

**Sunjuice Holdings Co., Limited and
Subsidiaries**

**Consolidated Financial Statements for the
Years Ended December 31, 2022 and 2021 and
Independent Auditors' Report**

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Sunjuice Holdings Co., Limited

Opinion

We have audited the accompanying consolidated financial statements of Sunjuice Holdings Co., Limited (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing 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 Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. 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.

The key audit matter identified in the Group's consolidated financial statements for the year ended December 31, 2022 is described as follows:

Revenue Recognition

In consideration of the materiality, auditing standards and recognition of sales revenue, which includes a presumption of significant risk, we identified the occurrence of sales revenue from specific customers as a key audit matter. Refer to Note 4(k) for the related accounting policies.

Our main audit procedures performed in respect of the above-mentioned key audit matter included the following:

1. We understood and tested the design and operating effectiveness of the key controls.
2. We sampled the details of sales revenue derived from specific customers and obtained the related orders, shipment notifications, and payment records to verify the validity of the revenue recognition.

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

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

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

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

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 in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of 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, 2022 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 Ming-Chung Hsieh and Yi-Min Huang.

Ming-Chung Hsieh

Yi-Min Huang

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 24, 2023

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

ASSETS	2022		2021	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Note 6)	\$ 1,156,885	25	\$ 1,640,941	34
Financial assets at amortized cost - current (Notes 7 and 27)	329,894	7	-	-
Notes receivable (Note 8)	-	-	2,949	-
Trade receivables (Notes 8, 18 and 28)	354,027	8	277,131	6
Other receivables	28,178	1	12,434	-
Current tax assets (Note 20)	11	-	9,294	-
Inventories (Note 9)	459,196	10	451,261	10
Prepayments (Note 13)	104,159	2	52,428	1
Other current assets	<u>22,898</u>	-	<u>341</u>	-
Total current assets	<u>2,455,248</u>	<u>53</u>	<u>2,446,779</u>	<u>51</u>
NON-CURRENT ASSETS				
Financial assets at amortized cost - non-current (Notes 7 and 27)	-	-	347,520	7
Property, plant and equipment (Note 11)	1,905,660	41	1,649,067	34
Right-of-use assets (Note 12)	132,826	3	119,066	2
Intangible assets	38,442	1	39,093	1
Deferred income tax assets (Note 20)	34,189	-	42,031	1
Prepayments of equipment (Note 13)	93,633	2	169,184	4
Refundable deposits (Note 13)	<u>13,083</u>	-	<u>8,816</u>	-
Total non-current assets	<u>2,217,833</u>	<u>47</u>	<u>2,374,777</u>	<u>49</u>
TOTAL	<u>\$ 4,673,081</u>	<u>100</u>	<u>\$ 4,821,556</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 14)	\$ -	-	\$ 83,088	2
Contract liabilities - current (Note 18)	72,001	2	128,079	2
Trade payables (Note 15)	188,562	4	179,507	4
Other payables (Note 16)	228,603	5	235,868	5
Current tax liabilities (Note 20)	15,665	-	1,645	-
Lease liabilities - current (Note 12)	4,099	-	922	-
Other current liabilities	<u>322</u>	-	<u>122</u>	-
Total current liabilities	<u>509,252</u>	<u>11</u>	<u>629,231</u>	<u>13</u>
NON-CURRENT LIABILITIES				
Deferred income tax liabilities (Note 20)	19,443	1	137,705	3
Lease liabilities - non-current (Note 12)	13,402	-	240	-
Deferred revenue - non-current (Notes 16 and 22)	12,712	-	12,823	-
Guarantee deposits received (Note 16)	<u>18,222</u>	-	<u>20,372</u>	1
Total non-current liabilities	<u>63,779</u>	<u>1</u>	<u>171,140</u>	<u>4</u>
Total liabilities	<u>573,031</u>	<u>12</u>	<u>800,371</u>	<u>17</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 17)				
Capital				
Share capital	<u>338,422</u>	<u>7</u>	<u>338,422</u>	<u>7</u>
Capital surplus				
Additional paid-in capital	<u>1,145,562</u>	<u>25</u>	<u>1,145,562</u>	<u>24</u>
Retained earnings				
Reserve	390,318	8	319,447	7
Special reserve	119,809	3	100,235	2
Unappropriated earnings	<u>1,731,356</u>	<u>37</u>	<u>1,858,653</u>	<u>38</u>
Total retained earnings	<u>2,241,483</u>	<u>48</u>	<u>2,278,335</u>	<u>47</u>
Other equity				
Exchange differences arising on translation of foreign operations	<u>(71,140)</u>	<u>(2)</u>	<u>(119,808)</u>	<u>(3)</u>
Total equity attributable to owners of the Company	3,654,327	78	3,642,511	75
NON-CONTROLLING INTERESTS	<u>445,723</u>	<u>10</u>	<u>378,674</u>	<u>8</u>
Total equity	<u>4,100,050</u>	<u>88</u>	<u>4,021,185</u>	<u>83</u>
TOTAL	<u>\$ 4,673,081</u>	<u>100</u>	<u>\$ 4,821,556</u>	<u>100</u>

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

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 18, 28 and 33)				
Sales	\$ 4,206,922	102	\$ 4,671,946	102
Sales returns	(98,411)	(2)	(77,493)	(2)
Sales allowance	(7,118)	-	(12,483)	-
Total operating revenues	4,101,393	100	4,581,970	100
OPERATING COSTS (Notes 9 and 19)	(2,931,835)	(71)	(2,921,115)	(64)
GROSS PROFIT	1,169,558	29	1,660,855	36
OPERATING EXPENSES (Note 19)				
Selling and marketing expenses	(260,056)	(6)	(262,679)	(6)
General and administrative expenses	(287,886)	(7)	(346,587)	(7)
Research and development expenses	(60,719)	(2)	(65,259)	(1)
Expected credit (loss) gain	(7,405)	-	4,963	-
Total operating expenses	(616,066)	(15)	(669,562)	(14)
PROFIT FROM OPERATIONS	553,492	14	991,293	22
NON-OPERATING INCOME AND EXPENSES (Note 19)				
Interest income	35,951	1	19,043	-
Other income	35,976	1	29,799	1
Other gains and losses	5,987	-	(21,477)	(1)
Finance costs	(1,332)	-	(1,069)	-
Total non-operating income and expenses	76,582	2	26,296	-
PROFIT BEFORE INCOME TAX	630,074	16	1,017,589	22
INCOME TAX EXPENSE (Note 20)	(165,382)	(4)	(312,298)	(7)
NET PROFIT FOR THE YEAR	464,692	12	705,291	15
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Exchange differences on translation to the presentation currency	54,121	1	(21,032)	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	\$ 518,813	13	\$ 684,259	15

(Continued)

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2022		2021	
	Amount	%	Amount	%
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 403,294	10	\$ 708,708	15
Non-controlling interests	<u>61,398</u>	<u>1</u>	<u>(3,417)</u>	<u>-</u>
	<u>\$ 464,692</u>	<u>11</u>	<u>\$ 705,291</u>	<u>15</u>
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 451,962	11	\$ 689,135	15
Non-controlling interests	<u>66,851</u>	<u>2</u>	<u>(4,876)</u>	<u>-</u>
	<u>\$ 518,813</u>	<u>13</u>	<u>\$ 684,259</u>	<u>15</u>
EARNINGS PER SHARE (Note 21)				
Basic	<u>\$ 11.92</u>		<u>\$ 20.94</u>	
Diluted	<u>\$ 11.91</u>		<u>\$ 20.93</u>	

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

(Concluded)

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021
(In Thousands of New Taiwan Dollars)**

	Equity Attributable to the Owners of the Company						Other Equity Exchange Differences on Translating Foreign Operations	Total	Non-controlling Interests	Total Equity
	Capital Stock - Common Stock		Capital Surplus	Retained Earnings						
	Number of Shares (In Thousands)	Amount		Reserve	Special Reserve	Unappropriated Earnings				
BALANCE AT JANUARY 1, 2021	33,842	\$ 338,422	\$ 425,602	\$ 241,627	\$ 145,105	\$ 1,589,611	\$ (100,235)	\$ 2,640,132	\$ 30,603	\$ 2,670,735
Appropriation of 2020 earnings										
Reserve	-	-	-	77,820	-	(77,820)	-	-	-	-
Special reserve	-	-	-	-	(44,870)	44,870	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(406,106)	-	(406,106)	-	(406,106)
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	(511)	(511)
Net profit (loss) for the year ended December 31, 2021	-	-	-	-	-	708,708	-	708,708	(3,417)	705,291
Other comprehensive income (loss) for the year ended December 31, 2021, net of income tax	-	-	-	-	-	-	(19,573)	(19,573)	(1,459)	(21,032)
Total comprehensive income (loss) for the year ended December 31, 2021	-	-	-	-	-	708,708	(19,573)	689,135	(4,876)	684,259
Changes in non-controlling interests	-	-	-	-	-	-	-	-	353,458	353,458
Changes in percentage of ownership interests in subsidiaries	-	-	719,960	-	-	-	-	719,960	-	719,960
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	-	-	-	(610)	-	(610)	-	(610)
BALANCE AT DECEMBER 31, 2021	33,842	338,422	1,145,562	319,447	100,235	1,858,653	(119,808)	3,642,511	378,674	4,021,185
Appropriation of 2021 earnings										
Reserve	-	-	-	70,871	-	(70,871)	-	-	-	-
Special reserve	-	-	-	-	19,574	(19,574)	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(439,948)	-	(439,948)	-	(439,948)
Net profit for the year ended December 31, 2022	-	-	-	-	-	403,294	-	403,294	61,398	464,692
Other comprehensive income for the year ended December 31, 2022, net of income tax	-	-	-	-	-	-	48,668	48,668	5,453	54,121
Total comprehensive income for the year ended December 31, 2022	-	-	-	-	-	403,294	48,668	451,962	66,851	518,813
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	-	-	-	(198)	-	(198)	198	-
BALANCE AT DECEMBER 31, 2022	<u>33,842</u>	<u>\$ 338,422</u>	<u>\$ 1,145,562</u>	<u>\$ 390,318</u>	<u>\$ 119,809</u>	<u>\$ 1,731,356</u>	<u>\$ (71,140)</u>	<u>\$ 3,654,327</u>	<u>\$ 445,723</u>	<u>\$ 4,100,050</u>

