

Fong-Chien Construction Co.,LTD.
Consolidated Financial Statements for the years
ended December 31, 2023 and 2022 with
Independent Auditors' Report
(Stock Symbol 5523)

Company Address :25F.-1, No. 501, Sec. 2, Taiwan Blvd., West Dist.,
Taichung City 403 , Taiwan (R.O.C.)

Telephone Number:(04)2326-2593

Fong-Chien Construction Co.,LTD.
Consolidated Financial Statements for the years ended December 31, 2023 and 2022 Independent
Auditors' Report
Table of contents

Item	Page/No./Index
I. Cover page	1
II. Table of contents	2 ~ 3
III. Representation letter	4
IV. Independent auditors' report	5 ~ 9
V. Consolidated balance Sheets	10~11
VI. Consolidated statements of comprehensive income	12
VII. Consolidated statements of changes in equity	13
VIII. Consolidated statements of cash flow	14 ~ 15
IX. Notes to the consolidated financial statements	16 ~ 49
(1) Company history and business scope	16
(2) Approval date and procedures of the consolidated financial statements	16
(3) New standards, amendments and interpretations adopted	16 ~ 17
(4) Summary of significant accounting policies	17 ~ 24
(5) Major sources of uncertainty arising from significant accounting judgments, estimates, and assumptions	24
(6) Explanation of significant accounts	25 ~ 41
(7) Related party transactions	41 ~ 43
(8) Pledged assets	43
(9) Significant Contingencies and Unrecognized Contract Commitments	43~44
(10) Losses due to major disasters	44

Item	Page/No./Index
(11) Significant subsequent events	44
(12) Others	44 ~ 47
(13) Other disclosures	47
(14) Segment information	47 ~ 49

FONG CHIEN CONSTRUCTION COMPANY LIMITED
REPRESENTATION LETTER

The entities that are required to be included in the combined financial statements of Fong Chien Construction Company Limited as of and for the year ended December 31, 2023, under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with the International Financial Reporting Standard 10, "Consolidated Financial Statements". In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, Fong Chien Construction Company Limited and subsidiaries do not prepare a separate set of combined financial statements.

Very truly yours,

COMPANY NAME:FONG CHIEN CONSTRUCTION COMPANY LIMITED

PRINCIPAL:YU QI YUAN

March 5, 2024

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
(2024) Ministry of Finance approved No. 23004047
Fong Chien Construction Company Limited

Opinion

We have audited accompanying consolidated financial statements of Fong Chien Construction Company Limited and its subsidiaries (hereinafter the "Group"), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, according to our audit result and other auditors' report (Please refer to "Other Matter" paragraph.), the accompanying consolidated financial statements present fairly, in all material respects, the accompanying consolidated financial position of the Company as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits entrusted by the Group in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our ethical responsibilities in accordance with these requirements. According to our audit result and other auditors' report, 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 consolidated financial statements for the year ended December 31, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's consolidated financial statements for the year ended December 31, 2023 are as follows:

Cut-off of revenue from sales of buildings and land

Matters description

Refer to Note 4(24) to the consolidated financial statements for accounting policies regarding sales revenue. Refer to Note 6(16) to the consolidated financial statements for the explanation of accounting items. The revenue from sales of buildings and land of Fong Chien Construction Company Limited for the year ended December 31, 2023 amounted to NT\$3,326,986 thousand, accounting for 99.86% of operating revenue.

Revenue from sales of buildings and land in construction industry is recognized when the ownership of the real estate is transferred and the buildings are actually delivered. As the buildings and land sold to numerous counterparties, sales revenue shall be recognized after checking the status of ownership transfer and property handover documents on a case-by-case basis, which involves many manual operating procedures and tends to result in inappropriateness of the time point to recognized revenue near the end the of the reporting period. Therefore, we list cut-off of revenue from sales of buildings and land as one of the most significant issues in our audit this year.

Responsive audit procedures

Relating to the certain aspects of critical matters stated above, responsive procedures we exercise aggregates and lists as follows:

1. Obtain an understanding and evaluate the internal control procedures about revenue recognition of sales of buildings and land adopted by the management, and test whether the processes at the point of time recognizing revenue from sales of buildings and land are implemented effectively, including verifying the date of the ownership transfers and the related property handover documents, to evaluate the correctness of the time point of bookkeeping.
2. Implement cut-off test to the transactions of sales of buildings and land during a certain period before and after the end of the reporting day, including verifying the date of ownership transfer indicated on the land registration transcript and the land ownership certificate and the date on agreement to hand over the building, and other supporting documents, to confirm revenue from sales of buildings and land has been recorded in the appropriate period.

Valuation of Inventory

Matters description

Refer to Note 4(12) to the consolidated financial statements for accounting policies regarding inventory; Refer to Note 5 for critical accounting estimates and assumptions regarding inventory valuation. Refer to Note 6(4) for the explanation of allowance to reduce inventory to market. The inventory balance and allowance to reduce inventory to market of the Group are the amount of NT\$3,335,151 thousand and NT\$11,283 thousand on December 31, 2023, respectively.

Inventories of the Group are houses and lands, due to the effect of government policies and boom in real estate in recent years, the fluctuation of real estate prices is wider, The inventory valuation measurement of the Group is in accordance with the lower of cost and net realizable

value, its net realizable value is often affected by market prices fluctuation and involved with the subjective judgment of management, therefore, we list inventory valuation as one of the most significance in our audit this year.

Responsive audit procedures

Relating to the certain aspects of critical matters stated above, responsive procedures we exercise aggregates and lists as follows:

1. Comprehend business operation and industrial features, and interview with management, evaluate the rationality of method and procedure inventory net realizable value the method and procedure adopt.
2. Obtain the end day of during reporting period of inventory assessment net realizable value statements, review appropriateness of using determined base of the inventory net realizable value, include acquisition of the closing price of recent sale cases or recent dealing information of nearby areas with similar assets in market, in turn assess the rationality of the amount of inventory net realizable value.

Other Matter – Reference to work of other auditors

The financial statements of the investees accounted for using equity method included in the consolidated financial statements of the Group were not audited by us, but by other auditors. Therefore, the amounts related to the financial statements of those companies in our opinions indicated in the aforementioned consolidated financial statements were based on other auditors' report. As of December 31, 2023, the investments in aforementioned companies accounted for using equity method amounted to NT\$179,518 thousand, accounting for 3.71% of total assets. The comprehensive losses recognized for the aforementioned companies for the year ended December 31, 2023 amounted to NT\$482 thousand, accounted for (0.08%) of total comprehensive income.

Other Matter – the Parent Company Only Financial Statements

We have also audited the parent company only financial statements of the Group as of and for the year ended December 31, 2023 on which we have issued an unqualified opinion with other matter paragraph; We have also audited the parent company only financial statements of the Group as of and for the year ended December 31, 2022 on which we have issued an unqualified opinion, for your reference.

Responsibilities of Management and Those Charged with Governance for the Parent Company consolidated Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either

intends to liquidate the 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 Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2023 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 audits resulting in this independent auditors' report are Wang, Yu-Juan and Hong, Shu Hua.

Financial Supervisory Commission

Reference Number of the Approval letter: No. Financial-Supervisory-Securities-Auditing -1020028992

Former Securities Commission, Ministry of Finance

Reference Number of the Approval letter: No. (85)Taiwan-Finance-Securities-VI-68701

PwC
Taipei, Taiwan
Republic of China
March 5, 2024

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED BALANCE SHEETS
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)

ASSET	NOTE	December 31, 2023		December 31, 2022		
		Amount	%	Amount	%	
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 913,588	19	\$ 285,665	5
1136	Financial assets at amortized cost – current	6(2)	197,000	4	52,000	1
1150	Notes receivable, net	6(3)	123	-	225	-
1170	Accounts receivable, net	6(3)	23,361	-	9,126	-
1200	Other receivables	6(4) and 7(2)	385	-	45,646	1
1220	Current tax assets		-	-	590	-
130X	Inventories	6(4) and 8	3,323,868	69	5,441,780	88
1470	Other current assets	6(5)	35,776	1	202,518	3
11XX	Total current assets		<u>4,494,101</u>	<u>93</u>	<u>6,037,550</u>	<u>98</u>
Noncurrent assets						
1550	Investments accounted for using equity method	6(6)	179,518	4	-	-
1600	Property, plant and equipment	6(7)	41,750	1	43,266	-
1760	Investment property, net	6(9) and 8	108,966	2	109,499	2
1840	Deferred tax assets	6(22)	14,081	-	-	-
1900	Other noncurrent assets		1,020	-	389	-
15XX	Total noncurrent assets		<u>345,335</u>	<u>7</u>	<u>153,154</u>	<u>2</u>
1XXX	Total assets		<u>\$ 4,839,436</u>	<u>100</u>	<u>\$ 6,190,704</u>	<u>100</u>

(Continued on next page)

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED BALANCE SHEETS
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)

LIABILITIES AND EQUITY	NOTE	December 31, 2023		December 31, 2022		
		Amount	%	Amount	%	
Current liabilities						
2100	Short-term borrowings	6(10) and 8	\$ 556,800	12	\$ 1,240,550	20
2130	Contract liabilities- current	6(16)	227,431	5	724,201	12
2150	Notes payables		1,190	-	590	-
2170	Accounts payables		59,815	1	320,510	5
2200	Other payables	7(2)	32,690	1	34,539	1
2230	Current tax liabilities	6(22)	9,290	-	26,039	-
2320	Long-term liabilities-current portion	6(11)	4,177	-	4,076	-
2399	Other current liabilities- others		13,234	-	30,035	-
21XX	Total current liabilities		<u>904,627</u>	<u>19</u>	<u>2,380,540</u>	<u>38</u>
Noncurrent liabilities						
2540	Long-term debt payable	6(11) and 8	757,696	15	978,885	16
2600	Other noncurrent liabilities		1,204	-	1,312	-
25XX	Total noncurrent liabilities		<u>758,900</u>	<u>15</u>	<u>980,197</u>	<u>16</u>
2XXX	Total liabilities		<u>1,663,527</u>	<u>34</u>	<u>3,360,737</u>	<u>54</u>
Equity attributable to shareholders of the parent						
Share capital						
3110	Ordinary shares	6(13)	1,550,015	32	1,550,015	25
Capital surplus						
3200	Capital surplus	6(14)	5,226	-	5,226	-
Retained earnings						
3310	Appropriated as legal capital reserve	6(15)	247,613	5	200,649	4
3350	Unappropriated earnings		1,362,699	29	1,063,647	17
31XX	Equity attributable to shareholders of the parent		<u>3,165,553</u>	<u>66</u>	<u>2,819,537</u>	<u>46</u>
36XX	Non-controlling interests		<u>10,356</u>	<u>-</u>	<u>10,430</u>	<u>-</u>
3XXX	Total equity		<u>3,175,909</u>	<u>66</u>	<u>2,829,967</u>	<u>46</u>
Significant contingent liabilities and not recognized contract commitment						
3X2X	Total liabilities and equity	9	<u>\$ 4,839,436</u>	<u>100</u>	<u>\$ 6,190,704</u>	<u>100</u>

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

Chairman: Yu Qi Yuan

Manager: Rui Lin Liu

Accounting supervisor: Qiong Fei Chen

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)
(Expect earnings per share)

ITEM	NOTE	2023		2022		
		Amount	%	Amount	%	
4000	Operating revenue	6(16)	\$ 3,331,795	100	\$ 217,444	100
5000	Operating cost	6(4)(21)	(2,577,551)	(78)	(151,710)	(70)
5900	Gross profit		<u>754,244</u>	<u>22</u>	<u>65,734</u>	<u>30</u>
	Operating expenses	6(21) and 7 (2)				
6100	Selling expenses		(142,072)	(4)	(17,225)	(8)
6200	General and administrative		(34,110)	(1)	(31,109)	(13)
6000	Total operating expenses		(176,182)	(5)	(48,334)	(21)
6900	Operating income		<u>578,062</u>	<u>17</u>	<u>17,400</u>	<u>9</u>
	Non-operating income and expenses					
7100	Interest income	6(17)	6,997	-	6,919	3
7010	Other income	6(18) and 7(2)	460	-	19,501	9
7020	Other gains and losses	6(19)	-	-	452,652	207
7050	Finance costs	6(20)	(10,408)	-	(18)	-
7060	Share of profit or loss of associates and joint ventures accounted for using equity method	6(6)	(482)	-	-	-
7000	Total non-operating income and expense		(3,433)	-	479,054	219
7900	Income before income tax		<u>574,629</u>	<u>17</u>	<u>496,454</u>	<u>228</u>
7950	Income tax benefits (expenses)	6(22)	<u>3,965</u>	-	(26,318)	(12)
8000	Profit from continuing operations		<u>578,594</u>	<u>17</u>	<u>470,136</u>	<u>216</u>
8500	Total comprehensive income		<u>\$ 578,594</u>	<u>17</u>	<u>\$ 470,136</u>	<u>216</u>
	Net income (loss) attributed to:					
8610	Stockholders of the company		<u>\$ 578,518</u>	<u>17</u>	<u>\$ 469,636</u>	<u>216</u>
8620	Non-controlling interest		<u>76</u>	-	<u>500</u>	-
			<u>\$ 578,594</u>	<u>17</u>	<u>\$ 470,136</u>	<u>216</u>
	Comprehensive income attributed to:					
8710	Stockholders of the company		<u>\$ 578,518</u>	<u>17</u>	<u>\$ 469,636</u>	<u>216</u>
8720	Non-controlling interest		<u>76</u>	-	<u>500</u>	-
			<u>\$ 578,594</u>	<u>17</u>	<u>\$ 470,136</u>	<u>216</u>
	Earnings per share	6(23)				
9750	Basis earnings per share		<u>\$</u>	<u>3.73</u>	<u>\$</u>	<u>3.03</u>
	Diluted earnings per share	6(23)				
9850	Diluted earnings per share		<u>\$</u>	<u>3.73</u>	<u>\$</u>	<u>3.03</u>

