costs

Parent company	\$ 441	\$ 569
Related party in substance	<u>264</u>	<u>438</u>
	<u>\$ 705</u>	<u>\$ 1,007</u>

e. Lease arrangements - Company is lessor/sublease arrangements

Sublease arrangements under operating leases

For the year ended December 31, 2021, the Company subleases its assets under operating leases to WEC and SYI with lease terms 3 years.

1) The balance of operating lease receivables was as follows:

	<u>December 31</u>	
	2021	2020
Parent company	\$ <u>67</u>	\$ <u>-</u>

2) Future lease payment receivables was as follows:

	<u>December 31</u>	
	2021	2020
Parent company	\$ 4,369	\$ 11,133
Subsidiary	<u>180</u>	<u>90</u>
	<u>\$ 4,549</u>	<u>\$ 11,223</u>

3) Lease income was as follows:

	<u>For the Year Ended December 31</u>	
	2021	2020
Parent company	\$ 4,198	\$ 3,838
Subsidiary	<u>60</u>	<u>60</u>
	<u>\$ 4,258</u>	<u>\$ 3,898</u>

f. Endorsements and guarantees

The chairman of the Company is a joint guarantor of the land-leasing from Taiwan Sugar Corporation. Refer to Note 13 to the financial statements.

For the year ended December 31, 2021, the Company will provide endorsement guarantees and property guarantees for NTSH and NTCJ, respectively, for their financing to financial institutions.

g. Compensation of key management personnel

	<u>For the Year Ended December 31</u>	
	2021	2020
Short-term employee benefits	\$ 93,617	\$ 64,569
Compensation costs of employee share options	-	2,956
Post-employment benefits	<u>933</u>	<u>822</u>
	<u>\$ 94,550</u>	<u>\$ 68,347</u>

The remuneration of directors and key executives, as determined by the remuneration committee, was based on the performance of individuals and market trends.

30. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collateral for land leases, customs tariff obligations and bank borrowings:

	December 31	
	2021	2020
Time deposits (accounted as refundable deposits)	\$ <u>107,168</u>	\$ <u>636,102</u>

31. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

Significant contingent liabilities and unrecognized commitments of the Company at the end of the reporting period, excluding those disclosed in other notes, were as follows:

The Company and NTCA received a complaint served by the court on June 29, 2020. The plaintiff charged in the California High Court that the gasoline generator produced by HD POWER SYSTEMS INC. exploded during use and caused damage to it. At the same time, the Company, NTCA and other related companies shall bear the relevant compensation. The plaintiff applied to withdraw the complaint against the Company in the Court on June 29, 2021, and applied to withdraw the complaint against NTCA in the Court on July 7, 2021. The court has filed an order of dismissal, the case was closed.

32. OTHER ITEMS

The novel coronavirus (Covid-19) spreads all over the world, causing subsidiaries, customers and suppliers in some regions to implement quarantine and travel restrictions. The Company evaluated that there is no significant impact on the overall business operation and financial position of the Company. There are no concerns about the capability of the Company to be going concern, and the risk of assets impairment and fund raising.

33. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

The Company's significant financial assets and liabilities denominated in foreign currencies aggregated by the foreign currencies other than functional currency of the Company and the related exchange rates between foreign currencies and respective functional currency were as follows:

	December 31					
	2021			2020		
	Foreign Currencies (Thousand)	Exchange Rate	New Taiwan Dollars (Thousand)	Foreign Currencies (Thousand)	Exchange Rate	New Taiwan Dollars (Thousand)
<u>Financial assets</u>						
Monetary items						
USD	\$ 92,850	27.68	\$ 2,570,076	\$ 54,023	28.48	\$ 1,538,568
ILS	9,513	8.8912	84,586	20,730	8.8712	183,900
JPY	315,372	0.2405	75,847	48,824	0.2763	13,490
EUR	188	31.32	5,882	75	35.02	2,639
RMB	1,202	4.344	5,221	4,369	4.377	19,122

(Continued)

	December 31					
	2021			2020		
	Foreign Currencies (Thousand)	Exchange Rate	New Taiwan Dollars (Thousand)	Foreign Currencies (Thousand)	Exchange Rate	New Taiwan Dollars (Thousand)
Investments accounted for using equity method						
USD	\$ 83,359	27.68	\$ 2,307,371	\$ 61,419	28.48	\$ 1,749,220
INR	55,193	0.3720	20,532	54,858	0.3899	21,389
KRW	480,736	0.0233	11,201	1,098,477	0.0262	28,780
JPY	26,489,821	0.2405	6,370,802	20,542,758	0.2763	5,675,964
Financial liabilities						
Monetary items						
USD	116,770	27.68	3,232,183	41,439	28.48	1,180,183
ILS	20,700	8.8912	184,048	18,706	8.8712	165,943
JPY	1,140,035	0.2405	274,179	68,971	0.2763	19,057
EUR	325	31.32	10,186	114	35.02	3,981
						(Concluded)

For the years ended December 31, 2021 and 2020, realized and unrealized net foreign exchange losses were NT\$8,646 thousand and NT\$2,569 thousand, respectively. It is impractical to disclose net foreign exchange gains (losses) by each significant foreign currency due to the variety of the foreign currency transactions and functional currencies of the entities in the Company.