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

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 630,074	\$ 1,017,589
Adjustments for:		
Depreciation expenses	214,647	184,017
Amortization expenses	6,172	6,684
Expected credit loss recognized (reversed) on trade receivables	7,405	(4,963)
Net gain on fair value changes of financial assets at fair value through profit or loss	-	(3,838)
Finance costs	1,332	1,069
Interest income	(35,951)	(19,043)
Loss on disposal of property, plant and equipment	3,763	94
Impairment loss recognized on property, plant and equipment	-	15,760
Write-down of inventories	356	7,511
Government grants	(300)	(296)
Loss on disposal of subsidiary	-	6
Changes in operating assets and liabilities		
Notes receivable	2,949	1,859
Trade receivables	(84,365)	12,448
Other receivables	(4,815)	2,741
Inventories	(8,353)	(160,112)
Prepayments	(51,731)	3,397
Other current assets	(22,557)	45
Contract liabilities	(56,078)	23,370
Trade payables	9,055	(22,157)
Other payables	(39,665)	(17,686)
Other current liabilities	200	(740)
Cash generated from operations	<u>572,138</u>	<u>1,047,755</u>
Interest paid	(1,436)	(776)
Income taxes paid	<u>(254,076)</u>	<u>(373,901)</u>
Net cash generated from operating activities	<u>316,626</u>	<u>673,078</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at amortized cost	(743,609)	(226,332)
Proceeds from sale of financial assets at amortized cost	766,069	52,964
Purchase of financial assets at fair value through profit or loss	-	(917,984)
Proceeds from sale of financial assets at fair value through profit or loss	-	1,255,185
Net cash outflow on disposal of subsidiary	-	(2,331)
Payments for property, plant and equipment	(294,769)	(206,063)
Proceeds from disposal of property, plant and equipment	6,047	2,127
Increase in refundable deposits	(9,403)	(3,190)
Decrease in refundable deposits	5,256	1,321
Payments for intangible assets	(4,955)	(29,213)
Proceeds from disposal of intangible assets	-	2,714

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SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars)

	2022	2021
Increase in prepayments for equipment	\$ (38,936)	\$ (199,889)
Interest received	<u>25,022</u>	<u>23,409</u>
Net cash used in investing activities	<u>(289,278)</u>	<u>(247,282)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	86,061	309,376
Repayments of short-term borrowings	(172,122)	(311,900)
Proceeds from guarantee deposits received	1,167	23,534
Refund of guarantee deposits received	(3,624)	(28,728)
Repayment of the principal portion of lease liabilities	(3,288)	(1,376)
Dividends paid to owners of the Company	(439,948)	(406,106)
Dividends paid to non-controlling interests	-	(511)
Proceeds from subsidiary's cash capital increase	<u>-</u>	<u>1,079,240</u>
Net cash (used in) generated from financing activities	<u>(531,754)</u>	<u>663,529</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>20,350</u>	<u>(5,464)</u>
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(484,056)	1,083,861
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,640,941</u>	<u>557,080</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 1,156,885</u>	<u>\$ 1,640,941</u>

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

(Concluded)

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

Sunjuice Holdings Co., Limited (the “Company”) was incorporated in the Cayman Islands in January 2010.

The Company and its subsidiaries (collectively, the “Group”) mainly engage in the production and wholesale of juice.

The Company’s shares were listed on the Taipei Exchange (TPEX) since September 5, 2012 and have been listed on the mainboard of the Taiwan Stock Exchange (TWSE) since March 17, 2016.

The functional currency of the Company is the Renminbi. For greater comparability and consistency of financial reporting, the consolidated financial statements are presented in the New Taiwan dollars since the Company’s shares are listed on the TWSE.

2. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company’s board of directors on March 24, 2023.

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

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

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

- b. The IFRSs endorsed by the FSC for application starting from 2023

New, Amended and Revised Standards and Interpretations	Effective Date Announced by IASB
Amendments to IAS 1 “Disclosure of Accounting Policies”	January 1, 2023 (Note 1)
Amendments to IAS 8 “Definition of Accounting Estimates”	January 1, 2023 (Note 2)
Amendments to IAS 12 “Deferred Tax related to Assets and Liabilities arising from a Single Transaction”	January 1, 2023 (Note 3)

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

Note 2: The amendments will be applicable to changes in accounting estimates and changes in accounting policies that occur on or after the beginning of the annual reporting period beginning on or after January 1, 2023.

Note 3: Except for deferred taxes that were recognized on January 1, 2022 for temporary differences associated with leases and decommissioning obligations, the amendments were applied prospectively to transactions that occur on or after January 1, 2022.

1) Amendments to IAS 1 “Disclosure of Accounting Policies”

The amendments specify that the Group should refer to the definition of material to determine its material accounting policy information to be disclosed. Accounting policy information is material if it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments also clarify that:

- Accounting policy information that relates to immaterial transactions, other events or conditions is immaterial and need not be disclosed;
- The Group may consider the accounting policy information as material because of the nature of the related transactions, other events or conditions, even if the amounts are immaterial; and
- Not all accounting policy information relating to material transactions, other events or conditions is itself material.

The amendments also illustrate that accounting policy information is likely to be considered as material to the financial statements if that information relates to material transactions, other events or conditions and:

- a) The Group changed its accounting policy during the reporting period and this change resulted in a material change to the information in the financial statements;
- b) The Group chose the accounting policy from options permitted by the standards;
- c) The accounting policy was developed in accordance with IAS 8 “Accounting Policies, Changes in Accounting Estimates and Errors” in the absence of an IFRS that specifically applies;
- d) The accounting policy relates to an area for which the Group is required to make significant judgements or assumptions in applying an accounting policy, and the Group discloses those judgements or assumptions; or
- e) The accounting is complex and users of the financial statements would otherwise not understand those material transactions, other events or conditions.

2) Amendments to IAS 8 “Definition of Accounting Estimates”

The amendments define that accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty. In applying accounting policies, the Group may be required to measure items at monetary amounts that cannot be observed directly and must instead be estimated. In such a case, the Group uses measurement techniques and inputs to develop accounting estimates to achieve the objective. The effects on an accounting estimate of a change in a measurement technique or a change in an input are changes in accounting estimates unless they result from the correction of prior period errors.

Except for the above impact, as of the date the consolidated financial statements were authorized for issue, the Group has assessed that the application of other standards and interpretations will not have a material impact on the Group’s financial position and financial performance.

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

<u>New, Amended and Revised Standards and Interpretations</u>	<u>Effective Date Announced by IASB (Note 1)</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
Amendments to IFRS 16 “Leases Liability in a Sale and Leaseback”	January 1, 2024 (Note 2)
IFRS 17 “Insurance Contracts”	January 1, 2023
Amendments to IFRS 17	January 1, 2023
Amendments to IFRS 17 “Initial Application of IFRS 9 and IFRS 17 - Comparative Information”	January 1, 2023
Amendments to IAS 1 “Classification of Liabilities as Current or Non-current”	January 1, 2024
Amendments to IAS 1 “Non-current Liabilities with Covenants”	January 1, 2024

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

Note 2: A seller-lessee shall apply the Amendments to IFRS 16 retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16.

Amendments to IAS 1 “Classification of Liabilities as Current or Non-current” (referred to as the “2020 amendments”) and “Non-current Liabilities with Covenants” (referred to as the “2022 amendments”)

The 2020 amendments clarify that for a liability to be classified as non-current, the Group shall assess whether it has the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period. If such rights are in existence at the end of the reporting period, the liability is classified as non-current regardless of whether the Group will exercise that right.

The 2020 amendments also stipulate that, if the right to defer settlement is subject to compliance with specified conditions, the Group must comply with those conditions at the end of the reporting period even if the lender does not test compliance until a later date. The 2022 amendments further clarify that only covenants with which an entity is required to comply on or before the reporting date should affect the classification of a liability as current or non-current. Although the covenants to be complied with within twelve months after the reporting period do not affect the classification of a liability, the Group shall disclose information that enables users of financial statements to understand the risk of the Group that may have difficulty complying with the covenants and repay its liabilities within twelve months after the reporting period.

The 2020 amendments stipulate that, for the purpose of liability classification, the aforementioned settlement refers to a transfer of cash, other economic resources or the Group’s own equity instruments to the counterparty that results in the extinguishment of the liability. However, if the terms of a liability that could, at the option of the counterparty, result in its settlement by a transfer of the Group’s own equity instruments, and if such option is recognized separately as equity in accordance with IAS 32 “Financial Instruments: Presentation”, the aforementioned terms would not affect the classification of the liability.

Except for the above impact, as of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the possible impact that the application of other standards and interpretations will have on the Group’s financial position and financial performance and will disclose the relevant impact when the assessment is completed.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Statement of compliance

These consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs as endorsed and issued into effect by the FSC.

b. Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value.

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

- 1) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities;
- 2) Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for an asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- 3) Level 3 inputs are unobservable inputs for an asset or liability.

c. Classification of current and non-current assets and liabilities

Current assets include:

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

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities due to be settled within 12 months after the reporting period; and
- 3) Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period.

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

d. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company (i.e., its subsidiaries).

Income and expenses of subsidiaries acquired or disposed of during the period are included in the consolidated statement of comprehensive income from the effective dates of acquisitions up to the effective dates of disposals, as appropriate.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by the Company.

All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the interests of the Group and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognized in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and any investment retained in the former subsidiary at its fair value at the date when control is lost and (ii) the assets (including any goodwill) and liabilities and any non-controlling interests of the former subsidiary at their carrying amounts at the date when control is lost. The Group accounts for all amounts recognized in other comprehensive income in relation to that subsidiary on the same basis as would be required had the Group directly disposed of the related assets or liabilities.

See Note 10, Tables 6 and 7 for detailed information on subsidiaries (including percentages of ownership and main businesses).

e. Foreign currencies

In preparing the financial statements of each individual entity in the Group, transactions in currencies other than the entity's functional currency (i.e., foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Exchange differences on monetary items arising from settlement or translation are recognized in profit or loss in the period in which they arise.

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

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

For the purpose of presenting the consolidated financial statements, the functional currencies of the Company and the entities in the Group (including subsidiaries, associates, joint ventures and branches in other countries or those that use currencies which are different from the currency of the Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income (attributed to the owners of the Company and non-controlling interests as appropriate). The exchange differences accumulated in equity, which resulted from the translation of the assets and liabilities of the entities in the Group into the presentation currency, are not subsequently reclassified to profit or loss.

f. Inventories

Inventories consist of raw materials, supplies, finished goods and work in process and are stated at the lower of cost or net realizable value. Inventory write-downs are made by item, except where it may be appropriate to group similar or related items. The net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale. Inventories are recorded at the weighted-average cost on the balance sheet date.

g. Property, plant and equipment

Property, plant and equipment (including bearer plants) are measured at cost less accumulated depreciation and accumulated impairment loss.