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

Chairman: Yu Qi Yuan

Manager: Rui Lin Liu

Accounting supervisor: Qiong Fei Chen

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)

	NOTE	Equity Attributable to Owners of the Parent Company					Non-controlling Interests	Total Equity	
		Ordinary Shares	Capital Surplus	Legal Capital Reserve	Unappropriated earnings	Total			
		<u>2022</u>							
Balance, January 1, 2022		\$ 1,550,015	\$ 5,226	\$ 109,005	\$ 964,658	\$ 2,628,904	\$ 10,660	\$ 2,639,564	
Net Income		-	-	-	469,636	469,636	500	470,136	
Total comprehensive income		-	-	-	469,636	469,636	500	470,136	
Changes in ownership interests in subsidiaries	6(24)	-	-	-	-	-	(270)	(270)	
Cash dividends paid by subsidiaries		-	-	-	-	-	(460)	(460)	
Appropriation and distribution of earnings, 2021	6(15)								
Legal capital reserve		-	-	91,644	(91,644)	-	-	-	
Cash dividends		-	-	-	(279,003)	(279,003)	-	(279,003)	
Balance, December 31, 2022		\$ 1,550,015	\$ 5,226	\$ 200,649	\$ 1,063,647	\$ 2,819,537	\$ 10,430	\$ 2,829,967	
		<u>2023</u>							
Balance, January 1, 2023		\$ 1,550,015	\$ 5,226	\$ 200,649	\$ 1,063,647	\$ 2,819,537	\$ 10,430	\$ 2,829,967	
Net income		-	-	-	578,518	578,518	76	578,594	
Total comprehensive income		-	-	-	578,518	578,518	76	578,594	
Changes in ownership interests in subsidiaries	6(24)	-	-	-	-	-	(150)	(150)	
Appropriation and distribution of earnings, 2022	6(15)								
Legal capital reserve		-	-	46,964	(46,964)	-	-	-	
Cash dividends		-	-	-	(232,502)	(232,502)	-	(232,502)	
Balance, December 31, 2023		\$ 1,550,015	\$ 5,226	\$ 247,613	\$ 1,362,699	\$ 3,165,553	\$ 10,356	\$ 3,175,909	

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

Chairman: Yu Qi Yuan

Manager: Rui Lin Liu

Accounting supervisor: Qiong
Fei Chen

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED STATEMENTS OF CASH FLOWS
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)

	NOTE	For the year ended December 31, 2023	For the year ended December 31, 2022
<u>Cash flows from operating activities</u>			
Income before income tax		\$ 574,629	\$ 496,454
Adjustments for			
Adjustments for reconcile profit (loss)			
Depreciation expense	6(7)(9)(21)	2,236	1,752
Interest expense	6(20)	10,408	18
Interest income	6(17)	(6,997)	(6,919)
Share of loss from associates accounted for using equity method	6(6)	482	-
Loss on disposal of intangible assets	6(19)	-	(452,652)
Unpaid payables transferred to other income		-	(595)
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		102	1,201
Accounts Receivable		(14,235)	9,929
Others receivables (including related parties)		41,562	(17,896)
Inventories		2,149,778	(1,972,444)
Actual payments of capitalized interests	6(4)(20)	(31,866)	(36,745)
Other current assets		168,398	(66,768)
Changes in operating liabilities			
Contract liabilities- current		(496,770)	297,165
Notes payable		600	95
Accounts payable		(260,695)	227,455
Other payable		(780)	(51,509)
Other current liabilities		(16,801)	21,954
Cash generated from (used in) operations		2,120,051	(1,549,505)
Interest received		10,697	2,963
Interest paid		(11,477)	(18)
Income taxes paid		(26,275)	(299)
Net cash generated by (used in) operating activities		<u>2,092,996</u>	<u>(1,546,859)</u>

(Continued on next page)

Fong Chien Construction Company Limited and Subsidiaries
CONSOLIDATED STATEMENTS OF CASH FLOWS
December 31, 2023 and 2022

(In Thousands of New Taiwan Dollars)

	NOTE	For the year ended December 31, 2023	For the year ended December 31, 2022
<u>Cash flows from investing activities</u>			
Increase in financial assets at amortized cost		(\$ 145,000)	\$ 125,000
Acquisition of investments accounted for using equity method	6(6)	(180,000)	-
Acquisition of property, plant and equipment	6(7)	(187)	(8,208)
Increase in guaranteed deposits paid		(2,647)	(35,062)
Decrease in guaranteed deposits paid		359	61,987
Proceeds from disposal of intangible assets	6(25)	-	45,247
		-	-
Net cash generated by (used in) investing activities		(327,475)	188,964
<u>Cash flows from financing activities</u>			
Increase in short-term borrowings	6(26)	147,220	294,850
Decrease in short-term borrowings	6(26)	(1,387,770)	-
Proceeds from long-term borrowings	6(26)	339,800	635,300
Repayment in long-term borrowings	6(26)	(4,088)	(287,638)
Increase (decrease) in guaranteed deposits received	6(26)	(108)	108
Distribution of cash dividends	6(15)(26)	(232,502)	(279,003)
Change in non-controlling interests	6(24)	(150)	(270)
Cash dividends paid to non-controlling interest by subsidiaries		-	(460)
Net cash generated by (used in) financing activities		(1,137,598)	362,887
Increase (decrease) in cash and cash equivalents		627,923	(995,008)
Cash and cash equivalents, beginning of year		285,665	1,280,673
Cash and cash equivalents, end of year		\$ 913,588	\$ 285,665

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

Chairman: Yu Qi Yuan

Manager: Rui Lin Liu

Accounting supervisor: Qiong Fei Chen

Fong-Chien Construction Co.,LTD. and Subsidiaries
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED
DECEMBER 31, 2023 and 2022

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

- (1) Company history and business scope
 Fong-Chien Construction Co.,LTD. (the “Company”) was named Hong Dou Construction Company Limited originally. The company was changed to Fong-Chien Construction Co.,LTD. by the resolution of shareholders meeting in June 2014. The Company is primarily engaged in mandating construction enterprises to build public housing, leases and sales of commercial buildings, trading, import and export of building materials. The stocks of Company were traded in Taipei Exchange since December 27, 1999. Additionally, the subsidiary, Hung Yeu Construction Co., Ltd., is primarily engage in comprehensive construction, trading of properties, developments and leases of residences and buildings etc.
- (2) Approval date and procedures of the consolidated financial statements.
 The consolidated financial statements for the years ended December 31, 2023 and 2022 of the Company and subsidiaries (the “Group”) were authorized for issue by the Board of Directors on March 5, 2024.
- (3) New standards, amendments and interpretations adopted

- 1) The accounting standards, including standards or interpretations issued by International Accounting Standards Board and endorsed by the Financial Supervisory Commission (the “FSC”) which have been adopted by the Group as of the date of authorization for issue
 The following summarizes accounting standards, including new, revised, and amended standards and interpretations, which have been endorsed by the FSC, effective for annual period beginning on January 1, 2023:

<u>New, Revised, or Amended Standards or Interpretations</u>	<u>Effective date per IASB</u>
Amendments to IAS 1 “Disclosure of Accounting Policies”	January 1, 2023
Amendments to IAS 8 “Definition of Accounting Estimates”	January 1, 2023
Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”	January 1, 2023
Amendments to IAS 12 “International Tax Reform — Pillar Two Model Rules”	May 23, 2023

The Group assessed that the aforementioned standards and interpretations would not have a significant impact on its financial position and financial performance.

- 2) The accounting standards, including standards or interpretations issued by International Accounting Standards Board and endorsed by the FSC which have not yet been adopted by the Group as of the date of authorization for issue

The following summarizes accounting standards, including new, revised, and amended standards and interpretations, which have been endorsed by the FSC, effective for annual period beginning on January 1, 2024:

<u>New, Revised, or Amended Standards or Interpretations</u>	<u>Effective date per IASB</u>
Amendments to IFRS 16 “Lease Liability in Sale and Leaseback”	January 1, 2024
Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”	January 1, 2024
Amendments to IAS 1 “Non-current Liabilities with Covenants	January 1, 2024
Amendments to IAS 7 and IFRS 7 “Supplier Finance Arrangements”	January 1, 2024

The Group assessed that the aforementioned standards and interpretations would not have a significant impact on its financial position and financial performance.

- 3) The impact of IFRSs accounting standards issued by IASB but not yet endorsed by the FSC

The following summarizes the IFRSs accounting standards issued by IASB but not yet endorsed by the FSC:

<u>New, Revised, or Amended Standards or Interpretations</u>	<u>Effective date per IASB</u>
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 Contract”	January 1, 2023
Amendments to IFRS 17 “Insurance Contract”	January 1, 2023
Amendments to IFRS 17 "Initial Application of IFRS 17 and IFRS 9 - Comparative Information"	January 1, 2023
Amendments to IAS 21 “Lack of Exchangeability”	January 1, 2025

The Group assessed that the aforementioned standards and interpretations would not have a significant impact on its financial position and financial performance.

- (4) Summary of significant accounting policies

The primary accounting policies adopted by the consolidated financial statements are explained below. Except as otherwise explained, the policies are consistently applicable in all reporting periods.

- 1) Statement of compliance

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

- 2) Basis of preparation

1. The accompanying consolidated financial statements have been prepared on the historical cost basis.
 2. Preparing the consolidated financial statements in accordance with IFRSs endorsed by the FSC takes some significant accounting estimate values. And in the process of applying the Group's accounting policies involves the managements' judgments. Please refer to Note 5 for the items involving high judgment or complexity or items involving significant assumptions and estimates in the consolidated financial statements.
- 3) Basis of consolidation
1. Basis of preparation of consolidated financial statements
 - (a) All subsidiaries are included in the Group's consolidated financial statements. Subsidiaries are all entities (including structured entities) controlled by the Group. The Group controls an entity when the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Consolidation of subsidiaries begins from the date the Group obtains control of the subsidiaries and ceases when the Group loses control of the subsidiaries.
 - (b) All intra-group balances, transactions, unrealized gains and losses and dividends resulting from intra-group transactions are eliminated in full. Appropriate adjustments of accounting policies of the subsidiaries have been made to be uniform with the accounting policies of the Group.
 - (c) Components of profit or loss and other comprehensive income of subsidiaries are attributed to the shareholders of the parent company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the shareholders of the parent company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.
 - (d) Changes in parent's ownership interest in a subsidiary that do not result in the parent losing control of the subsidiary (ig. transactions with non-controlling interests) are equity transactions, which are transactions with owners in their capacity as owners. The differences between the adjustment amount of non-controlling interests and the fair value of consideration paid or received are recognized in equity.
 - (e) If the Group losses control of a subsidiary, the retained investments in the former subsidiary shall be remeasured at fair value and recognized as the fair value of financial assets at initial recognition, or the cost of investments in associates or joint ventures at initial recognition. The differences between the fair value and the carrying amount shall be recognized in profit or loss. The Group shall account for all amounts previously recognized in other comprehensive income in relation to that subsidiary on the same basis as would be required if the Group had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognized in other comprehensive income would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group shall reclassify the gain or loss from equity to profit or loss when it loses control of the subsidiary.