34. SEGMENT INFORMATION

The Company has provided the financial information of the operating segments in the consolidated financial statements. Therefore, these financial statements do not provide such information.

35. ADDITIONAL DISCLOSURE

a. Following are the additional disclosures for material transactions and investments:

1)	Financings provided	None
2)	Endorsements/guarantees provided	Table 1
3)	Marketable securities held (excluding investments in subsidiaries and associates)	Table 2
4)	Marketable securities acquired and disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital	Table 3
5)	Acquisition of individual real estate properties at costs of at least NT\$300 million or 20% of the paid-in capital	None
6)	Disposal of individual real estate properties at prices of at least NT\$300 million or 20% of the paid-in capital	None
7)	Total purchases from or sales to related parties of at least NT\$100 million or 20% of the paid-in capital	Table 4
8)	Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital	Table 5
9)	Information about the derivative financial instruments transaction	Note 7
10)	Information on investments	Table 6

b. Information on investment in mainland China

1)	The name of the investee in mainland China, the main businesses and products, its issued capital, method of investment, information on inflow or outflow of capital, percentage of ownership, income (losses) of the investee, share of profits (losses) of investee, ending balance, amount received as dividends from the investee, and the limitation on investee.	Table 7
2)	<p>Significant direct or indirect transactions with the investee, its prices and terms of payment, unrealized gain or loss, and other related information which is helpful to understand the impact of investment in mainland China on financial reports.</p> <p>a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.</p> <p>b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.</p> <p>c) The amount of property transactions and the amount of the resultant gains or losses.</p> <p>d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes.</p> <p>e) The highest balance, the ending balance, the interest rate range, and total current period interest with respect to the financing of funds.</p> <p>f) Other transactions that have a material effect on the profit or loss for the year or on the financial position, such as the rendering or receipt of services.</p>	Table 7

c. Information of major shareholders: Refer to Table 8 attached.

NUVOTON TECHNOLOGY CORPORATION

**ENDORSEMENTS/GUARANTEES PROVIDED
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars, Unless Specified Otherwise)**

No.	Endorser/Guarantor	Endorsee/Guarantee		Limit on Endorsement/ Guarantee Given on Behalf of Each Party (Note 1)	Maximum Amount Endorsed/ Guaranteed During the Period (Note 2)	Outstanding Endorsement/ Guarantee at the End of the Period (Note 2)	Actual Borrowing Amount (In Thousands of Foreign Currencies)	Amount Endorsed/ Guaranteed by Collateral	Ratio of Accumulated Endorsement/ Guarantee to Net Equity in Latest Financial Statements (%)	Aggregate Endorsement/ Guarantee Limit (Note 3)	Endorsement/ Guarantee Given by Parent on Behalf of Subsidiaries	Endorsement/ Guarantee Given by Subsidiaries on Behalf of Parent	Endorsement/ Guarantee Given on Behalf of Companies in Mainland China
		Name	Relationship										
1	The Company	NTCJ	Subsidiary	\$ 15,554,690	\$ 2,411,350 (JPY 8,300,000) and (US\$ 15,000)	\$ 1,413,275 (JPY 4,150,000) and (US\$ 15,000)	\$ 159,306 (JPY 662,000) and (US\$ 3)	\$ -	9.09	\$ 15,554,690	Y	N	N
		NTSH	Subsidiary	15,554,690	2,302,320 (RMB 530,000)	-	-	-	-	15,554,690	Y	N	Y

Note 1: The Company's maximum amount endorsed are limited to 20% of the net equity in latest financial statements of the Company or the net value of the endorsee company, whichever is lower. The Company's limitation of maximum endorse amount as described are not limited to subsidiaries that directly or indirectly hold more than 50% of voting shares.

Note 2: The ending balance is approved by the boards of directors of the Company.

Note 3: The Company's maximum amount endorsed are based on the net equity in the latest financial statements of the Company.