Property, plant and equipment in the course of construction are measured at cost less any recognized impairment loss. Cost includes professional fees and borrowing costs eligible for capitalization. Samples produced when testing whether an item of property, plant and equipment is functioning properly before that asset reaches its intended use are measured at the lower of cost or net realizable value, and any proceeds from selling those samples and the cost of those samples are recognized in profit or loss. Such assets are depreciated and classified to the appropriate categories of property, plant and equipment when completed and ready for their intended use.

Depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effects of any changes in the estimates accounted for on a prospective basis.

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

h. Intangible assets

1) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are initially measured at cost and subsequently measured at cost less accumulated amortization and accumulated impairment loss. Amortization is recognized on a straight-line basis. The estimated useful lives, residual values, and amortization methods are reviewed at the end of each reporting period, with the effect of any changes in the estimates accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are measured at cost less accumulated impairment loss.

2) Derecognition of intangible assets

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

i. Impairment of property, plant and equipment, right-of-use assets, and intangible assets other than goodwill.

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets, excluding goodwill, to determine whether there is any indication that those assets have suffered any impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Corporate assets are allocated to the individual cash-generating units on a reasonable and consistent basis of allocation.

The recoverable amount is the higher of fair value less costs to sell and value in use. If the recoverable amount of an asset or cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount, with the resulting impairment loss recognized in profit or loss.

When an impairment loss is subsequently reversed, the carrying amount of the corresponding asset, cash-generating unit or assets related to contract costs is increased to the revised estimate of its recoverable amount, but only to the extent of the carrying amount that would have been determined had no impairment loss been recognized on the asset, cash-generating unit or assets related to contract costs in prior years. A reversal of an impairment loss is recognized in profit or loss.

j. Financial instruments

Financial assets and financial liabilities are recognized when an entity in the Group becomes a party to the contractual provisions of the instruments.

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

1) Financial assets

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

a) Measurement categories

Financial assets are classified as financial assets at amortized cost.

Financial assets at amortized cost

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

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

Subsequent to initial recognition, financial assets at amortized cost, including cash and cash equivalents, notes receivable, trade receivables, other receivables and refundable deposits, are measured at amortized cost, which equals the gross carrying amount determined by the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

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

- Purchased or originated credit-impaired financial assets, for which interest income is calculated by applying the credit-adjusted effective interest rate to the amortized cost of such financial assets; and

- Financial assets that have subsequently become credit-impaired, for which interest income is calculated by applying the effective interest rate to the amortized cost of such financial assets.

Cash equivalents include time deposits with original maturities within 3 months from the date of acquisition, which are highly liquid, readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These cash equivalents are held for the purpose of meeting short-term cash commitments.

b) Impairment of financial assets and contract assets

The Group recognizes a loss allowance for expected credit losses on financial assets at amortized cost (including notes receivable, trade receivables, other receivables, other financial assets and refundable deposits), investments in debt instruments that are measured at FVTOCI, lease receivables, as well as contract assets.

The Group always recognizes lifetime expected credit loss (ECL) for trade receivables and lease receivables. For all other financial instruments, the Group recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

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

The Group recognizes an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amounts through a loss allowance account.

c) Derecognition of financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset at amortized cost in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss.

2) Equity instruments

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

Equity instruments issued by an entity in the Group are recognized at the proceeds received, net of direct issue costs.

The repurchase of the Group's own equity instruments is recognized in and deducted directly from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Group's own equity instruments.

3) Financial liabilities

a) Subsequent measurement

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

b) Derecognition of financial assets

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

k. Revenue recognition

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

Revenue from the sale of goods

Revenue from the sale of goods comes from sales of juice products.

Revenue from the sale of goods comes from sales of the juice products. Sales of the juice products are recognized as revenue when the goods are delivered to the customer's specific location or the goods are shipped because it is the time when the customer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility for sales to future customers and bears the risks of obsolescence. Sales and trade receivables are recognized concurrently.

l. Leases

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

For a contract that contains a lease component and non-lease components, the Group allocates the consideration in the contract to each component on the basis of the relative stand-alone price and accounts for each component separately.

The Group as lessee

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

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

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

Lease liabilities are initially measured at the present value of the lease payments. The lease payments are discounted using the interest rate implicit in a lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses the lessee's incremental borrowing rate.

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term resulting from a change in an index or a rate used to determine those payments, the Group remeasures the lease liabilities with a corresponding adjustment to the right-of-use-assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. Lease liabilities are presented on a separate line in the consolidated balance sheets.

m. Borrowing costs

Borrowing costs directly attributable to an acquisition, construction or production of qualifying assets are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Other than that which is stated above, all other borrowing costs are recognized in profit or loss in the period in which they are incurred.

n. Government grants

Government grants are not recognized until there is reasonable assurance that the Group will comply with the conditions attached to them and that the grants will be received.

Government grants related to income are recognized in other income on a systematic basis over the periods in which the Group recognizes as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognized as deferred revenue and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognized in profit or loss in the period in which they are received.

o. Taxation

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

1) Current tax

Income tax payable (refundable) is based on taxable profit (loss) for the year determined according to the applicable tax laws of each tax jurisdiction. Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision.

2) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences and unused loss carryforwards to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates and interests in joint arrangements, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered. A previously unrecognized deferred tax asset is also reviewed at the end of each reporting period and recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

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

3) Current and deferred taxes for the year

Current and deferred taxes are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity; in which case, the current and deferred taxes are also recognized in other comprehensive income or directly in equity, respectively.

Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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

The Group considers the possible impact of the recent development of the COVID-19 pandemic in mainland China and its economic environment implications when making its critical accounting estimates on cash flows, growth rates, discount rates, profitabilities, etc. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

6. CASH AND CASH EQUIVALENTS

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
Cash on hand	\$ 301	\$ 387
Demand deposits	304,856	1,475,419
Cash equivalent (investments with original maturities of 3 months or less)	<u>851,728</u>	<u>165,135</u>
	<u>\$ 1,156,885</u>	<u>\$ 1,640,941</u>

7. FINANCIAL ASSETS AT AMORTIZED COST

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
<u>Current</u>		
Restricted bank deposits	\$ 74	\$ -
Time deposits with original maturities of more than 3 months but less than one year	<u>329,820</u>	<u>-</u>
	<u>\$ 329,894</u>	<u>\$ -</u>
<u>Non-current</u>		
Time deposits with original maturities of more than 3 months	<u>\$ -</u>	<u>\$ 347,520</u>

8. NOTES RECEIVABLE AND TRADE RECEIVABLES

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
<u>Notes receivable</u>		
At amortized cost		
Gross carrying amount	\$ -	\$ 2,949
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
	<u>\$ -</u>	<u>\$ 2,949</u>
<u>Trade receivables</u>		
At amortized cost		
Gross carrying amount - unrelated parties	\$ 365,789	\$ 282,165
Gross carrying amount - related parties (Note 28)	<u>198</u>	<u>268</u>
	365,987	282,433
Less: Allowance for impairment loss	<u>(11,960)</u>	<u>(5,302)</u>
	<u>\$ 354,027</u>	<u>\$ 277,131</u>

a. Notes receivable

The following table details the loss allowance of notes receivable based on the Group's provision matrix:

December 31, 2021

	1 to 60 Days	61 to 90 Days	91 to 180 Days	181 to 365 Days	Over 365 Days	Total
Gross carrying amount	\$ 2,080	\$ 869	\$ -	\$ -	\$ -	\$ 2,949
Loss allowance (Lifetime ECLs)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Amortized cost	<u>\$ 2,080</u>	<u>\$ 869</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,949</u>

b. Trade receivables

The average credit period of sales of goods was 30 days. No interest was charged on trade receivables. The Group considers any change in credit quality from the initial credit date to the balance sheet date.

The Group measures the loss allowance for trade receivables at an amount equal to lifetime ECLs. The expected credit losses on trade receivables are estimated using a provision matrix prepared by reference to the past default experience of the customer and the customer's current financial position. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Group's different customer base.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g., when the debtor has been placed under liquidation, or when the trade receivables are over 365 days past due, whichever occurs earlier. For trade receivables that have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

The following table details the loss allowance of trade receivables based on the Group's provision matrix:

December 31, 2022

	1 to 60 Days	61 to 90 Days	91 to 180 Days	181 to 365 Days	Over 365 Days	Total
Expected credit loss rates	0%-4.77%	0%-11.23%	0%-78.18%	100%	100%	
Gross carrying amount	\$ 344,163	\$ 7,469	\$ 11,422	\$ 1,961	\$ 972	\$ 365,987
Loss allowance (Lifetime ECLs)	<u>(4,730)</u>	<u>(122)</u>	<u>(4,175)</u>	<u>(1,961)</u>	<u>(972)</u>	<u>(11,960)</u>
Amortized cost	<u>\$ 339,433</u>	<u>\$ 7,347</u>	<u>\$ 7,247</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 354,027</u>

December 31, 2021

	1 to 60 Days	61 to 90 Days	91 to 180 Days	181 to 365 Days	Over 365 Days	Total
Expected credit loss rates	0%-0.08%	0%-0.16%	0%-25%	100%	100%	
Gross carrying amount	\$ 269,653	\$ 4,989	\$ 6,740	\$ 27	\$ 1,024	\$ 282,433
Loss allowance (Lifetime ECLs)	<u>-</u>	<u>(296)</u>	<u>(3,955)</u>	<u>(27)</u>	<u>(1,024)</u>	<u>(5,302)</u>
Amortized cost	<u>\$ 269,653</u>	<u>\$ 4,693</u>	<u>\$ 2,785</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 277,131</u>

The movements of the loss allowance of trade receivables were as follows:

	For the Year Ended December 31	
	2022	2021
Balance at January 1	\$ 5,302	\$ 10,376
Net remeasurement of loss allowance	7,405	(4,963)
Amounts written off	(811)	-
Foreign exchange differences	<u>64</u>	<u>(111)</u>
Balance at December 31	<u>\$ 11,960</u>	<u>\$ 5,302</u>

9. INVENTORIES

	December 31	
	2022	2021
Finished goods	\$ 140,517	\$ 164,674
Work in process	79,630	34,039
Raw materials and supplies	<u>239,049</u>	<u>252,548</u>
	<u>\$ 459,196</u>	<u>\$ 451,261</u>

The nature of the cost of goods sold is as follows:

	For the Year Ended December 31	
	2022	2021
Cost of inventories sold	\$ 2,931,479	\$ 2,913,604
Inventory write-downs	<u>356</u>	<u>7,511</u>
	<u>\$ 2,931,835</u>	<u>\$ 2,921,115</u>