2. Subsidiaries included in the consolidated financial statements are as follows:

<u>Investor</u>	<u>Subsidiary</u>	<u>Main business</u>	<u>Percentage of ownership</u>		<u>Note</u>
			<u>December 31, 2023</u>	<u>December 31, 2022</u>	
Fong-Chien Construction Co.,LTD.	Hung Yeu Construction Co., Ltd. (Hung Yeu Company)	Comprehensive construction, trading of properties, developments and leases of residences and buildings	92.83	92.83	
Fong-Chien Construction Co.,LTD.	Hungtu Alishan International Development Co., Ltd. (Hungtu Alishan)	Operation of hotel and restaurant business	-	99.87	Note
Hung Yeu Construction Co., Ltd.	Hungtu Alishan International Development Co., Ltd. (Hungtu Alishan)	Operation of hotel and restaurant business	-	0.01	Note

Note: As Hungtu Alishan has no longer substantively operated, the dissolution and liquidation have been resolved by the shareholders meeting on April 27, 2022. The completion of liquidation has been approved on May 5, 2023 by Chiayi District Court.

3. Subsidiaries excluded from the consolidated financial statements: None.
4. Adjustments and treatments for subsidiaries with different balance sheet dates: None.
5. Significant restrictions: None.
6. Details of subsidiaries that have material non-controlling interests: None.

4) Translation of foreign currencies

The items included in the entities of the Group's financial statements are measured by the currency used in the primary economic environment where the entities operate (functional currency). The consolidated financial statements are expressed in the Company's functional currency, "New Taiwan Dollar."

5) Classification of non-current and current assets and liabilities

1. An asset is classified as current under one of the conditions below:
 - (a) The Group expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
 - (b) The Group holds the asset primarily for the purpose of trading;
 - (c) The Group expects to realize the asset within twelve months after reporting period;
 - (d) The asset is cash or cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Except the circumstances of 5)3., for those assets that are not current are classified as non-current.
2. A liability is classified as current under one of the conditions below:
 - (a) The Group expects to settle the liability in normal operating cycle;
 - (b) The Group holds the liability primarily for the purpose of trading;
 - (c) The liability is due to be settled within twelve months after the reporting period;
 - (d) The Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Except the circumstances of 5)3., for those liabilities that are not current are classified as non-current.

3. As the operating cycles of construction and sales of housing are usually longer than 1 year, the assets and liabilities related to construction and long-term construction contracts shall be classified as current or non-current based on operating cycles (usually 3 years). Other assets and liabilities shall be classified by the criteria of 1 year.
- 6) Cash equivalents

Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and with maturity dates that do not present significant risks of changes in value. If time deposits conform to the conditions as mentioned above, and the Group holds them for the purpose of short-term cash commitment in operation, they are classified as cash equivalents.
- 7) Financial assets at amortized cost
 1. A financial asset is measured at amortized cost if both of the following conditions are met:
 - (a) The objective of the business model for managing the asset is to hold assets in order to collect contractual cash flows.
 - (b) The asset's contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding
 2. A regular way purchase or sale of financial assets at amortized cost is recognized using trade date accounting.
 3. The amount at which the financial assets is measured at initial recognition is the fair value plus transaction costs, and shall be subsequently measured by effective interest method to amortize any difference between that initial amount and the maturity amount as interest revenue, and impairment losses shall be recognized. At derecognition, the profit or loss is recognized in profit or loss.
 4. As the holding periods of the time deposits held by the Group that do not conform to the conditions of cash equivalents are short, the effect of discounting is immaterial. They shall be measured by the investment amounts
- 8) Accounts and notes receivables
 1. Accounts and notes receivables are the accounts and notes with the unconditional right to receive the consideration for the goods transferred or services rendered according to the contracts.
 2. As the effect of discounting of short-term accounts and notes receivables without bearing interests is immaterial, they shall be measured by the original invoice amount.
- 9) Impairment of financial assets

At each balance sheet date, the Group shall assess whether the credit risk on financial assets at amortized cost has increased significantly since initial recognition. The Group shall consider all the reasonable and provable information, including foreseeing information. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group shall measure the loss allowance for that instrument at an amount equal to 12-month expected credit losses. If the credit risk on a financial instrument has increased significantly since initial recognition, the Group shall measure the loss allowance for that instrument at an amount equal to lifetime expected credit losses. For those accounts receivables or contract assets not containing significant financing component, the Group shall measure the loss allowance at an amount equal to lifetime expected credit losses.
- 10) Derecognition of financial assets

The Group shall derecognize the financial assets when the contractual rights to the cash flows from the financial assets expire
- 11) Lease of lessor – operating lease

The Group shall recognize the lease income associated with those leases less any incentives offered to the lessees as profit or loss on a straight-line basis over the lease term.

12) Inventories

Inventories are initially recognized by acquisition cost. Costs are carried over by construction site, and allocated by the ratio of floor space if the inventory is a building, by land ownership portion if the inventory is a land for construction. Inventories in the end of the period are measured at the lower of cost and net realizable value item by item. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and the estimated cost necessary to make the sale.

13) Investments accounted for using equity method – associates

1. An associate is an entity over which the Group has significant influence, but does not control. Generally, the Group directly or indirectly holds over 20% of ownership with voting rights of associates' shares. Investments in associates shall be accounted for by equity method, and recognized by cost at acquisition.
2. An investment in an associate is adjusted thereafter to recognize the Group's share of profit or loss and other comprehensive income of the associate in profit or loss and other comprehensive income accordingly. If the Group's share of losses of an associate equal or exceed its interest in the associate (including any other receivables without guarantees), the Group discontinues recognizing its share of further losses. After the Company's interest is reduced to zero, additional losses are provided for, and a liability is recognized, only to the extent that the Company has incurred legal or constructive obligations or made payments on behalf of the associate.
3. If the changes in equity of associates not due to profit or loss and other comprehensive income, and the changes have no influence to the Company's percentage of ownership to the associates, the Company shall recognize the relevant changes in equity by percentage of ownership into "capital surplus."
4. The Group's share of unrealized profits or losses arising from transactions between the Group and associates are eliminated. Unless transactions provide evidence of an impairment loss of the assets transferred, the unrealized losses shall be eliminated as well. Appropriate adjustments of accounting policies of the associates have been made to be uniform with the accounting policies of the Group.
5. When the Group disposes an associate, if the Group loses significant influence of the associate, the amount previously recognized in other comprehensive income which relates to the associate, the accounting treatment shall be the same as disposal of the related assets and liabilities. That is, if a gain or loss previously recognized in other comprehensive income by the Group would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss to profit or loss. If the Group still has significant influence over the associate, the Group shall only reclassify to profit or loss the proportion of the gain or loss that had previously been recognized in other comprehensive income relating to that reduction in ownership interest.

14) Property, plant and equipment

1. Property, plant and equipment are initially recognized by acquisition cost. The relevant borrowing cost during the period of construction shall be capitalized.
2. Subsequent costs shall be recognized in the carrying value of the assets or as an individual asset, only if it's probable that future economic benefits associated with the item are expected to flow to the Group, and the costs can be measured reliably. The carrying value of the replaced items shall be derecognized. Other fix and maintenance cost are recognized in profit or loss.
3. Property, plant and equipment are subsequently measured by cost model. Aside from land,

which shall not be depreciated, straight-line method is used to allocate the depreciable amount of an asset over its useful life. Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately.

4. The residual value and the useful life of an asset shall be reviewed at each financial year-end, and if expectations differ from previous estimate, or there's significant change in the consuming way of future economic benefits associated with the asset, the changes shall be accounted for as a change in an accounting estimate in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" since the date of the changes. The useful lives of each asset are listed below: Buildings and structures 20~55 years, auxiliary equipment 10 years, and other equipment 3~5 years.
- 15) Investment properties
An investment property is measured initially at cost, and subsequently measured by cost model. Except for land, other investment properties shall be depreciated by straight-line method over their useful life of 50~55 years.
- 16) Impairment of non-financial assets
The Group shall assess at the end of each reporting period whether there is any indication that an asset may be impaired. If any indication is present, the Group shall assess the recoverable amount of the asset. If the recoverable amount of the asset is less than its carrying amount, impairment loss shall be recognized. Recoverable amount is the higher of the cash-generating unit's net fair value and its value in use. If the circumstances or reasons for recognizing impairment loss for an asset in prior years no longer exist or diminish, the impairment loss shall be reversed. The increased carrying amount of an asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined (net of amortization or depreciation) had no impairment loss been recognized for the asset in prior years.
- 17) Borrowings
Borrowings comprise long-term and short-term bank borrowings. Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in profit or loss over the period of the borrowing using the effective interest method.
- 18) Accounts and notes payables
 1. Accounts and notes payables are liabilities to pay for goods or services that have been received from the supplier in operations or not in operations.
 2. As the effect of discounting of short-term accounts and notes payables without bearing interests is immaterial, they shall be measured by the original invoice amount.
- 19) Derecognition of financial liabilities
The Group shall derecognize a financial liability from its statement of financial position when the obligation specified in the contract is discharged or cancelled or expires.
- 20) Employee benefits
 1. Short-term employee benefits
Short-term employee benefits are measured by the undiscounted amount expected to be paid, and recognized as an expense when the employees have rendered service entitling them to the contribution.
 2. Pension
For defined contribution plans, the contributions shall be recognized as pension expenses when they are due on the accrual basis. Prepaid contributions shall be recognized that

excess as an asset to the extent that the prepayment will lead to a cash refund or a reduction in the future payments.

3. Employees' and directors' remuneration

Employees' and supervisors' remuneration are recognized as expenses and liabilities provided that such recognition is required under legal or constructive obligation and those amounts can be reliably estimated. Any difference between the resolved amounts and the subsequently actual distributed amounts is accounted for as changes in estimates. If the employee's remuneration is paid by stock, the basis for calculating the number of shares is the closing price before the date of board of directors' resolution.

21) Income tax

1. The income tax expense for the period comprises current and deferred income tax. Tax is recognized in profit or loss, except to the extent that it relates to the items recognized in other comprehensive income or items recognized directly in equity, in which cases the tax is recognized in other comprehensive income or equity.
2. The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the entities operate and generate taxable income. Management shall periodically evaluate the tax declaration condition, and estimate the income tax liabilities based on the tax expected to be paid to the taxation authority when applicable. An additional tax on unappropriated earnings is recognized as income tax expenses on unappropriated earnings in the year the shareholders' meeting approves the distribution of earnings based on the actual distribution.
3. Deferred income tax shall be recognized for the temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, except to the extent that the deferred tax liabilities arise from the initial recognition of an asset or liability in a transaction which is not a business combination, and at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss), and does not give rise to equal taxable and deductible temporary differences. The Group shall not recognize the deferred tax liabilities for temporary differences associated with investments in subsidiaries and associates, if the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred income tax is measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.
4. Deferred tax assets shall be reassessed at each reporting date and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be recovered.

22) Share capital

Ordinary shares are classified in equity. The incremental costs directly attributable to issuance of new stock or stock options are recognized as the debit elements of the capital in equity.

23) Dividend distribution

The cash dividends to be paid to shareholders shall be recognized as liabilities in the financial statements when the board of directors makes the resolution. The stock dividends shall be recognized as stock dividends to be distributed in the financial statements when the shareholders' meeting makes the resolution, and shall be transferred to ordinary shares at the base date of the new shares.

24) Revenue recognition

1. Sales of properties

The Group shall recognize revenue when the customer obtains control of that asset. For the contracts of selling houses signed, based on the restriction of the terms of the contracts, the

properties cannot be used for other purposes to the Group. And the Group does not have the enforceable rights, until the legal ownership of the properties has transferred to customers. Therefore, revenue is recognized when the legal ownership has transferred to the customers and the Group has acquired the housing confirmation letter at the time the properties are conveyed.

- (b) The contracts of pre-sale houses include the terms of down payments, and the periods from receiving the down payments and the transfers of the control of goods are longer than 1 year. If the Group assesses that individual pre-sale house contract contains significant financial component, the committed consideration shall be adjusted and interest expenses shall be recognized. In addition, the Group shall consider the materiality of the financial component by the contract level, not consider whether the financing is material by the portfolio level. The contract liabilities shall be recognized as revenue when the properties are completed and the control has transferred to customers.

2. Development and resale of land

Revenue is measured by the amount agreed by contracts. The customers shall pay for the contract consideration when the legal ownership of the properties transferred. Under rare circumstances, the Group negotiates with customers to delay the payment, but the delays do not exceed 12 month. As the Group determines that the contracts are without significant financial components, the amounts of considerations are not adjusted.