NUVOTON TECHNOLOGY CORPORATION

MARKETABLE SECURITIES HELD

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars and Foreign Currencies)

Company Name	Type and Name of Marketable Securities	Relationship with the Holding Company	Financial Statement Account	December 31, 2021				Note
				Shares/Units	Carrying Amount	Percentage of Ownership (%)	Fair Value	
The Company	<u>Shares</u> Yu-Ji Venture Capital Co., Ltd.	The held company as the investee's director	Non-current financial assets at fair value through other comprehensive income	675,000	\$ 10,840	5	\$ 10,840	
	Brightek Optoelectronic Co., Ltd.	None	"	34,680	1,933	-	1,933	
	United Industrial Gases Co., Ltd.	The held company as the investee's director	"	8,800,000	598,400	4	598,400	
	Autotalks Ltd. - Preferred E. Share	None	"	3,932,816	553,600	9	553,600	
	<u>Warrants</u> Autotalks Ltd.	None	Non-current financial assets at fair value through profit or loss	-	69,200	-	69,200	
SYI	<u>Shares</u> Nyquest Technology Co., Ltd.	The held company as the investee's director	Non-current financial assets at fair value through other comprehensive income	1,650,000	255,750	5	255,750	
NTCJ	<u>Shares</u> Symetrix Corporation	None	"	50,268	-	1	-	
	Tower Partners Semiconductor Co., Ltd. ("TPSCo.")	Related party in substance	"	14,700	1,255,651	49	1,255,651	Note

Note: Under the business combination arrangement, if TPSCo. turns net profit during the period of the effective date of the acquisition to March 31, 2022, NTCJ is required to pay Panasonic Corporation the net profit based on ownership share. Thus, NTCJ has no significant influence over TPSCo. during the period of the effective date of the acquisition to March 31, 2022. TPSCo. was recognized as non-current financial assets at fair value through other comprehensive income.

NUVOTON TECHNOLOGY CORPORATION

**MARKETABLE SECURITIES ACQUIRED AND DISPOSED OF AT COSTS OR PRICES OF AT LEAST NT\$300 MILLION OR 20% OF THE PAID-IN CAPITAL
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars)**

Company Name	Marketable Securities Type and Name	Financial Statement Account	Counterparty	Relationship	Beginning Balance		Acquisition		Disposal				Ending Balance	
					Shares	Amount	Shares	Amount	Shares	Amount	Carrying Amount	Gain (Loss) on Disposal	Shares	Amount
NTCJ	METC	Investments accounted for using equity method	WEC	The Company's parent	4,000	\$ 313,282	-	\$ 109,206 Investment income or loss (216,893) Cash dividends paid (37,935) Cumulative translation adjustments	4,000	\$ 357,897 (JPY 1,462,000)	\$ 167,660	\$ - Disposal income or loss 190,237 Capital surplus adjustments (Note)	-	\$ -

Note: NTCJ sold 100% shares of METC to the parent company (Winbond Electronics Corporation) at the consideration JPY1,462,000,000 on November 1, 2021. Since this equity transaction is deemed as a reorganization, the difference NT\$(190,237) thousand between consideration received and the carrying amount of the net assets of METC during actual disposal was adjusted to the capital surplus.

TABLE 4

NUVOTON TECHNOLOGY CORPORATION

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

FOR THE YEAR ENDED DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars and Foreign Currencies)

Company Name	Related Party	Relationship	Transaction Details				Abnormal Transaction		Notes/Accounts Payable or Receivable		Note
			Purchase/Sale	Amount	% of Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% to Total	
The Company	NTHK	Subsidiary	Sales	\$ 5,223,300	40	Net 90 days from invoice date	N/A	N/A	\$ 36,138	3	
	WEC	The Company's parent	Purchases	368,505	8	Net 30 days from invoice date	N/A	N/A	(36,060)	2	
	Nyquest	Related party in substance	Sales	264,399	2	Net 45 days from invoice date	N/A	N/A	52,397	4	
	NTCJ	Subsidiary	Purchases	292,813	6	Net 15 days end of the month	N/A	N/A	(71,813)	4	
NTCJ	The Company	Parent company	Sales	US\$ 10,527	1	Net 15 days end of the month	N/A	N/A	JPY 287,475	3	
NTHK	The Company	Parent company	Purchases	US\$ 187,021	100	Net 90 days from invoice date	N/A	N/A	US\$ (1,306)	100	
NTSG	NTCJ	Fellow subsidiary	Sales	US\$ 105,641	34	Net 10 days end of the month	N/A	N/A	US\$ 12,322	43	
NTCJ	NTSG	Fellow subsidiary	Purchases	JPY 11,336,071	25	Net 10 days end of the month	N/A	N/A	JPY (1,418,194)	10	
		Fellow subsidiary	Sales	JPY 21,243,879	23	Net 10 days end of the month	N/A	N/A	JPY 1,856,012	17	
NTSG	NTCJ	Fellow subsidiary	Purchases	US\$ 195,084	67	Net 10 days end of the month	N/A	N/A	US\$ (16,126)	65	
NTCJ	NTSH	Fellow subsidiary	Sales	JPY 4,168,163	5	Net 15 days end of the month	N/A	N/A	-	-	
NTSH	NTCJ	Fellow subsidiary	Purchases	JPY 4,168,163	100	Net 15 days end of the month	N/A	N/A	-	-	
		Fellow subsidiary	Sales	RMB 84,688	20	Net 15 days end of the month	N/A	N/A	-	-	
NTCJ	NTSH	Fellow subsidiary	Purchases	RMB 84,688	3	Net 15 days end of the month	N/A	N/A	-	-	
		Related party in substance	Purchases	JPY 24,707,241	55	Net 10 days end of the month	N/A	N/A	JPY (1,650,615)	22	
		Related party in substance	Sales	JPY 12,925,853	14	Net 10 days end of the month	N/A	N/A	JPY 2,284,284	21	
NTSG	Waltech	Related party in substance	Purchases	US\$ 3,984	1	Net 10 days end of the month	N/A	N/A	US\$ (537)	2	
NTSH	Waltech	Related party in substance	Sales	RMB 33,736	8	Net 15 days end of the month	N/A	N/A	-	-	