10. SUBSIDIARIES

a. Subsidiaries included in consolidated financial statements

Investor	Investee	Nature of Activities	Percentage of Ownership (%)		Remark
			December 31		
			2022	2021	
Sunjuice Holdings Co., Limited	Power Keen Limited	Investment	100.00	100.00	
	Sunjuice I International Limited	Investment	75.00	75.00	
Power Keen Limited	Sunjuice (Hong Kong) Limited	Investment	100.00	100.00	
	Sunjuice Co. Limited	Manufacturing and sale of fresh juices, mixed vegetable juices, protein drinks, others, etc.	32.47	32.47	4)
Sunjuice (Hong Kong) Limited	Sunjuice Co. Limited	Manufacturing and sale of fresh juices, mixed vegetable juices, protein drinks, others, etc.	54.43	54.43	4)
	Sun Philippe Trade (Kunshan) Co., Limited	Wholesale of daily necessities, wholesale of electronic components, procurement agency services, information consulting services, import and export agency, import and export of goods	100.00	100.00	1) and 2)
	IM Trade (Kunshan) Co., Limited	Import and export of goods, wholesale of daily necessities, wholesale of electronic components, procurement agency services, information consulting services, import and export agency	100.00	100.00	1) and 3)
Sun Philippe Trade (Kunshan) Co., Limited	Sunjuice Co. Limited	Manufacturing and sale of fresh juices, mixed vegetable juices, protein drinks, others, etc.	0.10	0.10	2) and 4)
IM Trade (Kunshan) Co., Limited	Sunjuice Co. Limited	Manufacturing and sale of fresh juices, mixed vegetable juices, protein drinks, others, etc.	0.10	0.10	3) and 4)
Sunjuice Co. Limited	Fresh Juice Industry (Tianjin) Co. Limited	Drinks processing	100.00	100.00	
	Fresh Food (Kunshan) Co. Limited	Sale of concentrated juices, fruit puree, fruit powder, flavored syrups, juice elated and drinks used equipment, etc.	-	100.00	6)
	Guangdong Fresh Juice Biological Technology Co. Limited	R&D and technical service, sale of drinks, fruit products, fruit extract, fruit enzyme products, etc.	100.00	100.00	
	Sense International Limited	Investment	-	100.00	5)
	Shanghai Sense Beverage Company Limited	Drinks, prepackaged food, juice dispenser machine, coffee maker, all-in-one tea maker, wholesale of electronic products, import and export, equipment for rent, etc.	100.00	100.00	5)
	Suzhou Sunjuice I International Limited	Primary processing and sale of agricultural products, manufacturing, sale, import and export	100.00	75.00	5)
	Guangxi Fresh Juice Biotechnology Co., Ltd.	Manufacturing, domestic freight forwarding and import of goods	100.00	-	7)
Sunjuice I International Limited	Suzhou Sunjuice I International Limited	Primary processing and sale of agricultural products, manufacturing, sale, import and export	-	25.00	5)

Remarks:

- 1) Sunjuice (Hong Kong) Limited invested \$8,688 thousand (RMB 2,000 thousand) to establish Sun Philippe Trade (Kunshan) Co., Limited in November 2021, and held 100% of its equity; and invested \$8,688 thousands (RMB 2,000 thousands) in IM Trade (Kunshan) Co., Limited and held 100% of its equity.
- 2) Sun Philippe Trade (Kunshan) Co., Limited was established after obtaining approval on November 23, 2021. In the same year, Sun Philippe Trade (Kunshan) Co., Limited obtained its operating license with an effective period of 50 years (from November 23, 2021 to November 22, 2071).
- 3) IM Trade (Kunshan) Co., Limited was established after obtaining approval on November 26, 2021. In the same year, IM Trade (Kunshan) Co., Limited obtained its operating license with an effective period of 50 years (from November 26, 2021 to November 25, 2071).
- 4) Sunjuice Co. Limited implemented a cash capital increase in December 2021 which was not subscribed for by Power Keen Limited and Sunjuice (Hong Kong) Limited, resulting in a reduction of their shareholding ratios to 32.47% and 54.43%, respectively; Sun Philippe Trade (Kunshan) Co., Limited and IM Trade (Kunshan) Co., Limited each subscribed for RMB8,343 thousand (US\$301 thousand), and each held a 0.1% stake.

- 5) In 2021, the Company adjusted its organizational structure within the Group, and sold its entire shareholding of Shanghai Sense Beverage Company Limited held by Sense International Limited to Sunjuice Co. Limited. The liquidation of Sense International Limited was completed on August 11, 2022; Sunjuice I International Limited sold 75% and 25% of the equity of Suzhou Sunjuice I International Limited to Sunjuice Co. Limited in 2021 and January 2022, respectively.
- 6) The liquidation of Fresh Food (Kunshan) Co., Limited was completed on December 6, 2022.
- 7) Sunjuice Co. Limited invested RMB10,000 thousand in Guangxi Fresh Juice Biotechnology Co., Ltd. in January 2022 and held 100% of its equity. Guangxi Fresh Juice Biotechnology Co., Ltd. was established after obtaining approval on December 17, 2021. In the same year, Guangxi Fresh Juice Biotechnology Co., Ltd. obtained its operating license.

b. Subsidiaries excluded from the consolidated financial statements: None.

11. PROPERTY, PLANT AND EQUIPMENT

	Buildings	Machinery and Equipment	Transportation Equipment	Leasehold Improvements	Other Equipment	Biological Assets	Construction in Progress	Total
<u>Cost</u>								
Balance at January 1, 2022	\$ 1,142,529	\$ 576,688	\$ 26,966	\$ -	\$ 486,019	\$ -	\$ 14,366	\$ 2,246,568
Additions	73,848	189,820	2,594	-	44,954	-	16,057	327,273
Disposals	-	(15,615)	(471)	-	(9,853)	-	-	(25,939)
Reclassified	5,832	44,679	1,140	-	79,116	-	(14,767)	116,000
Effects of foreign currency exchange differences	17,846	11,524	447	-	8,767	-	228	38,812
Balance at December 31, 2022	<u>\$ 1,240,055</u>	<u>\$ 807,096</u>	<u>\$ 30,676</u>	<u>\$ -</u>	<u>\$ 609,003</u>	<u>\$ -</u>	<u>\$ 15,884</u>	<u>\$ 2,702,714</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2022	\$ 210,041	\$ 172,000	\$ 15,721	\$ -	\$ 199,739	\$ -	\$ -	\$ 597,501
Depreciation expenses	67,274	61,780	4,735	-	73,245	-	-	207,034
Disposals	-	(9,033)	(423)	-	(6,673)	-	-	(16,129)
Reclassified	-	-	-	-	-	-	-	-
Effects of foreign currency exchange differences	3,029	2,501	227	-	2,891	-	-	8,648
Balance at December 31, 2022	<u>\$ 280,344</u>	<u>\$ 227,248</u>	<u>\$ 20,260</u>	<u>\$ -</u>	<u>\$ 269,202</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 797,054</u>
Carrying amount at December 31, 2022	<u>\$ 959,711</u>	<u>\$ 579,848</u>	<u>\$ 10,416</u>	<u>\$ -</u>	<u>\$ 339,801</u>	<u>\$ -</u>	<u>\$ 15,884</u>	<u>\$ 1,905,660</u>
<u>Cost</u>								
Balance at January 1, 2021	\$ 1,091,123	\$ 382,962	\$ 22,495	\$ 7,423	\$ 538,580	\$ 3,694	\$ 65,180	\$ 2,111,457
Additions	42,226	91,616	3,985	-	30,338	3	21,428	189,596
Disposals	-	(737)	(1,085)	(7,240)	(112,448)	(78)	-	(121,588)
Reclassified	17,538	105,436	1,747	-	36,072	-	(71,637)	89,156
Disposal of subsidiary	(267)	(134)	-	-	(640)	(3,591)	-	(4,632)
Effects of foreign currency exchange differences	(8,091)	(2,455)	(176)	(183)	(5,883)	(28)	(605)	(17,421)
Balance at December 31, 2021	<u>\$ 1,142,529</u>	<u>\$ 576,688</u>	<u>\$ 26,966</u>	<u>\$ -</u>	<u>\$ 486,019</u>	<u>\$ -</u>	<u>\$ 14,366</u>	<u>\$ 2,246,568</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2021	\$ 147,954	\$ 129,695	\$ 12,819	\$ 5,691	\$ 231,902	\$ 894	\$ -	\$ 528,955
Depreciation expenses	63,376	43,892	3,991	675	67,790	147	-	179,871
Disposals	-	(500)	(977)	(6,214)	(111,676)	-	-	(119,367)
Disposal of subsidiary	(190)	(113)	-	-	(315)	(1,034)	-	(1,652)
Impairment losses recognized	-	-	-	-	15,760	-	-	15,760
Effects of foreign currency exchange differences	(1,099)	(974)	(112)	(152)	(3,722)	(7)	-	(6,066)
Balance at December 31, 2021	<u>\$ 210,041</u>	<u>\$ 172,000</u>	<u>\$ 15,721</u>	<u>\$ -</u>	<u>\$ 199,739</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 597,501</u>
Carrying amount at December 31, 2021	<u>\$ 932,488</u>	<u>\$ 404,688</u>	<u>\$ 11,245</u>	<u>\$ -</u>	<u>\$ 286,280</u>	<u>\$ -</u>	<u>\$ 14,366</u>	<u>\$ 1,649,067</u>

An impairment loss of \$15,760 was recognized on property, plant and equipment for the year ended December 31, 2021, which was mainly due to the decrease in expected future cash inflows generated from specific equipment. The carrying amounts of the equipment and leasehold improvements were assessed to be less than their recoverable amounts, and the impairment loss has been recognized under other gains and losses in the consolidated statements of comprehensive income.

The above items of property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives as follows:

Buildings	
Main buildings	20 -30 years
Power system equipment	1-20 years
Machinery and equipment	3-10 years
Transportation equipment	4-5 years
Leasehold improvements	10 years
Other equipment	1-30 years
Biological assets	10-28 years

12. LEASE ARRANGEMENTS

a. Right-of-use assets

	<u>December 31</u>	
	2022	2021
<u>Carrying amounts</u>		
Land	\$ 117,038	\$ 118,120
Buildings	<u>15,788</u>	<u>946</u>
	<u>\$ 132,826</u>	<u>\$ 119,066</u>
	<u>For the Year Ended December 31</u>	
	2022	2021
Additions of right-of-use assets	<u>\$ 19,605</u>	<u>\$ -</u>
Depreciation charge for right-of-use assets		
Land	\$ 2,825	\$ 3,297
Buildings	<u>4,788</u>	<u>849</u>
	<u>\$ 7,613</u>	<u>\$ 4,146</u>

b. Lease liabilities

	<u>December 31</u>	
	2022	2021
<u>Carrying amounts</u>		
Current	\$ 4,099	\$ 922
Non-current	<u>13,402</u>	<u>240</u>
	<u>\$ 17,501</u>	<u>\$ 1,162</u>

Range of discount rate for lease liabilities was as follows:

	<u>December 31</u>	
	2022	2021
Land	4.35%	4.35%
Buildings	4.35%-4.60%	4.35%

c. Material lease-in activities and terms

The Group leases land and buildings for the use of plants and production activities with lease terms of 50 and 5 years.

d. Other lease information

	<u>For the Year Ended December 31</u>	
	2022	2021
Expenses relating to short-term leases	<u>\$ 16,237</u>	<u>\$ 7,219</u>
Expenses relating to variable lease payments not included in the measurement of lease liabilities	<u>\$ 10,491</u>	<u>\$ 8,271</u>
Total cash outflow for leases	<u>\$ (30,883)</u>	<u>\$ (16,866)</u>

The Group has elected to apply the recognition exemption and thus, did not recognize right-of-use assets and lease liabilities for these leases which qualify as short-term leases or leases with variable lease payments.