3. Costs of obtaining contracts with customers

The incremental costs of obtaining a contract (primarily sales commission) shall be recognized as an asset (recognized as other current assets) when incurred if the Group expects to recover those costs, and shall be amortized systematically by the same basis as the goods or services provided related to the assets. If the consideration expected to be received less the costs not recognized as expenses is lower than the carrying amount of the asset subsequently, the difference shall be recognized as impairment loss.

4. Rental income

Rentals are recognized as revenue and amortized by straight-line method over the lease period.

25) Segment information

The segment information shall be reported by the same way as the internal management report provided to the chief operating decision maker. The operations results of operating segment are regularly reviewed by the Group's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance. And the discrete financial information of operating segments is available.

(5) Major sources of uncertainty arising from significant accounting judgments, estimates, and assumptions

When preparing the Group's consolidated financial statements, the management has made judgments to determine the account policies adopted, and make accounting estimates and assumptions based on the reasonable exceptions for future events based on the condition at the balance sheets date. However, these estimates and assumptions could differ from the actual result; thus, they could be assessed and adjusted by taking into account historical experiences and other factors. The estimates and assumptions could result in risks that require a material adjustment to the carrying amount of assets and liabilities in the next fiscal year. The uncertainty of significant accounting judgments, estimates and assumptions is as follows:

Significant accounting estimate values and assumptions

Inventory valuation

As inventories are measured by the lower of cost and net realizable value, the Group has to utilize judgment and estimates to determine the net realizable value of inventories at the balance sheet date.

As of December 31, 2023, the carrying amount of inventories amounted to NT\$3,323,868 thousand.

(6) Explanation of significant accounts

1) Cash and cash equivalents

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Cash on hand and revolving funds	\$ 33	\$ 33
Checking and demand deposits	463,555	235,632
Time deposits	450,000	50,000
Total	<u>\$ 913,588</u>	<u>\$ 285,665</u>

1. As the correspondent banks are credible and the Group has several correspondent banks to diversify the credit risk, the probability of default is expected to be very low.
2. The Group classified the time deposits with original maturity over 3 months and not for the purpose of short-term cash commitment, and cash and cash equivalents with restricted purposes as “financial assets at amortized cost.” As of December 31, 2023 and 2022, the item amounted to NT\$197,000 thousand and NT\$52,000 thousand, respectively.
3. The cash and cash equivalents were not pledged as collateral.

2) Financial assets at amortized cost

<u>Item</u>	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Current items:		
Time deposits with original maturity over 3 months	<u>\$ 197,000</u>	<u>\$ 52,000</u>

1. The profit or loss arising from financial assets at amortized cost recognized is as follows:

<u>Item</u>	<u>2023</u>	<u>2022</u>
Interest revenue	<u>\$ 1,779</u>	<u>\$ 1,760</u>

2. Without consider the collaterals held and other credit enhancement, as of December 31, 2023 and 2022, the most representative credit risk exposure amounts of financial assets at amortized cost are the disclosed amount of financial assets at amortized cost at each period.
3. Please refer to Note 12.2 for the credit risk related to financial assets at amortized cost. As the counterparties of the investments in demand deposits are credible financial institutions, the probability of default is expected to be very low.

3) Notes and accounts receivables

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Notes receivables	<u>\$ 123</u>	<u>\$ 225</u>
Accounts receivables	<u>\$ 23,361</u>	<u>\$ 9,126</u>

1. The aging analysis of notes and accounts receivables is as follows:

	<u>December 31, 2023</u>		<u>December 31, 2022</u>	
	<u>Accounts receivables</u>	<u>Notes receivables</u>	<u>Accounts receivables</u>	<u>Notes receivables</u>
Undue	<u>\$ 23,361</u>	<u>\$ 123</u>	<u>\$ 9,126</u>	<u>\$ 225</u>

The aging analysis is based on the days of overdue.

2. As of December 31, 2023 and 2022 the balances of accounts receivables are arising from contracts with customers. And as of January 1, 2022, the balance of accounts receivables amounted to NT\$20,481 thousand.
 3. The notes and accounts receivables were not pledged as collateral.
 4. Without consider the collaterals held and other credit enhancement, as of December 31, 2023 and 2022, the most representative credit risk exposure amounts of financial assets at amortized cost are the disclosed amount of notes and accounts receivables at each period.
 5. Please refer to Note 12.2 for the credit risk related to notes and accounts receivables.
- 4) Inventories

	<u>December 31, 2023</u>		
	<u>Cost</u>	<u>Allowance for price decline</u>	<u>Carrying amount</u>
Buildings and land held for sale	\$ 471,859	(\$ 6,950)	\$ 464,909
Land under construction	2,212,772	-	2,212,772
Construction work in process	66,861	-	66,861
Land for building	<u>583,659</u>	<u>(4,333)</u>	<u>579,326</u>
Total	<u>\$ 3,335,151</u>	<u>(\$ 11,283)</u>	<u>\$ 3,323,868</u>
	<u>December 31, 2022</u>		
	<u>Cost</u>	<u>Allowance for price decline</u>	<u>Carrying amount</u>
Buildings and land held for sale	\$ 117,855	(\$ 1,559)	\$ 116,296
Land under construction	3,260,560	-	3,260,560
Construction work in process	1,486,211	-	1,486,211
Land for building	<u>583,046</u>	<u>(4,333)</u>	<u>578,713</u>
Total	<u>\$ 5,447,672</u>	<u>(\$ 5,892)</u>	<u>\$ 5,441,780</u>

1. The inventory costs recognized as expenses or losses in current period:

	<u>2023</u>	<u>2022</u>
Costs of buildings and land sold	\$ 2,571,627	\$ 151,177
Losses on inventory valuation	<u>5,391</u>	<u>-</u>
	<u>\$ 2,577,018</u>	<u>\$ 151,177</u>

2. Buildings and land held for sale are as follow:

<u>Name of buildings and land</u>	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Taichung City (Senlifang)	\$ 359,408	\$ -
Taichung City (Mizhidi)	37,511	37,511
Taoyuan City(Jingyinghui)	30,545	35,949
Chiayi City(Chongwentianxia)	29,900	29,900
Houjhuang Section, Duanzhu Section, Tongxing Section	13,500	13,500
Taichung City (Shidaijingying)	<u>995</u>	<u>995</u>
	<u>\$ 471,859</u>	<u>\$ 117,855</u>

3. Land under construction is as follows:

<u>Name of construction site</u>	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Aixing section , Zhubei City (VITA)	\$ -	\$ 720,914
Pingtian section, Taichung City (Senlifang)	-	494,729
Zhenfu section, Taichung City	709,671	709,671
Dingqiaozitou section, Taichung City (Chien 18)	716,043	718,442

Renping section, Taichung City	787,058	616,804
	<u>\$ 2,212,772</u>	<u>\$ 3,260,560</u>

4. Construction work in process is as follows:

Name of construction site	December 31, 2023	December 31, 2022
Aixing section , Zhubei City (VITA)	\$ -	\$ 943,254
Pingtian section, Taichung City (Senlifang)	-	511,013
Zhenfu section, Taichung City	30,274	20,195
Dingqiao zitou section, Taichung City (Chien 18)	28,853	8,697
Renping section, Taichung City	7,734	3,052
	<u>\$ 66,861</u>	<u>\$ 1,486,211</u>

5. Land held for construction is as follows:

Name of construction site	December 31, 2023	December 31, 2022
Neiweng Section	\$ 547,259	\$ 546,658
Pingxin Section	24,797	24,785
Renyitan hotel	11,603	11,603
	<u>\$ 583,659</u>	<u>\$ 583,046</u>

6. Please refer to Note 6(19) for the capitalized amount of the interests of inventories for the years ended December 31, 2023 and 2022. The interest rate intervals used for calculating the capitalization of interests are 2.29%~2.62% and 1.76%~2.28%.

7. Please refer to Note 8 for the inventories pledged as collaterals.

8. The Company has signed of the sale and purchase of land with the seller of the land of No. 46 on Zhenfu section, Taichung City on July 31, 2020. As the seller applied seal change with the land office on September 10, 2020, the Company was unable to proceed with the registration process of transferring the ownership. In addition, as the seller's second son applied a ruling that orders an injunction to Taiwan Taichung District Court and the registration of restriction was issued, the Company was unable to implement the transfer of ownership. Therefore, the Company filed a complaint based on the contract to request the seller to repay the first installment of down payment, and the second installment of official seal payment, with total amount NT\$23,540 thousand (recognized as other receivables) and liquidated damages, etc. Taiwan Taichung District Court has completed the civil judgment on June 30, 2022, the result is that the seller has to repay the Company NT\$23,540 thousand of considerations, NT\$17,662 thousand of liquidated damages, NT\$370 thousand of court costs, and NT\$3,971 thousand of legal interests accrued until December 31, 2022. The total amount is NT\$45,453 thousand (recognized as other receivables). The Company has applied to the court to distraint the land of No. 46 on Zhenfu section, Taichung City on July 11, 2022, and the proceeds from the distraint of NT\$46,272 thousand (including the legal interests accrued from January 1 to March 9, 2023 of NT\$393 thousand and the expense of execution of NT\$336 thousand) has been distributed by the letter from the court on April 6, 2023. The payment has been collected in full on May 10, 2023.

5) Other current assets

December 31, December 31,

	<u>2023</u>	<u>2022</u>
Current incremental costs of obtaining contracts	\$ 26,807	\$ 150,550
Taxes overpaid retained for offsetting the future tax payables	5,175	47,354
Performance bonds	1,720	62
Other current assets-others	2,074	4,552
	<u>\$ 35,776</u>	<u>\$ 202,518</u>

6) Investments accounted for using equity method

	<u>2023</u>	<u>2022</u>
January 1	\$ -	\$ -
Increase in investments accounted for using equity method	180,000	-
Share of profit or loss of investments accounted for using equity method	(482)	-
December 31	<u>\$ 179,518</u>	<u>\$ -</u>

1. The Company resolved by the board of directors on March 15, 2023 to participate in the “Urban Renewal Project in the Renewal Area in Southern Side of Chien Kung Senior High School, Hsinchu City” by business alliance with DaMei Investment Co., Ltd. and jointly establish “Fong Suei Construction Co., Ltd.” The Company invested NT\$180,000 thousand, and acquired 30% of ownership. As the Company has significant influence over the investee, it is recognized as investments accounted for using equity method.

2. The share of profit or loss of associates accounted for using equity method is as follows:

<u>Investee</u>	<u>2023</u>
Fong Suei Construction Co., Ltd.	<u>(\$ 482)</u>

The aforementioned share of profit or loss of associates accounted for using equity method has been recognized based on the financial statements in the same period audited and attested by other auditors.

7) Property, plant and equipment

	<u>January 1, 2023</u>	<u>Additions</u>	<u>Deductions</u>	<u>Transfers</u>	<u>December 31, 2023</u>
<u>Cost</u>					
Land	\$ 18,078	\$ -	\$ -	\$ -	\$ 18,078
Buildings and structures	17,027	-	-	-	17,027
Auxiliary equipment	8,117	-	-	-	8,117
Other equipment	3,120	187	-	-	3,307
	<u>\$ 46,342</u>	<u>\$ 187</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 46,529</u>

Accumulated depreciation

Buildings and structures	(\$ 98)	(\$ 806)	\$ -	-\$ -	(\$ 904)
Auxiliary equipment	(6)	(738)	-	-(744)	(744)
Other equipment	(2,972)	(159)	-	-(3,131)	(3,131)
	<u>(\$ 3,076)</u>	<u>(\$ 1,703)</u>	<u>\$ -</u>	<u>-\$ 4,779</u>	<u>(\$ 4,779)</u>
	<u>\$ 43,266</u>				<u>\$ 41,750</u>

	<u>January 1, 2022</u>	<u>Additions</u>	<u>Deductions</u>	<u>Transfers</u>	<u>December 31, 2022</u>
<u>Cost</u>					
Land	\$ 18,078	\$ -	\$ -	\$ -	\$ 18,078
Buildings and structures	17,872	-	(845)	-	17,027
Auxiliary equipment	29,900	8,208	(30,138)	147	8,117
Other equipment	5,294	-	(2,174)	-	3,120
Unfinished construction and equipment under acceptance	147	-	-	(147)	-
	<u>\$ 71,291</u>	<u>\$ 8,208</u>	<u>(\$ 33,157)</u>	<u>\$ -</u>	<u>\$ 46,342</u>

Accumulated depreciation

Buildings and structures	(\$ 340)	(\$ 603)	\$ 845	\$ -	(\$ 98)
Auxiliary equipment	(29,900)	(244)	30,138	-(6)	(6)
Other equipment	(4,774)	(372)	2,174	-(2,972)	(2,972)
	<u>(\$ 35,014)</u>	<u>(\$ 1,219)</u>	<u>\$ 33,157</u>	<u>\$ -</u>	<u>(\$ 3,076)</u>
	<u>\$ 36,277</u>				<u>\$ 43,266</u>

8) Lease transactions – lessor

1. The underlying assets of the lease transactions that the Group involves are land. The duration of lease term is usually 1 to 6 years. The lease contracts are negotiated individually and applicable to different terms and conditions. In order to guarantee the condition of the leased assets, the Group usually requests the lessees not to use the lease assets as collaterals, or to provide guarantees for residual values.
2. The operating revenue-rental income of buildings from operating leases for the years ended December 31, 2023 and 2022 amounted to NT\$4,809 thousand and NT\$4,275 thousand, respectively. There is no variable lease payment.