NUVOTON TECHNOLOGY CORPORATION

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

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars and Foreign Currencies)

Company Name	Related Party	Relationship	Ending Balance	Turnover Rate	Overdue		Amount Received in Subsequent Period	Allowance for Impairment Loss
					Amount	Action Taken		
NTSG	NTCJ	Fellow subsidiary	US\$ 12,322	10.84	\$ -	-	US\$ 12,322	\$ -
NTCJ	NTSG	Fellow subsidiary	JPY 1,856,012	12.39	-	-	JPY 1,856,012	-
AMTC	NTCJ	Parent company	JPY 577,004	7.02	-	-	JPY 577,004	-
NTIL	The Company	Parent company	ILS 20,700	(Note)	-	-	ILS 20,700	-
NTCJ	Waltech. TPSCo.	Related party in substance Related party in substance	JPY 2,284,284 JPY 1,093,377	15.09 (Note)	- -	- -	JPY 2,284,284 JPY 1,093,377	- -

Note: Other receivables is not applicable to calculation of turnover rate.

NUVOTON TECHNOLOGY CORPORATION

**NAMES, LOCATIONS, AND RELATED INFORMATION OF INVESTEEES OVER WHICH THE COMPANY EXERCISES SIGNIFICANT INFLUENCE (EXCLUDING INFORMATION ON INVESTMENT IN MAINLAND CHINA)
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars)**

Investor Company	Investee Company	Location	Main Businesses and Products	Original Investment Amount		As of December 31, 2021			Net Income (Loss) of the Investee	Share of Profit (Loss)	Note	
				December 31, 2021	December 31, 2020	Number of Shares	%	Carrying Amount				
The Company	NTHK	Hong Kong	Sales of semiconductor	\$ 427,092	\$ 427,092	107,400,000	100	\$ 508,077	\$ 44,719	\$ 44,719		
	MML	British Virgin Islands	Investment holding	274,987	273,418	8,897,789	100	298,146	176,494	176,494		
	NIH	British Virgin Islands	Investment holding	590,953	590,953	17,960,000	100	360,342	56,889	56,889		
	SYI	Taiwan	Investment holding	38,500	38,500	3,850,000	100	277,340	5,847	5,847		
	NTIPL	India	Design, sales and service of semiconductor	30,211	30,211	600,000	100	20,532	131	131		
	NTCA	United States of America	Design, sales and service of semiconductor	190,862	190,862	60,500	100	180,225	3,427	3,427		
	NTSG	Singapore	Design, sales and service of semiconductor	1,319,054	1,094,134	45,100,000	100	1,607,079	336,971	336,971		
	NTKL	Korea	Design, sales and service of semiconductor	30,828	30,828	125,000	100	11,201	(15,029)	(15,029)		
	NTHJ	Japan	Investment holding	5,927,849	5,941,896	100	100	6,370,802	323,476	81,815		(Note 1)
	MML	GLLC	United States of America	Investment holding	1,473,559	1,472,903	-	100	297,599	176,817		176,817
NIH	NTIL	Israel	Design and service of semiconductor	46,905	46,905	1,000	100	361,619	56,985	56,985		
NTHJ	NTCJ	Japan	Design, sales and service of semiconductor	111,520	111,520	9,480	100	10,961,545	323,113	323,113		
NTCJ	METC	Japan	Design and service of semiconductor	-	55,760	-	-	-	109,206	109,206	(Note 3)	
	AMTC	Japan	Design and service of semiconductor	55,760	55,760	4,000	100	278,266	137,018	137,018		

Note 1: Share of profit (loss) includes downstream and upstream transactions and the amortization cost of the difference between the original investment amount and equity.

Note 2: Refer to Table 7 for information on investment in mainland China.

Note 3: NTCJ sold its 100% shares of METC to the parent company (Winbond Electronics Corporation) on November 1, 2021.