13. OTHER ASSETS

	<u>December 31</u>	
	2022	2021
<u>Current</u>		
Prepayments for suppliers	\$ 76,382	\$ 32,163
Other prepayments	12,996	20,265
Offset against business tax payable	<u>14,781</u>	<u>-</u>
	<u>\$ 104,159</u>	<u>\$ 52,428</u>
<u>Non-current</u>		
Prepayment of equipment	\$ 93,633	\$ 169,184
Refundable deposits	<u>13,083</u>	<u>8,816</u>
	<u>\$ 106,716</u>	<u>\$ 178,000</u>

- Prepayments came from the purchase of raw materials such as frozen fruits and konjac powder.
- Prepayment for equipment was mainly derived from the acquisition of refrigeration equipment for the factories.
- Refundable deposits are the deposits of land and leased factories.

14. BORROWINGS

Short-term Borrowings

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
<u>Unsecured borrowings</u>		
Bank loan	\$ <u> -</u>	\$ <u>83,088</u>

The weighted average effective interest rate of bank loans was 1.164% per annum as of December 31, 2021.

15. TRADE PAYABLES

The average credit period of purchases of certain goods was 30 days. The Group has financial risk management policies to ensure in place that all payables are paid within the pre-agreed credit terms.

16. OTHER LIABILITIES

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
<u>Current</u>		
Other payables		
Accrued payroll and bonuses	\$ 60,720	\$ 115,592
Accrued employee bonus and remuneration of directors	1,853	9,188
Professional service fees	3,557	2,381
Other tax expenses	4,456	3,601
Insurance	27,934	31,433
Shipping expenses	22,326	23,190
Payable for purchase of equipment	55,848	23,344
Sales tax	21,249	8,255
Others (employee welfare, other purchase, etc.)	<u>30,660</u>	<u>18,884</u>
	<u>\$ 228,603</u>	<u>\$ 235,868</u>
<u>Non-current</u>		
Deferred revenue		
Government grants (Note 22)	\$ 12,712	\$ 12,823
Guarantee deposits received	<u>18,222</u>	<u>20,372</u>
	<u>\$ 30,934</u>	<u>\$ 33,195</u>

17. SHAREHOLDERS' EQUITY

a. Share capital

Ordinary shares

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
Number of shares authorized (in thousands)	<u>60,000</u>	<u>60,000</u>
Shares authorized	<u>\$ 600,000</u>	<u>\$ 600,000</u>
Number of shares issued and fully paid (in thousands)	<u>33,842</u>	<u>33,842</u>
Shares issued	<u>\$ 338,422</u>	<u>\$ 338,422</u>

b. Capital surplus

	<u>December 31</u>	
	<u>2022</u>	<u>2021</u>
<u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (1)</u>		
Issuance of ordinary shares	\$ 425,602	\$ 425,602
<u>May only be used to offset a deficit</u>		
Changes in percentage of ownership interests in subsidiaries (2)	<u>719,960</u>	<u>719,960</u>
	<u>\$ 1,145,562</u>	<u>\$ 1,145,562</u>

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

2) Such capital surplus arises from the effects of changes in ownership interests in subsidiaries resulting from equity transactions other than actual disposals or acquisitions or from changes in capital surplus of subsidiaries accounted for using the equity method.

c. Retained earnings and dividends policy

Under the dividends policy as set forth in the Articles, where the Company made a profit in a fiscal year, the profit shall be first utilized for offsetting losses of previous years, setting aside as a reserve of 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. For the policies on the distribution of employees' compensation and remuneration of directors after the amendment, refer to employees' compensation and remuneration of directors in Note 19-(g).

According to the Company's Articles of Incorporation and the Companies Act of the Cayman Islands, distribution of earnings should be made by way of shareholders' dividends or bonuses after the consideration of financial, business and operating factors, and the ratio of dividends distributed shall not be less than 20% of the net profit for the year. Shareholders' dividends may be distributed by way of cash dividends and/or stock dividends, where the ratio of cash dividends distributed shall not be less than 30% of the total dividends distributed.

The appropriations of earnings for 2021 and 2020, which were approved in the shareholders' meetings on May 26, 2022 and August 4, 2021, respectively, were as follows:

	Appropriation of Earnings	
	For the Year Ended December 31	
	2021	2020
Reserve	<u>\$ 70,871</u>	<u>\$ 77,820</u>
(Reversal of) special reserve	<u>\$ 19,574</u>	<u>\$ (44,870)</u>
Cash dividends	<u>\$ 439,948</u>	<u>\$ 406,106</u>
Cash dividends per share (NT\$)	<u>\$ 13</u>	<u>\$ 12</u>

The appropriation of earnings for 2022, which had been proposed by the Company's board of directors on March 24, 2023, was as follows:

	For the Year Ended December 31, 2022
Reserve	<u>\$ 40,310</u>
Reversal of special reserve	<u>\$ (48,669)</u>
Cash dividends	<u>\$ 219,974</u>
Cash dividends per share (NT\$)	<u>\$ 6.5</u>

d. Other equity items

Exchange differences on translation of the financial statements of foreign operations

	For the Year Ended December 31	
	2022	2021
Balance at January 1	\$ (119,808)	\$ (100,235)
Exchange differences on translation to the presentation currency	<u>48,668</u>	<u>(19,573)</u>
Balance at December 31	<u>\$ (71,140)</u>	<u>\$ (119,808)</u>

e. Non-controlling interests

	For the Year Ended December 31	
	2022	2021
Balance at January 1	\$ 378,674	\$ 30,603
Cash dividends received from subsidiaries	-	(511)
Share in profit/(loss) for the year	61,398	(3,417)
Other comprehensive income/(loss) during the year		
Exchange differences on translating the financial statements of foreign entities	5,453	(1,459)
Subsidiary's cash capital increase (Note 25)	-	359,280
Partial acquisition of subsidiaries (Note 25)	198	610
Disposal of subsidiaries (Note 24)	<u>-</u>	<u>(6,432)</u>
Balance at December 31	<u>\$ 445,723</u>	<u>\$ 378,674</u>

18. REVENUE

	<u>For the Year Ended December 31</u>	
	2022	2021
Revenue from contracts with customer		
Revenue from sale of goods		
Fruit granules	\$ 2,061,405	\$ 2,615,972
Juices	1,939,875	1,804,128
Fruit powder	64,256	95,845
Others	<u>35,857</u>	<u>66,025</u>
	<u>\$ 4,101,393</u>	<u>\$ 4,581,970</u>

Contract balances

	December 31, 2022	December 31, 2021	January 1, 2021
Trade receivables (Note 8)	<u>\$ 354,027</u>	<u>\$ 277,131</u>	<u>\$ 284,579</u>
Contract liabilities	<u>\$ 72,001</u>	<u>\$ 128,079</u>	<u>\$ 104,709</u>

19. OTHER COMPREHENSIVE INCOME (LOSS) FROM CONTINUING OPERATIONS

a. Interest income

	<u>For the Year Ended December 31</u>	
	2022	2021
Bank deposits	\$ 22,834	\$ 12,008
Financial assets at amortized cost	<u>13,117</u>	<u>7,035</u>
	<u>\$ 35,951</u>	<u>\$ 19,043</u>

b. Other income

	<u>For the Year Ended December 31</u>	
	2022	2021
Income from government grants (Note 22)	\$ 32,973	\$ 21,684
Others	<u>3,003</u>	<u>8,115</u>
	<u>\$ 35,976</u>	<u>\$ 29,799</u>

c. Other gains and losses

	<u>For the Year Ended December 31</u>	
	2022	2021
Loss on disposal of property, plant and equipment	\$ (3,763)	\$ (94)
Net foreign exchange gain (losses)	11,817	(2,142)
Gain on financial assets at FVTPL	-	3,838
Impairment loss of property, plant and equipment	-	(15,760)
Loss on disposal of subsidiary	-	(6)
Others	<u>(2,067)</u>	<u>(7,313)</u>
	<u>\$ 5,987</u>	<u>\$ (21,477)</u>

d. Finance costs

	<u>For the Year Ended December 31</u>	
	2022	2021
Interest on bank loans	\$ (465)	\$ (824)
Interest on lease liabilities	<u>(867)</u>	<u>(245)</u>
	<u>\$ (1,332)</u>	<u>\$ (1,069)</u>

e. Depreciation and amortization

	<u>For the Year Ended December 31</u>	
	2022	2021
An analysis of depreciation by function		
Operating costs	\$ 156,778	\$ 130,313
Operating expenses	<u>57,869</u>	<u>53,704</u>
	<u>\$ 214,647</u>	<u>\$ 184,017</u>
An analysis of amortization by function		
Operating costs	\$ 1,231	\$ 1,062
Operating expenses	<u>4,941</u>	<u>5,622</u>
	<u>\$ 6,172</u>	<u>\$ 6,684</u>

f. Employee benefits expense

	<u>For the Year Ended December 31</u>	
	2022	2021
Other employee benefits	<u>\$ 493,110</u>	<u>\$ 543,552</u>
An analysis of employee benefits expense by function		
Operating costs	\$ 256,350	\$ 217,766
Operating expenses	<u>236,760</u>	<u>325,786</u>
	<u>\$ 493,110</u>	<u>\$ 543,552</u>

g. Employees' compensation and remuneration of directors

The Company accrued employees' compensation and remuneration of directors at the rates of no less than 0.15% and no higher than 2%, respectively, of net profit before income tax, employees' compensation, and remuneration of directors.

The employees' compensation and remuneration of directors for the years ended December 31, 2022 and 2021, which were resolved by the board of directors on March 24, 2023 and March 8, 2022, respectively, were as follows:

Accrual rate

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Employees' compensation	0.15%	0.8%
Remuneration of directors	0.3%	0.4%

Amount

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Employees' compensation	<u>\$ 605</u>	<u>\$ 5,495</u>
Remuneration of directors	<u>\$ 1,248</u>	<u>\$ 2,528</u>

If there is a change in the amounts after the annual consolidated financial statements were authorized for issue, the differences are recorded as a change in accounting estimate.