3. The maturity analysis of the lease payments of operating lease is as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
1 year	\$ 3,407	\$ 4,767
1~5 years	<u>62</u>	<u>3,291</u>
Total	<u>\$ 3,469</u>	<u>\$ 8,058</u>

9) Investment properties

	<u>January 1, 2023</u>	<u>Additions</u>	<u>Deductions</u>	<u>December 31, 2023</u>
<u>Cost</u>				
Land	\$ 92,700	\$ -	\$ -	\$ 92,700
Buildings and structures	<u>27,713</u>	<u>-</u>	<u>-</u>	<u>27,713</u>
	<u>\$ 120,413</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 120,413</u>
<u>Accumulated depreciation</u>				
Buildings and structures	(\$ 10,914)	(\$ 533)	\$ -	(\$ 11,447)
	<u>\$ 109,499</u>			<u>\$ 108,966</u>
	<u>January 1, 2022</u>	<u>Additions</u>	<u>Deductions</u>	<u>December 31, 2022</u>
<u>Cost</u>				
Land	\$ 92,700	\$ -	\$ -	\$ 92,700
Buildings and structures	<u>27,713</u>	<u>-</u>	<u>-</u>	<u>27,713</u>
	<u>\$ 120,413</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 120,413</u>
<u>Accumulated depreciation</u>				
Buildings and structures	(\$ 10,381)	(\$ 533)	\$ -	(\$ 10,914)
	<u>\$ 110,032</u>			<u>\$ 109,499</u>

1. The rental income and direct operating expenses of investment properties are as follows:

	<u>2023</u>	<u>2022</u>
Rental income from investment properties	<u>\$ 4,129</u>	<u>\$ 4,121</u>
Direct operating expenses incurred by the investment properties with current rental income	<u>\$ 656</u>	<u>\$ 766</u>

2. The fair value of the investment properties amounted to NT\$126,870 thousand and NT\$124,652 thousand for the years ended December 31, 2023 and 2022, respectively. The fair value is in the scope of level 3 of fair value hierarchy, which is the not valuated by an independent appraiser. The fair value is evaluated by the management using the valuation model often used by market participants, by discounting future cash flows of rental income. The significant unobservable inputs include the discount rate.

3. Please refer to Note 8 for the information on investment properties pledged as collaterals.

10) Short-term borrowings

<u>Types of borrowing</u>	<u>Loan period and repayment</u>	<u>Interest rate</u>	<u>Collateral</u>	<u>December 31, 2023</u>
Bank loan				
Secured loans	June 9, 2022~ June 9, 2027	2.300%	Inventories – land under construction	\$ 435,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Unsecured loans	November 14, 2022~ June 9, 2027	2.550%	None	28,000
	Interests shall be paid monthly, and the principal			

Secured loans	shall be repaid at maturity. January 18, 2023~ June 9, 2027 Interests shall be paid monthly, and the principal shall be repaid at maturity.	2.400%	Inventories – land under construction	93,800
				<u>\$ 556,800</u>
<u>Types of borrowing</u>	<u>Loan period and repayment</u>	<u>Interest rate</u>	<u>Collateral</u>	<u>December 31, 2022</u>
Bank loan				
Secured loans	May 31, 2019~ May 31, 2024 Interests shall be paid monthly, and the principal shall be repaid at maturity.	2.350%	Inventories – land under construction	\$ 576,700
Secured loans	May 22, 2019~ May 22, 2024 Interests shall be paid monthly, and the principal shall be repaid at maturity.	2.350%	Inventories – land under construction	369,000
Secured loans	August 21, 2020~ August 21, 2025 Interests shall be paid monthly, and the principal shall be repaid at maturity.	2.500%	Inventories – construction work in process	160,650
Secured loans	February 9, 2021~ February 9, 2026 Interests shall be paid monthly, and the principal shall be repaid at maturity.	2.400%	Inventories – construction work in process	134,200
				<u>\$ 1,240,550</u>

1. Inventories were pledged as collaterals for the aforementioned borrowings as of December 31, 2023 and 2022 and key management also provided guarantees. Please refer to Note 7.2.
2. Please refer to Note 8 for the assets pledge as collaterals for the short-term borrowings.

11) Long-term borrowings

<u>Types of borrowing</u>	<u>Loan period and repayment</u>	<u>Interest rate</u>	<u>Collateral</u>	<u>December 31, 2023</u>
Long-term bank loans				
Secured loans	April 19, 2017~ April 19, 2032	2.380%	Inventories-buildings and land held for sale, investment properties	\$ 26,088
	Interests shall be paid monthly, and the principal shall be repaid in installments since the third year.			
Secured loans	August 11, 2017~ August 11, 2032	2.380%	Investment properties	12,485
	Interests shall be paid monthly, and the principal shall be repaid in installments since the third year.			
Secured loans	July 13, 2021~January 13, 2025	2.450%	Inventories-land under construction	305,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Secured loans	April 27, 2022~January 13, 2025	2.550%	Inventories-land under construction	172,300
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Secured loans	March 15, 2023~ March 15, 2028	2.550%	Inventories-land under construction	246,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Subtotal				<u>761,873</u>
Less: current portion of long-term borrowings				<u>(4,177)</u>
Total				<u>\$ 757,696</u>

<u>Types of borrowing</u>	<u>Loan period and repayment</u>	<u>Interest rate</u>	<u>Collateral</u>	<u>December 31, 2022</u>
Long-term bank loans				
Secured loans	April 19, 2017~ April 19, 2032	2.130%	Inventories-buildings and land held for sale, investment properties	\$ 28,890
	Interests shall be paid monthly, and the principal shall be repaid in installments since the third year.			
Secured loans	August 11, 2017~ August 11, 2032	2.130%	Investment properties	13,771
	Interests shall be paid monthly, and the principal shall be repaid in installments since the third year.			
Secured loans	July 13, 2021~January 13, 2025	2.325%	Inventories-land under construction	305,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Secured loans	April 27, 2022~January 13, 2025	2.425%	Inventories-land under construction	172,300
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Secured loans	June 9, 2022~ June 9, 2027	2.175%	Inventories-land under construction	435,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Unsecured loans	November 14, 2022~June 9, 2027	2.425%	None	28,000
	Interests shall be paid monthly, and the principal shall be repaid at maturity.			
Subtotal				<u>982,961</u>
Less: current portion of long-term borrowings				<u>(4,076)</u>
Total				<u>\$ 978,885</u>

(The remainder is intentionally left blank.)

1. Inventories and investment properties were pledged as collaterals for the aforementioned borrowings as of December 31, 2023 and 2022, and key management also provided guarantees. Please refer to Note 7.2.
2. Please refer to Note 8 for the assets pledge as collaterals for the long-term borrowings.

12) Pension

1. The employee pension plan under the Labor Pension Act of the R.O.C. is a defined contribution plan. Since July 1, 2005, pursuant to the plan, the Company and domestic subsidiaries make monthly contributions of 6% based on each individual employee's salary or wage to employees' pension accounts for employees who chose to continue to be subject to the pension mechanism under the Labor Standards Act. The labor pension shall be paid for monthly pension payments or lump-sum payment, based on the principal and accrued dividends from an employee's individual labor pension account.
2. The pension costs recognized based on the aforementioned pension plan amounted to NT\$634 thousand and NT\$599 thousand for the years ended December 31, 2023 and 2022, respectively.

13) Share capital

The Company had authorized capital of NT\$2,000,000 thousand as of December 31, 2023, of which 155,001 thousand shares with par value of NT\$10 were issued. The paid-in capital is NT\$1,550,015 thousand.

The numbers of outstanding ordinary shares in the beginning and in the end of the period are reconciled as follows (unit: thousands of shares):

	2023	2022
Number of shares as of January 1 and December 31	155,001	155,001

14) Capital surplus

According to the regulation of the Company Act, where a company incurs no loss, it may distribute the income derived from the issuance of new shares at a premium, and the income from endowments received by the company, by issuing new shares which shall be distributable as dividend shares to its original shareholders in proportion to the number of shares being held by each of them or by cash. Based on the relevant regulations of Securities and Exchange Act, where a company intends to capitalize the aforementioned capital surplus, the total amount per year shall not exceed 10% of paid-in capital. A company shall not use the capital surplus to make good its capital loss, unless the surplus reserve is insufficient to make good such loss.

15) Retained earnings

1. According to the Articles of Incorporation, if there is any net profit after closing of a fiscal year, the profits shall be distributed in the following order:
 - (a) payment of all taxes and dues;
 - (b) offsetting losses in prior years;
 - (c) setting aside a legal capital reserve at 10% of the profits left over, provided that no allocation of legal reserve is required if the accumulated legal reserve is equivalent to the total capital amount of the Company;
 - (d) setting aside or rotating special reserve according to the rule set out by the government authority in charge;
 - (e) If there is still remaining balance, the Company shall set aside with accumulated unappropriated retained earnings for shareholders' dividends. The Board of Directors shall draw up a meeting regarding the issue of profit distribution and report to the shareholders' meeting for the resolution of the distribution of the dividend.

The dividend policies of the Company take consideration of the operation of the Company, funding requirements, the changes in internal and external environments and shareholders'

interests. Earnings may be distributed entirely or partially. The dividends may be distributed in cash or in stock, and the ratio of cash dividend shall be no less than 10% of total distribution.

According to Article 240-5 of the Company Act, the Company authorizes the distributable dividends and bonuses may be paid in cash after a resolution has been adopted at a meeting of the board of directors; and in addition, there to a report of such distribution shall be reported to the shareholders' meeting, but shall not be submitted to the shareholders' meeting for approval.

2. The legal reserve shall not be used except for making good the deficit of the company and being distributed by issuing new shares which shall be distributable as dividend shares to its original shareholders in proportion to the number of shares being held by each of them or by cash, for the portion in excess of 25% of the paid-in capital.
3. When distributing distributable earnings, the Company shall set aside special reserve for the debit balance under other equity in the balance sheets according to regulations. If any of the debit balance under other equity is reversed, the special reserve in the amount equal to the reversal may be reversed for earnings distribution.
4. The earnings distribution proposal of 2021 has been resolved by the physical shareholder's meeting held on June 8, 2022. The earnings distribution proposal of 2022 has been resolved by the board of directors on March 15, 2023, and submitted to shareholders meeting on May 31, 2023. The distribution proposals are as follows:

	2022		2021	
	Amount	Dividend per share	Amount	Dividend per share
Legal reserve	\$ 46,964		\$ 91,644	
Cash dividend	232,502	\$ 1.5	279,003	\$ 1.8
Total	<u>\$ 279,466</u>		<u>\$ 370,647</u>	

The earnings distribution proposal for the year ended December 31, 2021 is the same as the board of directors' proposals proposed on March 16, 2022.

5. The earnings distribution for the year ended December 31, 2023 has been resolved by the board of directors to be NT\$1.5 of dividend per ordinary share, with total amount NT\$232,502 thousand on March 5, 2024.