NUVOTON TECHNOLOGY CORPORATION

**INFORMATION ON INVESTMENT IN MAINLAND CHINA
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars and U.S. Dollars)**

1. Information on any investee company in mainland China, main businesses and products, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, investment income or loss, carrying amount of the investment at the end of the period and repatriations of investment income:

Investee Company in mainland China	Main Businesses and Products	Paid-in Capital	Method of Investment	Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2021	Remittance of Funds		Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2021	% Ownership of Direct or Indirect Investment	Net Income of the Investee	Investment Gain (Note 1)	Carrying Amount as of December 31, 2021	Accumulated Repatriation of Investment Income as of December 31, 2021
					Outward	Inward						
NTSH	Provide project of sale in China and repairing, testing and consulting of software and leasing business	\$ 68,036 (US\$ 2,000)	Through investing in MML in the third area in British Virgin Islands, which then invested in the investee in mainland China indirectly	\$ 68,036 (US\$ 2,000)	\$ -	\$ -	\$ 68,036 (US\$ 2,000)	100	\$ 177,178	\$ 177,178	\$ 300,288	\$ -
WENJ	Computer software service (except I.C. design)	16,429 (US\$ 500)	Through investing in MML in the third area in British Virgin Islands, which then invested in the investee in mainland China indirectly	16,429 (US\$ 500)	-	-	16,429 (US\$ 500)	100	-	-	(2,994) (Note 2)	-
NTSZ	Computer software service (except I.C. design), wholesale business for computer, supplement and software	197,670 (US\$ 6,000)	Through investing in NTHK in the third area, which then invested in the investee in mainland China indirectly	197,670 (US\$ 6,000)	-	-	197,670 (US\$ 6,000)	100	8,805	8,805	216,692	-
Song Zhi (Suzhou)	Provide development of semiconductor and technology, consult service and equipment leasing business	8,688 (RMB 2,000)	Through investing in NTSH in the third area, which then invested in the investee in mainland China indirectly	- (Note 3)	-	-	-	100	(582)	(582)	8,104	-

Note 1: Investment profit or loss for the year ended December 31, 2021 was recognized under the basis of the financial statements audited by the Company's auditor.

Note 2: WENJ has a negative net book value as of December 31, 2021, which is reclassified to other non-current liabilities.

Note 3: NTSH directly injected the capital in Song Zhi (Suzhou).

2. Information on any investee company in mainland China, main businesses and products, paid-in capital, method of investment, limit on investment in mainland China:

Company	Accumulated Outward Remittance for Investment in Mainland China as of December 31, 2021	Investment Amounts Authorized by Investment Commission, MOEA	Upper Limit on the Amount of Investment Stipulated by Investment Commission, MOEA (Note 4)
The Company	NT\$282,135 (US\$8,500)	NT\$282,135 (US\$8,500)	NT\$9,332,814

Note 4: Upper limit on the amount of 60% of the Company's net book value.

3. Refer to Table 6 of the Consolidated Financial Statements for significant transactions with the investee in mainland China directly and indirectly through investing in companies in the third area.
4. Refer to Table 1 for handling endorsement, guarantee and collateral to the investee in Mainland China directly and indirectly through investing in companies in the third area.
5. Financing of funds to investee in mainland China directly and indirectly through investing in companies in the third area: None.
6. Other transactions with significant influence on profit or loss for the period or financial performance: None.

TABLE 8**NUVOTON TECHNOLOGY CORPORATION****INFORMATION OF MAJOR SHAREHOLDERS
DECEMBER 31, 2021**

Name of Major Shareholder	Shares	
	Number of Shares	Percentage of Ownership (%)
Winbond Electronics Corporation	214,954,635	51.21

Note 1: Table 8 is based on the information on the last business day of the quarter provided by the Taiwan Depository & Clearing Corporation (TDCC). The TDCC calculate the total number of ordinary shares and preferred shares held by shareholders who retain more than 5% of the Company's share (including treasury shares) that have delivered without physical registration. The number of shares in the Company's financial report and the actual number of shares delivered without physical registration may differ due to the different calculation basis.

Note 2: As per information above, if the shareholder delivers the shares to the trust, shares will be disclosed based on the trustee's account. Additionally, according to the Securities and Exchange Act, internal stakeholder whom holds more than 10% of the Company's share, which includes shares held by the stakeholder and parts delivered to the trust that have decision making rights, should be declared. For information regarding internal stakeholder declaration, please refer to the Market Observation Post System website of the Taiwan Stock Exchange Corporation.

NUVOTON TECHNOLOGY CORPORATION

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NUVOTON TECHNOLOGY CORPORATION**STATEMENT OF CASH AND CASH EQUIVALENTS****DECEMBER 31, 2021****(In Thousands of New Taiwan Dollars, Unless Foreign Currencies)**

Item	Description	Amount
Cash on hand		\$ 230
Cash in banks	Deposit in Transit - US\$6,300,000 @27.68	174,384
	Check accounts	953
	Demand deposits - NT\$	42,295
	Foreign currency deposits - US\$8,674,383 @27.68	240,107
	Foreign currency deposits - JPY296,847,531 @0.2405	71,392
	Foreign currency deposits - ILS1,730,990 @8.8912	15,391
	Foreign currency deposits - EUR187,793 @31.32	5,882
	Foreign currency deposits - RMB33,010 @4.344	143
	Time deposits - NT\$	5,470,000
	Time deposits - US\$37,000,000@27.68	1,024,160
Cash equivalents	Repurchase agreements collateralized by bond - expired by 2022.01.03-2022.01.17, interest rates at 0.09%	<u>475,000</u>
		<u>\$ 7,519,937</u>