The actual amounts of the compensation of employees and remuneration of directors paid for 2021 and 2020 differ from the amounts recognized in the consolidated financial statements for the years ended December 31, 2021 and 2020, respectively. The differences were adjusted to profit and loss for the years ended December 31, 2022 and 2021.

Information on the employees' compensation and remuneration of directors approved by the Company's board of directors in 2022 and 2021 is available at the Market Observation Post System.

20. INCOME TAX

a. Income tax recognized in profit or loss

The major components of tax expense were as follows:

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Current tax		
In respect of the current year	\$ 131,148	\$ 238,678
Adjustments for prior years	<u>7,159</u>	<u>37,842</u>
	<u>138,307</u>	<u>276,520</u>

(Continued)

	For the Year Ended December 31	
	2022	2021
Deferred tax		
In respect of the current year	\$ 26,331	\$ 35,778
Adjustments for prior years	<u>744</u>	<u>-</u>
	<u>27,075</u>	<u>35,778</u>
Income tax expense recognized in profit or loss	<u>\$ 165,382</u>	<u>\$ 312,298</u> (Concluded)

A reconciliation of accounting profit and income tax expenses used is as follow:

	For the Year Ended December 31	
	2022	2021
Profit before tax	<u>\$ 630,074</u>	<u>\$ 1,017,589</u>
Income tax expense calculated at the statutory rate	\$ 173,767	\$ 314,323
Nondeductible expense in determining taxable income	(20,871)	(55,233)
Tax credits of research and development expenses	(13,175)	(20,576)
Tax relief on small and low-profit enterprise	(501)	(1,629)
Realization of unrecognized loss carryforwards in previous year	-	(14,293)
Unrecognized loss carryforwards	416	-
Deferred tax effect from the subsidiaries' earnings	17,843	51,864
Adjustments for prior year's tax	<u>7,903</u>	<u>37,842</u>
Income tax expense recognized in profit or loss	<u>\$ 165,382</u>	<u>\$ 312,298</u>

- 1) For the Company's and subsidiaries' annual income tax returns, except for the Company, Power Keen Limited, Sunjuice I International Limited, Sunjuice (Hong Kong) Limited, Sense International Limited and Kunshan Jiang Hang Ecological Agriculture Technology Development Co. Limited, which are exempted from income tax, the applicable tax rate used by Fresh Food (Kun Shan) Co. Limited is 5% as it is classified as low-profit enterprise. The applicable tax rate used by other entities in the Group in China is 25%. Tax rates used by other entities in the Group operating in other jurisdictions are based on the law in those jurisdictions.
- 2) The surplus remittance tax rate used by Power Keen Limited and Sunjuice (Hong Kong) Limited in China is 10%.

b. Current tax assets and tax liabilities

	December 31	
	2022	2021
Current tax assets	<u>\$ 11</u>	<u>\$ 9,294</u>
Current tax liabilities	<u>\$ 15,665</u>	<u>\$ 1,645</u>

c. Deferred tax assets and deferred tax liabilities

The movements of deferred tax assets and deferred tax liabilities were as follows:

For the year ended December 31, 2022

	Opening Balance	Recognized in Profit or Loss	Exchange Differences	Paid-in Current Year	Closing Balance
<u>Deferred tax assets</u>					
Temporary differences					
Impairment loss on non-financial assets	\$ 11,835	\$ 34	\$ 174	\$ -	\$ 12,043
Unrealized selling bonus/commissions	27,101	(12,058)	437	-	15,480
Bad debts	1,326	1,853	13	-	3,192
Depreciation expense	1,769	-	27	-	1,796
Loss carryforwards	<u>-</u>	<u>1,683</u>	<u>(5)</u>	<u>-</u>	<u>1,678</u>
	<u>\$ 42,031</u>	<u>\$ (8,488)</u>	<u>\$ 646</u>	<u>\$ -</u>	<u>\$ 34,189</u>

Deferred tax liabilities

Temporary differences					
Unappropriated earnings of subsidiaries	<u>\$ 137,705</u>	<u>\$ 18,587</u>	<u>\$ 2,413</u>	<u>\$ (139,262)</u>	<u>\$ 19,443</u>

For the year ended December 31, 2021

	Opening Balance	Recognized in Profit or Loss	Exchange Differences	Paid-in Current Year	Closing Balance
<u>Deferred tax assets</u>					
Temporary differences					
Impairment loss on non-financial assets	\$ 6,119	\$ 5,745	\$ (29)	\$ -	\$ 11,835
Unrealized selling bonus/commissions	19,013	8,208	(120)	-	27,101
Bad debts	2,594	(1,245)	(23)	-	1,326
Depreciation expense	<u>-</u>	<u>1,764</u>	<u>5</u>	<u>-</u>	<u>1,769</u>
	<u>\$ 27,726</u>	<u>\$ 14,472</u>	<u>\$ (167)</u>	<u>\$ -</u>	<u>\$ 42,031</u>

Deferred tax liabilities

Temporary differences					
Unappropriated earnings of subsidiaries	<u>\$ 141,009</u>	<u>\$ 50,250</u>	<u>\$ (1,069)</u>	<u>\$ (52,485)</u>	<u>\$ 137,705</u>

21. EARNINGS PER SHARE

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Basic earnings per share	<u>\$ 11.92</u>	<u>\$ 20.94</u>
Diluted earnings per share	<u>\$ 11.91</u>	<u>\$ 20.93</u>

The earnings and weighted average number of ordinary shares outstanding used in the computation of earnings per share were as follows:

Net Profit for the Year

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Earnings used in computation of basic earnings per share	<u>\$ 403,294</u>	<u>\$ 708,708</u>
Earnings used in computation of diluted earnings per share	<u>\$ 403,294</u>	<u>\$ 708,708</u>

Weighted Average Number of Ordinary Shares Outstanding (In Thousands of Shares)

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Weighted average number of ordinary shares used in the computation of basic earnings per share	33,842	33,842
Effect of potentially dilutive ordinary shares		
Compensation of employees	<u>10</u>	<u>24</u>
Weighted average number of ordinary shares in computation of diluted earnings per share	<u>33,852</u>	<u>33,866</u>

Since the Company offered to settle compensation to employees in cash or shares, the Company will assume the entire amount of the compensation would be settled in shares; if the effect of this settlement is dilutive, the resulting potential shares will be included in the weighted average number of shares outstanding used in the computation of diluted earnings per share. The dilutive effect of the potential shares will be included in the computation of diluted earnings per share until the number of shares to be distributed to employees is approved in the following year.

22. GOVERNMENT GRANTS

In January 2016, the Group received a government grant of RMB3,400 thousand towards its construction of a manufacturing plant. The amount was recognized as deferred revenue and subsequently transferred to profit or loss over the useful life of the related asset. This policy resulted in a credit to income of \$300 thousand and \$296 thousand for the years ended December 31, 2022 and 2021, respectively.

In 2022 and 2021, the Group obtained enterprise support funds, government award funds, subsidies for modern agricultural projects, support funds for leased workshop, and other government subsidies in the total amount of \$32,673 thousand and \$21,388 thousand, respectively. The government grants were recognized in other income in the consolidated statements of comprehensive income.

23. DISPOSAL OF SUBSIDIARIES

In December 2021, the Group entered into a sale agreement to dispose of Kunshan Jiang Hang Ecological Agriculture Technology Development Co. Limited and completed its disposal in the same month. The disposal led to a loss of control over Kunshan Jiang Hang Ecological Agriculture Technology Development Co. Limited.

a. Consideration received from disposals

**Kunshan Jiang
Hang
Ecological
Agriculture
Technology
Development
Co. Limited**

Consideration received in cash and cash equivalents \$ 6,690

b. Analysis of assets and liabilities on the date control was lost

**Kunshan Jiang
Hang
Ecological
Agriculture
Technology
Development
Co. Limited**

Current assets	
Cash and cash equivalents	\$ 9,021
Trade receivables	74
Prepayments	98
Inventories	1,824
Other receivables	4
Non-current assets	
Property, plant and equipment	2,980
Right-of-use assets	8,177
Current liabilities	
Payables	(27)
Other payables	(602)
Lease liabilities - current	(639)
Non-current liabilities	
Lease liabilities - non-current	<u>(7,782)</u>
Net assets disposed of	<u>\$ (13,128)</u>

c. Gain on disposal of subsidiaries

	Kunshan Jiang Hang Ecological Agriculture Technology Development Co. Limited
Consideration received	\$ 6,690
Net assets disposed of	(13,128)
Non-controlling interests	<u>6,432</u>
Loss on disposal	<u>\$ (6)</u>

d. Net cash inflow on disposal of subsidiaries

	Kunshan Jiang Hang Ecological Agriculture Technology Development Co. Limited
Consideration received in cash and cash equivalents	\$ 6,690
Less: Cash and cash equivalent balances disposed of	<u>(9,021)</u>
	<u>\$ (2,331)</u>

24. EQUITY TRANSACTIONS WITH NON-CONTROLLING INTERESTS

In 2021, the Group acquired additional interest in Suzhou Sunjuice I International Limited, and increased its continuing interest from 75% to 93.75%.

In 2021, the Group subscribed for additional new shares of Sunjuice Co. Limited at a percentage different from its existing ownership percentage, and reduced its continuing interest from 100% to 87.1%.

The above transactions were accounted for as equity transactions, since the Group did not cease to have control over these subsidiaries.

	Suzhou Sunjuice I International Limited	Sunjuice (Suzhou) Co. Limited
Consideration received (paid)	\$ -	\$ 1,079,240
The proportionate share of the carrying amount of the net assets of the subsidiary transferred to (from) non-controlling interests	<u>(610)</u>	<u>(359,280)</u>
Differences recognized from equity transactions	<u>\$ 610</u>	<u>\$ 719,960</u>

	Suzhou Sunjuice I International Limited	Sunjuice (Suzhou) Co. Limited	Total
<u>Line items adjusted for equity transactions</u>			
Capital surplus - difference between consideration received or paid and the carrying amount of the subsidiaries' net assets during actual disposal or acquisition	\$ -	\$ 719,960	\$ 719,960
Retained earnings	<u>(610)</u>	<u>-</u>	<u>(610)</u>
	<u>\$ (610)</u>	<u>\$ 719,960</u>	<u>\$ 719,350</u>

25. NON-CASH TRANSACTIONS

For the years ended December 31, 2022 and 2021, the Group entered into the following non-cash investing activities:

	For the Year Ended December 31	
	2022	2021
Additions to property, plant and equipment		
The purchase prices of property, plant and equipment acquired	\$ 443,273	\$ 278,752
Net change in prepayment of equipment	(116,000)	(89,156)
Net change in other payables	<u>(32,504)</u>	<u>16,467</u>
Cash payment to acquired property, plant and equipment	<u>\$ 294,769</u>	<u>\$ 206,063</u>

26. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximizing the return to shareholders through the optimization of the debt and equity balance.