16) Operating revenue

	2023	2022
Revenue from contracts with customers	\$ 3,326,986	\$ 213,169
Others-Rental income of buildings	4,809	4,275
Total	<u>\$ 3,331,795</u>	<u>\$ 217,444</u>

1. Classification of revenue from contracts with customers

The revenue of the Group can be classified geographically as follows:

2023	Construction division			Total
	South area	Central area	North area	
Segment revenue	<u>\$ -</u>	<u>\$ 1,159,540</u>	<u>\$ 2,167,446</u>	<u>\$ 3,326,986</u>
Time of revenue recognition				
Revenue recognized at a point in time				<u>\$ 3,326,986</u>
2022	Construction division			Total
	South area	Central area	North area	
Segment revenue	<u>\$ -</u>	<u>\$ 1,266</u>	<u>\$ 211,903</u>	<u>\$ 213,169</u>
Time of revenue recognition				
Revenue recognized at a point in time				<u>\$ 213,169</u>

2. As of December 31, 2023 and 2022, the total amount of the allocated transaction prices for not fulfilling contractual obligations and the expected years of revenue recognition of the signed contracts of sales of buildings and land are as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Contract amount of signed contracts	\$ 756,920	\$ 3,914,720
Expected years of revenue recognition	2024~2026	2023~2024

3. Contract liabilities

The receipts in advance are contract liabilities relevant to recognition of revenue from contracts with customers as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>	<u>January 1, 2022</u>
Contract liabilities	\$ 227,431	\$ 724,201	\$ 427,036

Revenue arising from contract liabilities in the beginning of the period recognized in the current period:

	<u>2023</u>	<u>2022</u>
Revenue arising from contract liabilities in the beginning of the period recognized in the current period	\$ 645,601	\$ 2,058

17) Interest revenue

	<u>2023</u>	<u>2022</u>
Interests from bank deposits	\$ 4,800	\$ 1,178
Interest revenue from financial assets at amortized cost	1,779	1,760
Other interest revenue	418	3,981
	<u>\$ 6,997</u>	<u>\$ 6,919</u>

18) Other revenue

	<u>2023</u>	<u>2022</u>
Other commission income	\$ 18	\$ 69
Unpaid payables transferred to other revenue	-	595
Income from liquidated damages (Note)	-	17,662
Other revenue – others	442	1,175
	<u>\$ 460</u>	<u>\$ 19,501</u>

Note: Please refer to Note 6.4.8 for the explanation of the recognition based on the judgment of litigation.

19) Other gains and losses

	<u>2023</u>	<u>2022</u>
Gains on disposal of intangible assets	\$ -	\$ 452,652

The gains on disposal of intangible assets for the year ended December 31, 2022 arose from the registration of cancellation of the superficies of Beimen Railway Station Hotel and transfer the ownership to the Forestry Bureau. And the Forestry Bureau has paid for the considerations of the paid transfer and maintenance expenses with the amount of NT\$757,766 thousand (with VAT). As the properties of Beimen Railway Station Hotel have been delivered and confirmed,

the control of intangible assets has been transferred, and gain on disposal of intangible assets recognized amounted to NT\$452,652 thousand.

20) Financial costs

	<u>2023</u>	<u>2022</u>
Interest expenses:		
Bank loans	\$ 38,370	\$ 37,990
Others	<u>3,904</u>	<u>18</u>
	42,274	38,008
Less: interests eligible for capitalization		
	(31,866)	(37,990)
Financial costs	<u>\$ 10,408</u>	<u>\$ 18</u>

21) Additional information on nature of expenses

	<u>2023</u>		
	<u>Operating costs</u>	<u>Operating expenses</u>	<u>Total</u>
Employee benefits expenses			
Payroll expenses	\$ -	\$ 16,946	\$ 16,946
Labor and health insurance expenses	-	1,382	1,382
Pension expenses	-	634	634
Directors' remuneration	-	8,343	8,343
Other employee benefits expenses	<u>-</u>	<u>2,363</u>	<u>2,363</u>
Total	<u>\$ -</u>	<u>\$ 29,668</u>	<u>\$ 29,668</u>
Depreciation expenses of property, plant and equipment	<u>\$ -</u>	<u>\$ 1,703</u>	<u>\$ 1,703</u>
Depreciation expenses of investment properties	<u>\$ 533</u>	<u>\$ -</u>	<u>\$ 533</u>
	<u>2022</u>		
	<u>Operating costs</u>	<u>Operating expenses</u>	<u>Total</u>
Employee benefits expenses			
Payroll expenses	\$ -	\$ 15,445	\$ 15,445
Labor and health insurance expenses	-	1,450	1,450
Pension expenses	-	599	599
Directors' remuneration	-	7,055	7,055
Other employee benefits expenses	<u>-</u>	<u>773</u>	<u>773</u>
Total	<u>\$ -</u>	<u>\$ 25,322</u>	<u>\$ 25,322</u>
Depreciation expenses of property, plant and equipment	<u>\$ -</u>	<u>\$ 1,219</u>	<u>\$ 1,219</u>
Depreciation expenses of investment properties	<u>\$ 533</u>	<u>\$ -</u>	<u>\$ 533</u>

1. According to the Company's Articles of Incorporation, in order to motivate employees and the operating team, the Company shall allocate remuneration to employees at the rate no lower than 1% of annual profits, and to directors at the rate of no higher than 3% of annual profits during the period; provided, however, that when the Company has accumulated losses, the profits shall be preserved to make up for losses, before distributing to employees and directors. The employees' remuneration shall be distributed in stock or cash, which may

include eligible employees of affiliated companies. The resolution shall be made by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors, and reported to the shareholders' meeting. The directors' remuneration shall be only distributed in cash.

2. The employees' and directors' remunerations are estimated as follows:

	2023	2022
Employees' remuneration	\$ 581	\$ 501
Directors' remuneration	5,809	5,015
	<u>\$ 6,390</u>	<u>\$ 5,516</u>

The aforementioned amounts are recognized as payroll expenses, which are accrued based on the profitability of the year. The employees' and directors' remunerations for the years ended December 31, 2023 and 2022 were accrued by the ratios as follows:

	2023	2022
Employees' remuneration ratio	1‰	1‰
Directors' remuneration ratio	1%	1%

The amounts resolved by the board of directors are the same as the employees' and directors' remunerations amounts recognized in the financial statements of 2022. The employees' and directors' remunerations will be paid in cash. The actual distribution amounts of employees' and directors' remunerations are the same as the accrued amounts.

3. The information about the employees' and directors' compensation resolved by the board of directors is available at the Market Observation Post System website.

22) Income tax

1. Income tax expenses (benefits)

Composition of income tax expenses (benefits):

	2023	2022
Current income tax:		
Current income tax charge	\$ -	\$ -
Land Value Increment Tax	519	279
Additional tax on unappropriated earnings	9,508	26,039
Underestimation of income tax of prior periods	89	-
Total current income tax charge	<u>10,116</u>	<u>26,318</u>
Deferred income tax		
Origination and reversal of temporary differences	(14,081)	-
Total deferred income tax	<u>(14,081)</u>	<u>-</u>
Income tax expenses (benefits)	<u>(\$ 3,965)</u>	<u>\$ 26,318</u>

2. The relationship between income tax expenses and accounting profit

	<u>2023</u>	<u>2022</u>
Tax payables calculated by profit before tax multiplying the enacted tax rates	\$ 115,125	\$ 99,069
Tax exempt income based on tax laws (Additional tax on unappropriated earnings)	(477)	(93,715)
Effect of Land Value Increment Tax	9,508	26,039
Unrecognized deferred tax assets arising from temporary differences	519	279
Unrecognized deferred tax assets arising from tax losses	-	(1,021)
Evaluation changes in the realizability of deferred tax assets	-	123
Underestimation of income tax of prior periods	(128,729)	(4,456)
	<u>89</u>	<u>-</u>
Income tax expenses (benefits)	<u>(\$ 3,965)</u>	<u>\$ 26,318</u>

3. The amounts of deferred income tax assets arising from temporary differences are as follows:

	<u>2023</u>	<u>Recognized in</u>	<u>December 31</u>
	<u>January 1</u>	<u>profit or loss</u>	<u>December 31</u>
Deferred income tax assets:			
-Temporary differences :			
Allowances for inventory valuation losses	\$ -	\$ 412	\$ 412
Unrealized gross profit in the current period	-	13,643	13,643
Capitalized interests under new system	-	26	26
Total	<u>\$ -</u>	<u>\$ 14,081</u>	<u>\$ 14,081</u>

2022: None.

4. The deductible deadline of unused tax loss and amount of the unrecognized deferred tax assets of the Company and subsidiaries are as follows:

<u>December 31, 2023</u>						
<u>Year of occurrence</u>	<u>Company name</u>	<u>Declared/verified amount</u>	<u>Undeducted amount</u>	<u>Amount of unrecognized deferred tax assets</u>	<u>Last deductible year</u>	
2018	Fong-Chien	Verified amount	\$ 21,489	\$ 21,489		2028

<u>December 31, 2022</u>						
<u>Year of occurrence</u>	<u>Company name</u>	<u>Declared/verified amount</u>	<u>Undeducted amount</u>	<u>Amount of unrecognized deferred tax assets</u>	<u>Last deductible year</u>	
2018	Hung Yeu	Verified amount	\$ 1,029	\$ 1,029		2028
2019	Hung Yeu	Verified amount	129	129		2029
2021	Hung Yeu	Verified amount	488	488		2031
2022	Hung Yeu	Declared amount	615	615		2032
		Total	<u>\$ 2,261</u>	<u>\$ 2,261</u>		
		Total	<u>\$ 23,750</u>	<u>\$ 23,750</u>		

<u>December 31, 2022</u>						
<u>Year of occurrence</u>	<u>Company name</u>	<u>Declared/verified amount</u>	<u>Undeducted amount</u>	<u>Amount of unrecognized deferred tax assets</u>	<u>Last deductible year</u>	

2013	Fong-Chien	Verified amount	\$	514,995	\$	514,995	2023
2015	Fong-Chien	Verified amount		43,964		43,964	2025
2016	Fong-Chien	Verified amount		26,666		26,666	2026
2017	Fong-Chien	Verified amount		7,458		7,458	2027
2018	Fong-Chien	Verified amount		53,155		53,155	2028
		Total	\$	<u>646,238</u>	\$	<u>646,238</u>	

December 31, 2022

<u>Year of occurrence</u>	<u>Company name</u>	<u>Declared/verified amount</u>	<u>Undeducted amount</u>	<u>Amount of unrecognized deferred tax assets</u>	<u>Last deductible year</u>
2018	Hung Yeu	Verified amount	\$ 2,098	\$ 2,098	2028
2019	Hung Yeu	Verified amount	129	129	2029
2021	Hung Yeu	Declared amount	488	488	2031
2022	Hung Yeu	Expected declared amount	615	615	2032
		Total	\$ <u>3,330</u>	\$ <u>3,330</u>	

December 29, 2022 is the date of completion of liquidation of Hungtu Alishan. The court is implementing the procedures of completion of liquidation. Please refer to the explanation in Note 4.3.2.

December 31, 2022

<u>Year of occurrence</u>	<u>Company name</u>	<u>Declared/verified amount</u>	<u>Undeducted amount</u>	<u>Amount of unrecognized deferred tax assets</u>	<u>Last deductible year</u>
2013	Alishan	Verified amount	\$ 29,899	\$ 29,899	2023
2014	Alishan	Verified amount	23,861	23,861	2024
2015	Alishan	Verified amount	21,997	21,997	2025
2016	Alishan	Verified amount	22,073	22,073	2026
2017	Alishan	Verified amount	8,387	8,387	2027
2018	Alishan	Verified amount	7,820	7,820	2028
2019	Alishan	Verified amount	7,824	7,824	2029
2020	Alishan	Verified amount	6,537	6,537	2030
2022	Alishan	Verified amount	4,854	4,854	2032
		Total	\$ <u>133,252</u>	\$ <u>133,252</u>	
		Total	\$ <u>782,820</u>	\$ <u>782,820</u>	

5. Deductible temporary differences of unrecognized deferred tax assets:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Deductible temporary differences	\$ <u>9,225</u>	\$ <u>79,231</u>

6. Profit-seeking Enterprise Income Taxes of the Group have been verified by the tax collection authority until the years as follows:

	<u>Fong-Chien</u>	<u>Hung Yeu</u>	<u>Hungtu Alishan</u>
Verified year	<u>2021</u>	<u>2021</u>	<u>2022</u>

23) Earnings per share

	2023		
	<u>After-tax amount</u>	<u>Weighted –average outstanding shares (thousand)</u>	<u>Earnings per share (NT\$)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 578,518	155,001	\$ 3.73
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	578,518	155,001	
Effect of diluted potential ordinary shares			
Employees' remuneration	-	25	
Profit attributable to ordinary shareholders of the parent plus the effect of potential ordinary shares	\$ 578,518	155,026	\$ 3.73
		2022	
	<u>After-tax amount</u>	<u>Weighted –average outstanding shares (thousand)</u>	<u>Earnings per share (NT\$)</u>
<u>Basic earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	\$ 469,636	155,001	\$ 3.03
<u>Diluted earnings per share</u>			
Profit attributable to ordinary shareholders of the parent	469,636	155,001	
Effect of diluted potential ordinary shares			
Employees' remuneration	-	27	
Profit attributable to ordinary shareholders of the parent plus the effect of potential ordinary shares	\$ 469,636	155,028	\$ 3.03

When calculating the diluted earnings per share, assume the employees' remunerations to be paid in stock, and add the diluted potential ordinary shares into the calculation of diluted weighted average number of ordinary shares outstanding to calculate the diluted earnings per share.