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF ACCOUNTS RECEIVABLE

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Client Name	Description	Amount
Client V	Third parties, sales payments	\$ 631,974
Client C	Third parties, sales payments	257,901
Others (Note)	Third parties, sales payments	396,377
Less: Allowance for return and rebate		(206,572)
Less: Loss Allowance		<u>(24,175)</u>
		<u>\$ 1,055,505</u>

Note: The amount of individual client included in “others” does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF OTHER RECEIVABLES

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Item	Amount
Business tax refund receivable	\$ 44,242
Receivables from related parties	19,310
Receivables from sales of scraps	18,498
Others (Note)	<u>3,796</u>
	<u>\$ 85,846</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION**STATEMENT OF INVENTORIES****DECEMBER 31, 2021****(In Thousands of New Taiwan Dollars)**

Item	Amount	
	Cost	Net Realized Value
Raw materials and supplies	\$ 253,157	\$ 169,848
Work-in-process	1,687,098	1,529,944
Finished goods	1,056,287	903,303
Inventories in transit	13,408	13,408
Less: Allowance for inventory valuation and obsolescence losses	<u>(393,447)</u>	<u>-</u>
	<u>\$ 2,616,503</u>	<u>\$ 2,616,503</u>

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF OTHER CURRENT ASSETS

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Item	Amount
Prepaid expenses for mask	\$ 103,074
Prepaid expenses for software	45,310
Prepaid expenses for signing bonus	26,653
Others (Note)	<u>31,515</u>
	<u>\$ 206,552</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME - NON-CURRENT

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Name of Securities	As of January 1, 2021		Increase		Decrease		As of December 31, 2021		Collateral
	Shares	Fair Value	Shares	Fair Value	Shares	Fair Value	Shares	Fair Value	
Listed shares and emerging market shares									
Brightek Optoelectronic Co., Ltd.	34,680	\$ 894	-	\$ 1,039 (Note 1)	-	\$ -	34,680	\$ 1,933	None
Unlisted shares									
United Industrial Gases Co., Ltd.	8,800,000	396,000	-	202,400 (Note 1)	-	-	8,800,000	598,400	"
Yu-Ji Venture Capital Co., Ltd.	1,125,000	14,479	-	861 (Note 1)	450,000	4,500 (Note 2)	675,000	10,840	"
Autotalks Ltd. - Preferred E. Share	3,932,816	569,600	-	-	-	16,000 (Note 1)	3,932,816	553,600	"
		<u>980,079</u>		<u>203,261</u>		<u>20,500</u>		<u>1,162,840</u>	
		<u>\$ 980,973</u>		<u>\$ 204,300</u>		<u>\$ 20,500</u>		<u>\$ 1,164,773</u>	

Note 1: Unrealized fair value measurement.

Note 2: Capital reduction of investments.

NUVOTON TECHNOLOGY CORPORATION

**STATEMENT OF CHANGES IN INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD
FOR THE YEAR ENDED DECEMBER 31, 2021**

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

Name	Balance, January 1, 2021		Increase		Decrease		Balance, December 31, 2021			Market Value or Net Assets Value	Collateral
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	%	Amount		
Nuvoton Electronics Technology (H.K.) Limited	107,400,000	\$ 481,285	-	\$ 26,792	-	\$ -	107,400,000	100	\$ 508,077	\$ 508,077	None
Marketplace Management Ltd.	8,842,789	120,740	55,000	177,406	-	-	8,897,789	100	298,146	298,146	"
Nuvoton Technology Corporation America	60,500	181,972	-	-	-	1,747	60,500	100	180,225	180,225	"
Nuvoton Investment Holding Ltd.	17,960,000	319,938	-	40,404	-	-	17,960,000	100	360,342	360,342	"
Song Yong Investment Corporation	3,850,000	99,346	-	180,912	-	2,918	3,850,000	100	277,340	277,340	"
Nuvoton Technology India Private Limited.	600,000	21,389	-	-	-	857	600,000	100	20,532	20,532	"
Nuvoton Technology Holdings Japan	100	5,675,964	-	694,838	-	-	100	100	6,370,802	6,370,802	"
Nuvoton Technology Korea Limited	125,000	28,780	-	-	-	17,579	125,000	100	11,201	11,201	"
Nuvoton Technology Singapore Pte. Ltd.	37,100,000	<u>1,083,105</u>	8,000,000	<u>523,974</u>	-	<u>-</u>	45,100,000	100	<u>1,607,079</u>	<u>1,607,079</u>	"
		<u>\$ 8,012,519</u>		<u>\$ 1,644,326</u>		<u>\$ 23,101</u>			<u>\$ 9,633,744</u>	<u>\$ 9,633,744</u>	