The capital structure of the Group consists of net debt (borrowings offset by cash and cash equivalents) and equity attributable to owners of the Company (comprising issued capital, reserves, retained earnings and other equity).

The Group is not subject to any externally imposed capital requirements.

Key management personnel of the Group review the capital structure on a quarterly basis. As part of this review, the key management personnel consider the cost of capital and the risks associated with each class of capital. Based on recommendations of the key management personnel, in order to balance the overall capital structure, the Group may adjust the amount of dividends paid to shareholders, the number of new shares issued and the amount of existing debt redeemed.

27. FINANCIAL INSTRUMENTS

- a. Fair value of financial instruments not measured at fair value

The management considers the carrying amounts of financial assets and financial liabilities recognized in the consolidated financial statements to be approximate amounts of their fair values.

- b. Fair value of financial instruments measured at fair value on a recurring basis

Reconciliation of Level 3 fair value measurements of financial instruments

For the Year Ended December 31, 2021

Financial Assets	Financial Assets at FVTPL Debt Instruments
Balance at January 1, 2021	\$ 340,531
Purchases	917,984
Sales/settlements	(1,255,185)
Effects of foreign currency exchange differences	<u>(3,330)</u>
Balance at December 31, 2021	<u>\$ _____</u>

- c. Categories of financial instruments

	<u>December 31</u>	
	2022	2021
<u>Financial assets</u>		
Financial assets at amortized cost (Note 1)	\$ 1,882,067	\$ 2,289,791
<u>Financial liabilities</u>		
Amortized cost (Note 2)	372,814	394,055

Note 1: The balances include financial assets measured at amortized cost, which comprise cash and cash equivalents, notes receivable, trade receivables, other receivables, refundable deposits, financial assets at amortized cost - current and financial assets at amortized cost - non-current.

Note 2: The balances include financial liabilities measured at amortized cost, which comprise short-term borrowings, trade payables, other payables, and guarantee deposits received.

- d. Financial risk management objectives and policies

The Group's major financial instruments included equity and debt investments, notes receivables, trade receivables, trade payables and borrowings. The Group's corporate treasury function provides services to the business, coordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including foreign currency risk and interest rate risk), credit risk.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates (see (a) below) and interest rate (see (b) below).

There has been no change to the Group's exposure to market risks or the manner in which these risks are managed and measured.

a) Foreign currency risk

The Group has foreign currency denominated deposit and loans, which expose the Group to foreign currency risk. There is no change in the financial instrument's market risk and exposure of management and measurement since prior period.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities (including those eliminated on consolidation) at the end of the reporting period are set out in Note 31.

Sensitivity analysis

The Group was mainly exposed to the U.S. dollar.

The following table details the Group's sensitivity to a 1% increase and decrease in the Renminbi (the functional currency) against the U.S. dollar. The sensitivity analysis included only outstanding foreign currency denominated monetary items and foreign currency forward contracts designated as cash flow hedges and adjusts their translation at the end of the reporting period for a 1% change in foreign currency rates. A negative number below indicates an increase in pre-tax profit associated with the Renminbi strengthening 1% against the relevant currency. For a 1% weakening of the Renminbi against the relevant currency, there would be an equal and opposite impact on pre-tax profit and the balances below would be positive.

	U.S. Dollar Impact	
	For the Year Ended December 31	
	2022	2021
Profit or loss	\$ <u>7,389</u>	\$ <u>9,857</u>

b) Interest rate risk

The Group is exposed to interest rate risk because entities in the Group borrow funds at both fixed and floating interest rates. The risk is managed by the Group by maintaining an appropriate mix of fixed and floating rate borrowings and using interest rate swap contracts and forward interest rate contracts. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetite ensuring the most cost-effective hedging strategies are applied.

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

	December 31	
	2022	2021
Cash flow interest rate risk		
Financial assets	\$ 1,486,478	\$ 1,988,074
Financial liabilities	-	83,088

Sensitivity analysis

The sensitivity analyses below were determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis was prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 1% increase or decrease was used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 1% higher/lower and all other variables were held constant, the Group's pre-tax profit for the years ended December 31, 2022 and 2021 would increase by \$14,865 thousand and \$19,050 thousand, respectively, which would be mainly attributable to the Group's exposure to interest rates on its variable-rate bank borrowings and deposits.

The Group's sensitivity to interest rates decreased during the current year mainly due to the decreased in variable rate debt investments.

2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in a financial loss to the Group. As of the end of the reporting period, the Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure of counterparties to discharge an obligation pertain to financial assets recognized in the consolidated balance sheet.

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

The Group's concentration of credit risk by geographical location in China, which accounted for 100% of total trade receivables as December 31, 2022 and 2021.

28. TRANSACTIONS WITH RELATED PARTIES

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Besides as disclosed elsewhere in other notes, details of transactions between the Group and other related parties are disclosed below:

a. Name and relationship of related parties

<u>Name of Related Party</u>	<u>Related Party Category</u>
Laowang (Shanghai) Catering Management Co. Limited	Related party in substance
Great Eastern Food Co. Limited	Related party in substance
Huang, Guo-Huang	Key management personnel

b. Sales of goods

Related-Party Category	For the Year Ended December 31	
	2022	2021
Related parties in substance	<u>\$ 2,455</u>	<u>\$ 4,250</u>

The sale of goods to related parties were made at the Group's usual list prices.

c. Receivables from related parties

Line Item	Related-Party Category	December 31	
		2022	2021
Trade receivables	Related parties in substance	<u>\$ 198</u>	<u>\$ 268</u>

The outstanding trade receivables from related parties are unsecured.

d. Remuneration of key management personnel

	For the Year Ended December 31	
	2022	2021
Short-term benefits	<u>\$ 14,331</u>	<u>\$ 17,454</u>

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

e. Endorsements and guarantees

Endorsements and guarantees given by related parties

Line Item	Related Party Category/Name	December 31	
		2022	2021
Short-term borrowings	Key management personnel Huang, Guo-Huang	<u>\$ -</u>	<u>\$ 83,088</u>

The chairman is the joint guarantor for the Group's borrowings.

29. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as the tariffs guarantee for imported raw materials.

	December 31	
	2022	2021
Pledged deposits (classified as financial assets at amortized cost)	<u>\$ 74</u>	<u>\$ -</u>

30. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Group as of December 31, 2022 and 2021 were as follows:

a. Significant Commitments

Unrecognized commitments are as follows:

	<u>December 31</u>	
	2022	2021
Acquisition of property, plant and equipment	<u>\$ 128,157</u>	<u>\$ 292,440</u>

- b. In accordance with the requirements of the China Securities Regulatory Commission, Shenzhen Stock Exchange and other securities regulatory authorities, on July 5, 2022, the Company's board of directors resolved to approve the relevant commitments in response to the needs of its subsidiary, Sunjuice Co. Limited, for the initial public offering on the Shenzhen Stock Exchange. The commitments of the Company include, but are not limited to, the following:

With respect to Sunjuice Co. Limited and its subsidiaries, if any social insurance premiums or housing provident funds and the resulting obligation, are required to be paid in accordance with the requirements or decisions of the relevant authorities, the Company is willing to unconditionally undertake such obligation, including any belated surcharges and penalties to guarantee that the issuer and its subsidiaries will not suffer any losses. Information regarding these commitments is available at the Market Observation Post System.

31. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

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

December 31, 2022

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items			
USD	\$ 24,068	6.9646 (USD:RMB)	<u>\$ 738,893</u>
<u>Financial liabilities</u>			
Monetary items			
USD	-	6.9646 (USD:RMB)	<u>\$ -</u>

December 31, 2021

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items			
USD	\$ 38,591	6.3757 (USD:RMB)	<u>\$ 1,068,816</u>
<u>Financial liabilities</u>			
Monetary items			
USD	3,000	6.3757 (USD:RMB)	<u>\$ 83,088</u>

The significant (realized and unrealized) foreign exchange gains (losses) were as follows:

Foreign Currency	For the Year Ended December 31			
	2022		2021	
	Exchange Rate	Net Foreign Exchange Gains (Losses)	Exchange Rate	Net Foreign Exchange Gains (Losses)
USD	6.9646 (USD:RMB)	<u>\$ 11,817</u>	6.3757 (USD:RMB)	<u>\$ (2,142)</u>

32. SEPARATELY DISCLOSED ITEMS

a. Information about significant transactions and investees

- 1) Financing provided to others. (Table 1)
- 2) Endorsements/guarantees provided. (None)
- 3) Marketable securities held (excluding investment in subsidiaries, associates and joint controlled entities). (None)
- 4) Marketable securities acquired or disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital. (Table 2)
- 5) Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in capital. (None)
- 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital. (None)
- 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the paid-in capital. (Table 3)
- 8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital. (Table 4)
- 9) Trading in derivative instruments. (None)

- 10) Intercompany relationships and significant intercompany transactions. (Table 5)
- 11) Information on investees. (Table 6)
- b. Information on investments in mainland China
- 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, net income of the investee, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and the limit on the amount of investment in the mainland China area. (Table 7)
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: (None)
 - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.
 - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.
 - c) The amount of property transactions and the amount of the resultant gains or losses.
 - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes.
 - e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.
 - f) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receipt of services.
 - c. Information of major shareholders: List all shareholders with ownership of 5% or greater showing the name of the shareholder, the number of shares owned, and percentage of ownership of each shareholder. (Table 8)

33. SEGMENT INFORMATION

- a. Geographical information

The Group principally operates in one geographical area - China.