24) Transactions with non-controlling interests

1. The subsidiary of the Group, Hungtu Alishan, has resolved the distribution of residual properties by extraordinary shareholders meeting on January 11, 2023. The transaction decreased the amount of non-controlling interests by NT\$150 thousand.
2. The refund of the payment for shares for capital reduction of the subsidiary of the Group, Hungtu Alishan, on February 23, 2022, amounted to NT\$225,000 thousand, which decreased the amount of non-controlling interests by NT\$270 thousand.

25) Supplementary information of cash flows

Investing activities involve only partial cash receipts:

	2023	2022
Disposal of intangible assets	\$ -	\$ 314,277
Gains on disposal of intangible assets	-	452,652
Proceeds from disposal of intangible assets	-	766,929
Less: receipts in advance in the beginning of the period	-	(721,682)
Add: receipts in advance in the end of the period	-	-
Cash receipts in the current period	<u>\$ -</u>	<u>\$ 45,247</u>

26) Changes in the liabilities arising from financing activities

	January 1, 2023	<u>Changes in cash</u>			December 31, 2023
		<u>flows from</u> financing activities	<u>Non-cash</u> flow increase	<u>Non-cash</u> flow transfers	
Short-term borrowings	\$ 1,240,550	(\$ 1,240,550)	\$ 556,800	\$ -	\$ 556,800
Long-term borrowings (including the current portion)	982,961	335,712	-	(556,800)	761,873
Dividends payables	-	(232,502)	232,502	-	-
Guaranteed deposits received	1,312	(108)	-	-	1,204
Total liabilities arising from financing activities	<u>\$ 2,224,823</u>	<u>(\$ 1,137,448)</u>	<u>\$ 789,302</u>	<u>(\$ 556,800)</u>	<u>\$ 1,319,877</u>

	January 1, 2022	<u>Changes in cash</u>			December 31, 2022
		<u>flows from</u> financing activities	<u>Non-cash</u> flow increase	<u>Non-cash</u> flow transfers	
Short-term borrowings	\$ 945,700	\$ 294,850	\$ -	\$ -	\$ 1,240,550
Long-term borrowings (including the current portion)	635,299	347,662	-	-	982,961
Dividends payables	-	(279,003)	279,003	-	-
Guaranteed deposits received	1,204	108	-	-	1,312
Total liabilities arising from financing activities	<u>\$1,582,203</u>	<u>\$ 363,617</u>	<u>\$279,003</u>	<u>\$ -</u>	<u>\$ 2,224,823</u>

(7) Related party transactions

1) Related party names and relationships

<u>Related party name</u>	<u>Relationship with the Group</u>
Fong Suei Construction Co., Ltd. (Fong Suei Construction)	Associate
Fong Yi Construction Co., Ltd. (Fong Yi Construction)	The chairman is the first degree relative of the general manager of the Company
Holy Grace Construction Corp. (Holy Grace Construction)	The chairman is the first degree relative of the general manager of the Company
Grace Hospitality Management Co., Ltd. (Grace Hospitality)	The chairman is the second degree relative of the general manager of the Company
Jing Chi Development Co., Ltd. (Jing Chi Development)	The chairman is the general manager of the Company
Liu, Shu-Chu	The first degree relative of the general manager of the Company

2) Significant transactions with related parties

1. Lease transactions — lessee

(a) The Group rents buildings from other related parties. The periods of the lease contracts are 1 month to 3 years. The calculation of rental is determined by the rental in the neighborhood and the area rent. The rents are paid in every half year.

(b) Rental expenses

	2023	2022
Holy Grace Construction	\$ -	\$ 165

2. Jointly and severally liability of peer industries — commission expenses

	2023	2022
Jing Chi Development	\$ -	\$ 201
Grace Hospitality	30	-
	\$ 30	\$ 201

3. Commission income

	2023	2022
Grace Hospitality	\$ 18	\$ -

The commission income arose from the subsidiary of the Group, Hung Yeu, providing joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act in the same industry for Grace Hospitality.

4. Other receivables

	2023	2022
Grace Hospitality	\$ 19	\$ -

5. Other payables

	2023	2022
Grace Hospitality	\$ 32	\$ -

6. Details of guarantees

(a) The Group provided endorsement and guarantee for other related parties as follows:

a. As of December 31, 2023 and 2022, in order to provide companies in the same industry among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, the Company provided jointly and severally liability of peer industries for related parties, Fong Yi Construction Co., Ltd. ,and Cornerstone Inverstment Co., Ltd. by the amount of NT\$425,690 thousand. The guarantee period is from the date of signing mutual guarantee contracts, which are audited and approved by the association, and the performance guarantee expires when the constructions receive the user license.

b. As of December 31, 2023 and 2022, Hung Yeu Company provided jointly and severally liability of peer industries for related parties, Grace Hospitality Management Co., Ltd., by the amount of NT\$159,101 thousand, which is the construction costs on the construction license. The guarantee period is from the date of signing mutual guarantee contracts, which are audited and approved by the association, and the performance guarantee expires when the constructions receive the user license.

(b) Other related parties provided endorsement and guarantee for the Group as follows:

a. As of December 31, 2023 and 2022, in order to provide companies in the same industry among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, to the related party, Jing Chi Development Co., Ltd., provided jointly and severally liability of peer industries for the Company’s construction project “Senlifang”

by the amount of NT\$257,965 thousand, which is the construction costs on the construction license. The guarantee period is from the date of signing mutual guarantee contracts, which are audited and approved by the association. As the construction project has received the user license on July 28, 2023, the performance guarantee expired automatically.

- b. The board of directors resolved on August 8, 2023 that the related party, Grace Hospitality provides companies in the same industry among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, to the Company's construction project "Chien 18", by the amount of NT\$311,906 thousand, which is the construction costs on the construction license. The guarantee period is from the date of signing mutual guarantee contracts, which are audited and approved by the association, and the performance guarantee expires when the constructions receive the user license.
- (c) The Group provided endorsement and guarantee for associates as follows:
The board of directors resolved on May 23, 2023 to become the joint guarantor for the bank loans of associate, Fong Swei Construction Co., Ltd., based on the 30% of shareholding ratio. The loan amount is NT\$1,086,000 thousand, and the credit line has been received on November 20, 2023.

7. Others

The key management is the joint guarantor of the long-term and short-term borrowings. Please refer to Note 6.10 and 6.11 for explanations.

3) Information on key management personnel compensation

	2023	2022
Short-term employee benefits	\$ 15,018	\$ 13,055

Short-term employee benefits include the accrued directors' remuneration. Please refer to Note 6.20.2 for explanation.

(8) Pledged assets

The assets pledge as collaterals are as follows:

<u>Assets</u>	<u>Carrying amount</u>		<u>Object</u>
	<u>December 31, 2023</u>	<u>December 31, 2022</u>	
Inventories	\$ 2,242,672	\$ 4,127,923	Long-term and short-term bank loans
Investment properties	108,966	109,499	Long-term bank loans
	<u>\$ 2,351,638</u>	<u>\$ 4,237,422</u>	

(9) Significant contingencies and unrecognized contract commitments

1) Contingencies

- Please refer to Note 7.2 for guarantees for related parties.
- The board of directors resolved on January 25, 2022 that Hung Yeu provides companies in the same industry among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, to Hundredfold Development CO., LTD., by the amount of NT\$215,508 thousand, which is the construction costs on the construction license. The cancellation of the guarantee has been approved by Taoyuan Real Estate Development Association on May 10, 2022.

2) Commitments

The capital expenditures that the Group has signed contracts for but have not yet occurred.

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Land for construction	\$ -	\$ 47,200
Construction work in process	46,324	450,362
Total	<u>\$ 46,324</u>	<u>\$ 497,562</u>

(10) Losses due to major disasters

None.

(11) Significant subsequent events

None.

(12) Others

1) Capital management

The primary objective of the Group's capital management is to ensure that it operates continuously and maintains optimal capital structure to decrease the cost of capital and maximized the shareholders' equity. The Group manages and adjusts the capital structure, probably by adjusting dividend payment, returning of capital, issuing new shares, or disposing assets. The Group utilized debt to capital ratio to monitor the Group's capital. The ratio is calculated by net debt divided by total capital. Net debt is calculated by the total borrowings (including "current and non-current borrowings" stated in the consolidated financial statements) less of cash and cash equivalents. And total capital is calculated by "equity" stated in the consolidated balance sheets plus net debt. As of December 31, 2023 and 2022, the debt to capital ratio of the Group's asset is as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Total borrowings	\$ 1,318,673	\$ 2,223,511
Less: cash and cash equivalents	<u>(913,588)</u>	<u>(285,665)</u>
Net debt	405,085	1,937,846
Total equity	3,175,909	2,829,967
Total capital	<u>\$ 3,580,994</u>	<u>\$ 4,767,813</u>
Debt to capital ratio	11.31%	40.64%

2) Financial instruments

1. Types of financial instruments

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
<u>Financial assets</u>		
Financial assets at amortized cost		
Cash and cash equivalents	\$ 913,588	\$ 285,665
Current financial assets at amortized cost	197,000	52,000
Notes receivables	123	225
Accounts receivables	23,361	9,126
Other receivables (including related parties)	385	45,646
Refundable deposits (Recognized as other current and non-current assets)	2,739	451
	<u>\$ 1,137,196</u>	<u>\$ 393,113</u>
	<u>December 31, 2023</u>	<u>December 31, 2022</u>
<u>Financial liabilities</u>		
Financial liabilities at amortized cost		

Short-term borrowings	\$	556,800	\$	1,240,550
Notes payables		1,190		590
Accounts payables		59,815		320,510
Other payables (including related parties)		32,690		34,539
Long-term borrowings (including current portion)		761,873		982,961
Guaranteed deposits received		1,204		1,312
	\$	<u>1,413,572</u>	\$	<u>2,580,462</u>

2. Risk management policies

- (a) The Group's operation is influenced by several financial risks, including market risk (including interest rate risk), credit risk, and liquidity risk.
- (b) Risk management is implemented by the finance department's cooperating with each operating unit in the Group, to identify, assess, and avoid financial risks.

3. Nature and extent of significant financial risk

(a) Market risk

Cash flow and fair value interest rate risk

- A. The Group's interest rate risk arises from short-term and long-term borrowings at floating interest rate. Borrowings at floating interest rates expose the Group to cash flow interest rate risk. As of December 31, 2023 and 2022, the borrowings at floating interest rate are primarily denominated in New Taiwan Dollars.
- B. As of December 31, 2023 and 2022, if the interest rate of borrowings denominated in New Taiwan Dollars had increased or decreased by 1%, the Group's profit would have decreased or increased by NT\$10,549 thousand and NT\$17,788 thousand for the years ended December 31, 2023 and 2022, assuming all other variable factors remain constant. The changes in profit are resulted from the changes in interest expense due to borrowings at floating interest rate.

(b) Credit risk

- A. Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial losses to the Group. The Group is exposed to credit risks from accounts receivables that the counterparty is unable to pay off by the payment term, and the contractual cash flows from investments in debt instruments at amortized cost.
- B. The Group manages credit risk in terms of the Group. The Group only accepts banks or institutions assessed to be with good credit quality as correspondent bank or financial institutions. The notes receivables and accounts receivables are receivables from customers for selling buildings and land. Based on the internal credit policies, the Group shall manage and implement credit risk analysis before determine payment terms and delivery terms with new customers. Internal risk control evaluates customers' credit quality by considering the financial condition, past experiences, and other factors.
- C. The Group adopts the presumptions in the scope of IFRS9. When contractual payments are more than 90 days past due, the payments shall be deemed as that default has occurred.
- D. The Group adopts the following presumptions in the scope of IFRS9, to determine whether the credit risk of the financial instruments has increased significantly since initial recognition:

The credit risk on financial assets has increased significantly since initial recognition when contractual payments are more than 30 days past due.

- E. The Group is keep implementing the legal procedures of recourse, to preserve the creditor's right. As of December 31, 2023 and 2022, the debts that are still under recourse amounted to both NT\$0 thousand.
- F. The Group classifies the accounts receivables from customers by the characteristics of customer types, estimates expected credit losses by loss rate method under simplified approach, and adjust the loss rates built based on the historical and current information in specific periods by taking into consideration of foreseeing information, to estimate the loss allowances for accounts receivables. As of December 31, 2023 and 2022, the Group assessed that the impairment losses that may occur are little.

(c) Liquidity risk

- A. The cash flow forecast is summarized by the financial department of the Group. The financial department monitors the forecast of working capital requirement, ensures there's enough capital to support the operating requirements, and maintains enough unused credit lines of borrowings at any time.