NUVOTON TECHNOLOGY CORPORATION**STATEMENT OF CHANGES IN RIGHT-OF-USE ASSETS
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars)**

Item	Balance at January 1, 2021	Addition	Deduction	Balance at December 31, 2021
Cost				
Land	\$ 249,166	\$ -	\$ 281	\$ 248,885
Buildings	125,847	-	315	125,532
Other equipment	<u>20,336</u>	<u>-</u>	<u>2,649</u>	<u>17,687</u>
	<u>\$ 395,349</u>	<u>\$ -</u>	<u>\$ 3,245</u>	<u>\$ 392,104</u>
Accumulated depreciation				
Land	\$ 50,619	\$ 25,055	\$ -	\$ 75,674
Buildings	45,058	28,612	-	73,670
Other equipment	<u>6,565</u>	<u>5,486</u>	<u>2,648</u>	<u>9,403</u>
	<u>\$ 102,242</u>	<u>\$ 59,153</u>	<u>\$ 2,648</u>	<u>\$ 158,747</u>

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF REFUNDABLE DEPOSITS

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Item	Description	Amount
Pledged time deposits	Land leases and customs tariff obligations deposit	\$ 107,168
Refundable deposits	Lease deposit	<u>4,994</u>
		<u>\$ 112,162</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF ACCOUNTS PAYABLE

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Vender Name	Description	Amount
Vendor E	Third parties, payment for goods	\$ 372,043
Vendor G	"	291,067
Vendor R	"	199,229
Vendor A	"	128,163
Others (Note)		<u>478,712</u>
		<u>\$ 1,469,214</u>

Note: The amount payable to each individual vendor included in "others" does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF OTHER CURRENT LIABILITIES

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Item	Amount
Receipts in advance	\$ 183,384
Receipts under custody	<u>7,722</u>
	<u>\$ 191,106</u>

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF LONG-TERM BORROWINGS

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Creditor	Description	Balance, End of Year	Loan Term	Interest Rate (%)	Collateral	Note
The Export-Import Bank of ROC		\$ 500,000	2019.09.20-2026.09.21	0.92	None	Used to invest in Autotalks Ltd. in Israel
The Export-Import Bank of ROC		<u>1,000,000</u>	2020.08.25-2027.08.25	0.92	//	Used to acquire Panasonic's semiconductor business in Japan
		<u>\$ 1,500,000</u>				

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF LEASE LIABILITIES

DECEMBER 31, 2021

(In Thousands of New Taiwan Dollars)

Item	Description	Lease Term	Discount Rate (%)	Balance, End of Year	Note
Land	Science Park Administration and Taiwan Sugar Corporation	2019/1/1-2034/9/30	1.76-2.06	\$ 145,672	
Buildings	Office and Science Park dormitory	2019/1/1-2024/12/31	0.79-1.61	53,866	
Other equipment	Company cars and parking lot	2019/1/1-2024/12/31	1.07-1.09	<u>5,835</u>	
				<u>\$ 205,373</u>	

NUVOTON TECHNOLOGY CORPORATION

**STATEMENT OF OPERATING REVENUE
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars)**

Item	Quantity	Amount
General IC products	1,297,164 thousand pieces of die	\$ 12,033,424
Foundry service	486 thousand pieces of chip	2,515,484
Others		<u>52,123</u>
		<u>\$ 14,601,031</u>

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF OPERATING COST FOR THE YEAR ENDED DECEMBER 31, 2021 (In Thousands of New Taiwan Dollars)

Item	Amount
Raw materials, beginning of year	\$ 214,738
Add: Raw material purchased	4,613,728
Less: Transferred to manufacturing expenses, operating expenses and others	(373,397)
Raw materials, end of year	<u>(253,157)</u>
Raw materials used	4,201,912
Direct labor	244,642
Manufacturing expenses	<u>4,024,419</u>
Manufacturing cost	8,470,973
Add: Work-in process, beginning of year	1,544,937
Transferred to manufacturing expenses, operating expenses and others	19,359
Less: Scrapped	(7,794)
Work-in-process, end of year	<u>(1,687,098)</u>
Cost of finished goods	8,340,377
Add: Finished goods, beginning of year	534,870
Less: Transferred to manufacturing expenses, operating expenses	(31,991)
Scrapped	(13,882)
Finished goods, end of year	(1,056,287)
Add: Other operating costs	13,998
Loss on the reduction of inventory to LCM and obsolescence	(13,549)
Scrapped	21,626
Sales of scrap and waste	<u>(2,421)</u>
	<u>\$ 7,792,791</u>

NUVOTON TECHNOLOGY CORPORATION

**STATEMENT OF SELLING EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2021
(In Thousands of New Taiwan Dollars)**

Item	Amount
Payroll expense	\$ 99,202
Import and export fee	33,240
Commission	28,685
Others (Note)	<u>40,306</u>
	<u>\$ 201,433</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

**STATEMENT OF GENERAL AND ADMINISTRATIVE EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2021**

(In Thousands of New Taiwan Dollars)

Item	Amount
Payroll expense	\$ 271,519
Subsidiaries service fee	99,542
Depreciation expense	38,083
Professional service fee	36,904
Others (Note)	<u>217,854</u>
	<u>\$ 663,902</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

**STATEMENT OF RESEARCH AND DEVELOPMENT EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2021**

(In Thousands of New Taiwan Dollars)

Item	Amount
Payroll expense	\$ 1,327,477
Subsidiaries service fee	1,180,869
Materials for research and development	274,322
Others (Note)	<u>563,653</u>
	<u>\$ 3,346,321</u>

Note: The amount of each item in others does not exceed 5% of the account balance.

NUVOTON TECHNOLOGY CORPORATION

STATEMENT OF EMPLOYEE BENEFITS EXPENSE, DEPRECIATION AND AMORTIZATION BY FUNCTION FOR THE YEARS ENDED DECEMBER 31, 2021 AND 2020 (In Thousands of New Taiwan Dollars)

	For the Year Ended December 31					
	2021			2020		
	Classified as Operating Costs	Classified as Operating Expenses	Total	Classified as Operating Costs	Classified as Operating Expenses	Total
Labor cost						
Payroll expense	\$ 857,773	\$ 1,698,198	\$ 2,555,971	\$ 692,978	\$ 1,189,287	\$ 1,882,265
Labor and health insurance	59,853	84,614	144,467	54,311	72,753	127,064
Pension	30,715	55,286	86,001	30,097	52,121	82,218
Remuneration to director	-	37,984	37,984	-	8,990	8,990
Compensation cost of employee share options	-	-	-	16,945	45,295	62,240
	<u>\$ 948,341</u>	<u>\$ 1,876,082</u>	<u>\$ 2,824,423</u>	<u>\$ 794,331</u>	<u>\$ 1,368,446</u>	<u>\$ 2,162,777</u>
Depreciation expense	<u>\$ 138,453</u>	<u>\$ 98,122</u>	<u>\$ 236,575</u>	<u>\$ 129,316</u>	<u>\$ 98,815</u>	<u>\$ 228,131</u>
Amortization expense	<u>\$ 19,242</u>	<u>\$ 172,892</u>	<u>\$ 192,134</u>	<u>\$ 33,362</u>	<u>\$ 120,166</u>	<u>\$ 153,528</u>

Note 1: As of December 31, 2021 and 2020, the Company had 1,475 and 1,450 employees, respectively. There were both 8 non-employee directors.

Note 2:

- a. Average labor cost for the years ended December 31, 2021 was NT\$1,899 thousand. ((Total labor cost of the current year - Total remuneration to director of the current year)/(Employees of the current year - non-employee directors of the current year))

Average labor cost for the years ended December 31, 2020 was NT\$1,494 thousand. ((Total labor cost of the prior year - Total remuneration to director of the prior year)/(Employees of the prior year - non-employee directors of the prior year))

- b. Average payroll and bonus expense for the year ended December 31, 2021 was NT\$1,742 thousand. (Total payroll and bonus expense of the current year/(Employees of the current year - non-employee directors of the current year))

Average payroll and bonus expense for the year ended December 31, 2020 was NT\$1,305 thousand. (Total payroll and bonus expense of the prior year/(Employees of the prior year - non-employee directors of the prior year))

- c. There was a 33.48% adjusted change in the average payroll and bonus expense. ((Average payroll and bonus expense of the current year - Average payroll and bonus expense of the prior year)/Average payroll and bonus expense of the prior year)

Note 3: The Company has set up an audit committee and did not have supervisors, therefore, there was no compensation to the supervisor.

Note 4: The company's compensation policy:

- a. Directors: In accordance with the Company's Article 25, if the Company turns a profit in a year, no more than 1% (includes 1%) of the profit should be distributed to directors as compensation, however, if the Company still has accumulated deficit from previous terms, it should reserve the amount needed to settle the outstanding balance. The Company's Remuneration of directors and supervisors will suggest the amount of board compensation based on the Company's Article, the Company's "Rules for Distribution of Compensation to Directors and Performance Appraisal to the Board of Directors", the results of the Board of Directors member's self-appraisal and yearly business results, after the Board of Directors approve the suggested amounts, the amounts should be reported to the shareholders meeting.
- b. Managers: To improve business performance, implement the policy of managers taking responsibility for business performance and to ensure the salary's excitement and competitiveness, the Company provides competitive overall remuneration.

(Continued)

- c. Employees: The overall remuneration of employees includes fixed compensation and variable compensation, and is based on the principle of striking a balance between internal fairness and external competitiveness. In accordance with the Company's Article, no less than 1% (includes 1 %) of the profit before income tax excluding the employee and board compensation should be distributed to employees as compensation. The employee's personal remuneration is based on the contribution to their responsibilities and professional function. The bonus payments are made in accordance with the employee's personal performance and contribution.

(Concluded)