- B. Unused credit lines of the Group are as follows:

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Due within 1 year	\$ -	\$ 56,020
Due over 1 year	-	246,000
	<u>\$ -</u>	<u>\$ 302,020</u>

- C. The table below analyzed the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date for non-derivative financial liabilities. The contractual cash flows disclosed below are not discounted.

Non-derivative financial liabilities:

December 31, 2023	<u>Within 6 months</u>	<u>6 months-1 year</u>	<u>1-2 years</u>	<u>Over 2 years</u>	<u>Total</u>
Short-term borrowings	6,485	\$ 6,485	\$ 12,970	\$ 575,499	\$ 601,439
Notes payables	1,190	-	-	-	1,190
Accounts payables	44,963	101	14,751	-	59,815
Other payables	29,661	2,443	586	-	32,690
Long-term borrowings (including current portion)	11,595	11,595	489,038	292,360	804,690
Guaranteed deposits received	-	-	1,204	-	1,204

Non-derivative financial liabilities:

December 31, 2022	<u>Within 6 months</u>	<u>6 months-1 year</u>	<u>1-2 years</u>	<u>Over 2 years</u>	<u>Total</u>
Short-term borrowings	745,637	\$ 507,886	\$ -	\$ -	\$1,253,517
Notes payables	590	-	-	-	590
Accounts payables	292,290	15,760	12,460	-	320,510
Other payables	18,940	8,550	7,049	-	34,539
Long-term borrowings (including current portion)	13,202	13,202	26,403	1,002,611	1,055,418
Guaranteed deposits received	-	-	-	1,312	1,312

3) Fair value information

- 1. The definitions of each level in valuation techniques used to measure the fair value of financial and non-financial instruments are as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that

entities can access at the measurement date. An active market is the market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

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

Level 3: unobservable inputs for the assets or liabilities. The investment properties held by the Company are in the scope.

2. Please refer to Note 6.9 for the fair value information of investment properties measured at cost.

3. Financial instruments no measured at fair value

The carrying amount of cash and cash equivalents, financial assets at amortized cost, notes receivables, accounts receivables, other receivables (including related parties), refundable deposits, short-term borrowings, notes payables, accounts payables, other payables (including related parties), long-term borrowings (including current portion), and guaranteed deposits received is the reasonable approximation of fair value

4. Financial and non-financial instruments at fair value: None.

(13) Other disclosures

1) Information on significant transactions

1. Loans to others: None.

2. Provision of endorsements and guarantees to others: Please refer to Table 1.

3. Holding of marketable securities at the end of the period (excluding investment in subsidiaries, associates, and joint ventures): None.

4. Acquisition or sale of the same security with the accumulated cost exceeding NT\$300 million or 20% of the Company's paid-in capital or more: None.

5. Acquisition of real estate reaching NT\$300 million or 20% of the Company's paid-in capital or more: None.

6. Disposal of real estate reaching NT\$300 million or 20% of the Company's paid-in capital or more: None.

7. Purchases or sales of goods from or to related parties reaching NT\$100 million or 20% of paid-in capital or more: None.

8. Receivables from related parties reaching NT\$100 million or 20% of paid-in capital or more: Please refer to None.

9. Trading in derivative instruments: None.

10. Business relationships among the parent company and subsidiaries, and significant intercompany transactions: None.

2) Information on investees

The information about company names, locations, etc. of investees: Please refer to Table 2.

3) Information on investees in Mainland China

None.

4) Information on major shareholders

Information on major shareholders: Please refer to Table 3.

(14) Segment information

1) General information

The management of the Group has identified the reportable segments by the reporting information used by the chief operating decision maker to make decisions.

The composition, basis of dividing segments, and the basis of measuring segment information

of the Group do not significantly change in the current period.

2) Measurement of segment information

The Group evaluates the performance of operating segments by the adjusted profit or loss before tax.

3) Segment information

1. The reportable segment information provided to the chief operating decision maker is as follows:

2023	Construction division	Hotel and restaurant division	Adjustments and write-offs	Total
Revenue				
Revenue from external customers	\$ 3,331,795	\$ -	\$ -	\$ 3,331,795
Segment profit or loss	\$ 574,629	\$ -	\$ -	\$ 574,629
2022	Construction division	Hotel and restaurant division	Adjustments and write-offs	Total
Revenue				
Revenue from external customers	\$ 217,455	\$ -	(\$ 11)	\$ 217,444
Segment profit or loss	\$ 43,199	\$ 453,255	\$ -	\$ 496,454
Segment profit or loss include:				
Other gains and losses	\$ -	\$ 452,652	\$ -	\$ 452,652

2. The reportable segments of the Group are classified by operating divisions from the business organization.

3. The revenue of the Group is primarily from operating of construction.

4. The Group does not allocate income tax expenses to reportable segments. The reported amounts are the same as those in the report used by the chief operating decision maker.

5. The accounting policies of operating segments are the same as the summary of significant accounting policies in Note 4 to the financial statements of the Company. The segment profit or loss of the Company is measured by profit or loss before tax, which is the basis to evaluate performance.

4) Information on reconciliation of segment profit or loss

1. The total revenue is the same as the revenue from continuous operating segments for the years ended December 31, 2023 and 2022. There is no item to be reconciled.

	2023	2022
Revenue of reportable operating segments before adjustments	\$ 3,331,795	\$ 217,455
Elimination of inter-segment revenue	-	(11)
Revenue of reportable operating segments	<u>\$ 3,331,795</u>	<u>\$ 217,444</u>

2. The profit or loss before tax is the same as the revenue from continuous operating segments for the years ended December 31, 2023 and 2022. There is no item to be reconciled.

	<u>2023</u>	<u>2022</u>
Profit or loss before tax of reportable operating segments before adjustments	\$ 574,629	\$ 496,454
Elimination of inter-segment profit or loss	<u>-</u>	<u>-</u>
Profit or loss before tax of reportable operating segments	<u>\$ 574,629</u>	<u>\$ 496,454</u>

5) Geographic information

The geographic information of the Group for the years ended December 31, 2023 and 2022 is as follows:

	<u>2023</u>		<u>2022</u>	
	<u>Revenue</u>	<u>Non-current assets</u>	<u>Revenue</u>	<u>Non-current assets</u>
Taiwan	<u>\$ 3,331,795</u>	<u>\$ 151,736</u>	<u>\$ 217,444</u>	<u>\$ 153,154</u>

(This Space Intentionally Left Blank)

Fong-Chien Construction Co.,LTD. and Subsidiaries
Provision of endorsements and guarantees to others
For the Year Ended December 31,2023

Table 1

Expressed in thousands of New Taiwan Dollars
(Except as indicated)

<u>Guarantee and endorsee</u>														
<u>No.</u>	<u>Name of endorser and guarantor</u>	<u>Company name</u>	<u>Relationship (Note 3)</u>	<u>Limitation on amount of guarantees and endorsements for a specific enterprise</u>	<u>Highest balance for guarantee and endorsements during the period</u>	<u>Balance of guarantees and endorsements. end of year</u>	<u>Actual usage amount</u>	<u>Amount of property pledged for guarantee and endorsement</u>	<u>Ratio of accumulated amounts of guarantees and endorsements to net worth of the latest financial statements</u>	<u>Maximum amount for guarantees and endorsements</u>	<u>Parent company endorsements/guarantees to subsidiary</u>	<u>Subsidiary endorsements/guarantees to the parent company</u>	<u>Endorsements/guarantees to third parties on behalf of companies in Mainland China</u>	<u>Note</u>
0	Fong-Chien Construction Co.,LTD.	Fong Yi Construction CO., LTD. Cornerstone Inverstant Co., Ltd.	7	\$ 6,331,106	\$ 425,690	\$ 425,690	\$ 425,690	\$ -	13.45%	\$ 6,331,106	N	N	N	Note 2, Note 5
0	Fong-Chien Construction Co.,LTD.	Fong Suei Construction Co.,LTD	6	6,331,106	1,086,000	1,086,000	1,086,000	-	34.31%	6,331,106	N	N	N	Note 2
1	Hung Yeu Construction Co., Ltd.	Grace Hospitality Management Co., Ltd.	7	1,444,415	159,101	159,101	159,101	-	110.15%	1,444,415	N	N	N	Note 4, Note 5

Note 1:According to the "Operational Procedures for Loaning of Company Funds," the total amount available for endorsement provided to others shall not exceed 50% of the Company's net worth in the current financial statements, and the total amount for endorsement provided to one entity shall not exceed 50% of the Company's net worth in the current financial statements.

Note 2:Where the Company fulfills its contractual obligations by providing mutual endorsements/guarantees for another company in the same industry or for joint builders for purposes of undertaking a construction project, or where all capital contributing shareholders make endorsements/guarantees for their jointly invested company in proportion to their shareholding percentages, or where companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other, such endorsements/guarantees may be made free of the restriction of Note 1. However, the total amount shall not exceed 200% of the Company's net worth.

Note 3:There are 7 types of relationships between the endorser/guarantor and the endorsee/guarantee. Only numbers of types shall be indicated:

- (1)Entities have business relations with the Company
- (2) The Company directly or indirectly holds more than 50% of voting shares of the entity.
- (3) Entity directly or indirectly owns more than 50% of voting shares of the Company.
- (4) The Company directly or indirectly holds 90% of voting shares of the entity.
- (5) The Company fulfills its contractual obligations by providing mutual endorsements/guarantees for another company in the same industry or for joint builders for purposes of undertaking a construction project
- (6) All capital contributing shareholders make endorsements/ guarantees for their jointly invested company in proportion to their shareholding percentages.
- (7) Companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other

Note 4:For companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other,, the total amount available for endorsement provided to others shall not exceed 12 times of the Company's net worth in the current financial statements, and the total amount for endorsement provided to one entity shall not exceed 10times of the Company's net worth in the current financial statements

Note 5: Actual usage amount is based on the construction costs on the construction license.

Table 1

Fong-Chien Construction Co.,LTD. and Subsidiaries
The Information about company names, locations, etc. of Investees (excluding investees in Mainland China)
For the Year Ended December 31,2023

Table 2

Expressed in thousands of New Taiwan Dollars
(Except as indicated)

<u>Investor company</u>	<u>Investee company</u>	<u>Location</u>	<u>Main business</u>	<u>Original investment amount</u>		<u>Ownership as of December 31, 2023</u>			<u>Profit (loss) of investees in the current period</u>	<u>Gain (loss) of investees recognized in the current period</u>	<u>Note</u>
				<u>December 31, 2023</u>	<u>December 31, 2022</u>	<u>Number of shares</u>	<u>Percentage</u>	<u>Carrying amount</u>			
Fong-Chien Construction Co.,LTD.	Hung Yeu Construction Co., Ltd.	Taiwan	Comprehensive construction, trading of properties, developments and leases of residences and buildings etc.	\$ 220,000	\$ 220,000	22,000,000	92.83	\$ 134,086	\$ 1,069	\$ 992	
Fong-Chien Construction Co.,LTD.	Hungtu Alishan International Development Co., Ltd.	Taiwan	Operation of hotel and restaurant business	-	668,665	-	-	-	-	-	Note 1
Hung Yeu Construction Co., Ltd.	Hungtu Alishan International Development Co., Ltd.	Taiwan	Operation of hotel and restaurant business	-	14,985	-	-	-	-	-	Note 1
Fong-Chien Construction Co.,LTD.	Fong Suei Construction Co.,LTD.	Taiwan	Comprehensive construction, trading of properties, developments and leases of residences and buildings etc.	180,000	-	18,000,000	30.00	179,518	(1,609)	(482)	

Note 1: The completion of liquidation has been approved by Chiayi District Court on May 5, 2023.

Fong-Chien Construction Co.,LTD. and Subsidiaries

Information on major shareholders

December 31,2023

Table 3

	<u>Name of major shareholders</u>	<u>Number of shares held</u>	<u>Shares</u>	<u>Percentage of ownership</u>
Morning Honor Investment Co., Ltd.		34,411,027		22.20%
Blessing & Praise Construction Corp.		29,696,536		19.15%
Wealth W&E Engineering Company		10,537,407		6.79%

Note:If the information on the chart is from the Taiwan Depository & Clearing Corporation, matters as follows may be explained:

- (1) The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current quarter. The share capital in the financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.
- (2) If a shareholder delivers the shareholdings to the trust, the above information will be disclosed by the individual trustor who opened the trust account. For shareholders who declare insider shareholdings with ownership greater than 10% in accordance with the Security and Exchange Act, the shareholdings include shares held by shareholders and those delivered to the trust over which shareholders have rights to determine the use of trust property. For information relating to insider shareholding declaration, please refer to Market Observation Post System.