- b. Information about major customers

Single customers contributing 10% or more to the Group's revenue were as follows:

	<u>For the Year Ended December 31</u>	
	<u>2022</u>	<u>2021</u>
Customer A	<u>\$ 1,163,898</u>	<u>\$ 717,053</u>

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

FINANCING PROVIDED TO OTHERS
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No.	Lender	Borrower	Financial Statement Account	Related Party	Highest Balance for the Period	Ending Balance	Actual Borrowing Amount	Interest Rate (%)	Nature of Financing	Business Transaction Amounts	Reasons for Short-term Financing	Allowance for Impairment Loss	Collateral		Financing Limit for Each Borrower	Aggregate Financing Limit	Note
													Item	Value			
1	Fresh Food (Kunshan) Co. Limited	Sunjuice Co. Limited	Other receivables - related parties	Yes	\$ 96,976 (RMB 22,000)	\$ -	\$ -	3.55	For short-term financing	\$ -	Working capital loan	\$ -	-	\$ -	\$ 1,461,731 (Note 3)	\$ 1,461,731 (Note 3)	
2	Power Keen Limited	Sunjuice Holdings Co., Limited	Other receivables - related parties	Yes	50,672 (US\$ 1,650)	50,672 (US\$ 1,650)	31,448 (US\$ 1,024)	-	For short-term financing	-	Working capital loan	-	-	-	5,481,491 (Note 4)	5,481,491 (Note 4)	
		Sense international limited	Other receivables - related parties	Yes	33,781 (US\$ 1,100)	-	-	-	For short-term financing	-	Working capital loan	-	-	-	5,481,491 (Note 4)	5,481,491 (Note 4)	
		Sunjuice (Hong Kong) Limited	Other receivables - related parties	Yes	17,632 (RMB 4,000)	17,632 (RMB 4,000)	17,632 (RMB 4,000)	-	For short-term financing	-	Working capital loan	-	-	-	5,481,491 (Note 4)	5,481,491 (Note 4)	

Note 1: The total amount of the financing provided by Sunjuice Holdings Co., Limited in the short term shall not exceed 40% of Sunjuice Holdings Co., Limited's net worth. If it is necessary to lend to a company for funding, the total amount shall not exceed 40% of Sunjuice Holdings Co., Limited's net worth.

Note 2: The total amount of the financing to a company that has business dealings with Sunjuice Holdings Co., Limited shall not exceed the transaction amount, and the transaction amount indicates the purchase or sales amount, whichever is higher.

Note 3: The total amount for lending to a company for funding for in the short term shall not exceed 40% of the parent's net worth. The amount for lending was the accumulated amount for funding in the short term. Sunjuice Holdings Co., Limited's net worth was \$3,654,327 thousand x 40% = \$1,461,731 thousand.

Note 4: The subsidiaries whose voting shares are 100% owned directly or indirectly by Sunjuice Holdings Co., Limited are not subject to the above restrictions (refer to Notes 1 and 3). For corporate governance's need, the total amount of the financing to an individual entity shall not exceed 150% of the parent's net worth. Sunjuice Holdings Co., Limited's net worth was \$3,654,327 thousand x 150% = \$5,481,491 thousand.

Note 5: Transactions have been written off in these consolidated financial statements.

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

MARKETABLE SECURITIES ACQUIRED OR DISPOSED OF AT COSTS OR PRICES OF AT LEAST NT\$300 MILLION OR 20% OF THE PAID-IN CAPITAL
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Company Name	Type and Name of Marketable Securities (Note 1)	Financial Statement Account	Counterparty (Note 2)	Relationship (Note 2)	Beginning Balance		Acquisition (Note 3)		Disposal (Note 3)				Ending Balance	
					Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount	Carrying Amount	Gain (Loss) on Disposal	Shares	Amount
Sunjuice Co. Limited	Agricultural Bank of China Limited "Huilibeng" structured product	Financial assets at FVTPL - current	-	-	-	\$ -	-	\$ 220,400 (RMB 50,000)	-	\$ 220,400 (RMB 50,000)	\$ 220,400 (RMB 50,000)	\$ -	-	\$ -
	Industrial and Commercial Bank of China structured product	Financial assets at FVTPL - current	-	-	-	-	335,008 (RMB 76,000)	-	335,008 (RMB 76,000)	335,008 (RMB 76,000)	-	-	-	

Note 1: Marketable Securities in this table include shares, bonds, beneficiary certificates and derivative products.

Note 2: Fill in the two columns if marketable securities are accounted for using equity method.

Note 3: The accumulated amount of acquisition/disposal were calculated separately.

Note 4: Paid-in capital is the paid-in capital of the parent company shares of issuers without par value or not NT\$10 per share are calculated according to 10% of total equity attributable to owners of the Company regarding the regulation on transaction amount of 20% of paid-in capital.

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

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

FOR THE YEAR ENDED DECEMBER 31, 2022

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

Buyer	Related Party	Relationship	Transaction Details				Abnormal Transaction		Notes/Accounts Receivable (Payable)		Note
			Purchases/Sales	Amount	% of Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total	
Sunjuice Co. Limited	Guangdong Fresh Juice Biological Technology Co. Limited	Affiliated company	Sales	\$ 91,628	2	Net 30 days from invoice date	According to the Group's transfer pricing policy system	-	\$ 21,212	6	
Fresh Juice Industry (Tianjin) Co. Limited	Sunjuice Co. Limited	Affiliated company	Sales	248,247	6	Net 30 days from invoice date	According to the Group's transfer pricing policy system	-	24,324	7	
Guangdong Fresh Juice Biological Technology Co. Limited	Sunjuice Co. Limited	Affiliated company	Sales	233,939	6	Net 30 days from invoice date	According to the Group's transfer pricing policy system	-	33,493	9	

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

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

DECEMBER 31, 2022

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

Company Name	Related Party	Relationship	Ending Balance	Turnover Rate	Overdue		Amounts Received in Subsequent Period	Allowance for Impairment Loss
					Amount	Actions Taken		
Sunjuice Holdings Co., Limited	Power Keen Limited	Parent company	\$ 114,495	(Note)	\$ -	-	\$ -	\$ -
Power Keen Limited	Sunjuice (Hong Kong) Limited	Parent company	119,009	(Note)	-	-	-	-

Note: The ending balance is primarily comprised of other receivables, which are not applicable in the calculation of the turnover ratio.

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

INTERCOMPANY RELATIONSHIPS AND SIGNIFICANT TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2022
(Amounts in Thousands of New Taiwan Dollars)

No. (Note 1)	Investee Company	Counterparty	Relationship (Note 2)	Transaction Details			
				Financial Statement Account	Amount (Note 6)	Payment Terms	% of Total Sales or Assets (Note 3)
0	Sunjuice Holdings Co., Limited	Power Keen Limited	a	Other receivables	\$ 114,495	Note 4	2
1	Power Keen Limited	Sunjuice Holdings Co., Limited Sunjuice (Hong Kong) Limited Sunjuice (Hong Kong) Limited	b c c	Other receivables Other receivables Other receivables	31,448 119,009 17,632	Financing provided Note 4 Financing provided	1 3 -
2	Sunjuice (Hong Kong) Limited	Sunjuice Co. Limited	c	Other receivables	32,053	Note 4	1
3	Sunjuice Co. Limited	Guangdong Fresh Juice Biological Technology Co., Limited Power Keen Limited Guangxi Fresh Juice Biotechnology Co., Ltd. Fresh Juice Industry (Tianjin) Co., Limited Guangdong Fresh Juice Biological Technology Co., Limited	c c c c c	Trade receivables Other receivables Other receivables Sales revenue Sales revenue	21,212 23,757 3,731 29,248 91,628	Note 4 Note 4 Note 4 Note 4 Note 4	- 1 - 1 2
4	Fresh Juice Industry (Tianjin) Co., Limited	Sunjuice Co. Limited Sunjuice Co. Limited Guangdong Fresh Juice Biological Technology Co., Limited	c c c	Trade receivables Sales revenue Sales revenue	24,324 248,247 26,028	Note 4 Note 4 Note 4	1 6 1
5	Guangdong Fresh Juice Biological Technology Co., Limited	Sunjuice Co. Limited Sunjuice Co. Limited Fresh Juice Industry (Tianjin) Co., Limited	c c c	Trade receivables Sales revenue Sales revenue	33,493 233,939 1,570	Note 4 Note 4 Note 4	1 6 -
6	Guangxi Fresh Juice Biotechnology Co., Ltd.	Sunjuice Co. Limited Sunjuice Co. Limited Fresh Juice Industry (Tianjin) Co., Limited Guangdong Fresh Juice Biological Technology Co., Limited	c c c c	Trade receivables Sales revenue Sales revenue Sales revenue	4,591 8,112 1,090 1,283	Note 4 Note 4 Note 4 Note 4	- - - -

Note 1: Intercompany relationships and significant intercompany transactions information are noted within the number column as follows:

- Number 0 represents the parent company.
- Number 1 to 6 represents subsidiaries.

Note 2: Parties involved in the transaction have a directional relationship noted by the following:

- “a” represents transactions from parent company to subsidiary.
- “b” represents transactions from subsidiary to parent company.
- “c” represents transactions between subsidiaries.

(Continued)

Note 3: The amounts of asset accounts and liability accounts are calculated as a percentage of the consolidated total assets. The amounts of income accounts are calculated as a percentage of the consolidated total sales.

Note 4: Since there is no relevant similar transaction to follow, the trading conditions are determined by both parties depending on actual operational needs.

Note 5: Above transactions have been written off in these consolidated financial statements.

(Concluded)

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

INFORMATION OF INVESTEEES
 FOR THE YEAR ENDED DECEMBER 31, 2022
 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investor Company	Investee Company	Location	Main Businesses and Products	Original Investment Amount		As of December 31, 2022			Net Income (Loss) of the Investee	Share of Profit (Loss)	Note
				December 31, 2022	December 31, 2021	Number of Shares	%	Carrying Amount			
Sunjuice Holdings Co., Limited	Power Keen Limited	Samoa	Investment	\$ 545,999 (US\$ 17,785)	\$ 492,574 (US\$ 17,785)	17,785	100	\$ 2,762,658	\$ 398,835	\$ 398,835	Note 1
	Sunjuice I International Limited	Hong Kong	Investment	88,171 (RMB 20,003)	86,891 (RMB 20,003)	20,003	75	67,570	(1,657)	(1,243)	Note 1
Power Keen Limited	Sunjuice (Hong Kong) Limited	Hong Kong	Investment	175,757 (US\$ 5,725)	158,560 (US\$ 5,725)	15,300	100	1,676,228	250,552	250,552	Note 1
Sunjuice Co. Limited	Sense International Limited	Samoa	Investment	- -	27,696 (US\$ 1,000)	-	-	-	(80)	(80)	Note 1

Note 1: Parent-subsidiary transactions have been written off in these consolidated financial statements.

Note 2: For information of investments in mainland China, refer to Table 7.

Note 3: The exchange rate was RMB1=NT\$4.408; US\$1=NT\$30.71 as of December 31, 2022.

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES

INFORMATION ON INVESTMENT IN MAINLAND CHINA
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investee Company	Main Businesses and Products	Paid-in Capital	Method of Investment	Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2022	Remittance of Funds		Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2022	Net Income (Loss) of the Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss)	Carrying Amount as of December 31, 2022	Accumulated Repatriation of Investment Income as of December 31, 2022	Note
					Outward	Inward							
Fresh Food (Kunshan) Co. Limited	Sale of concentrated juices, fruit puree, fruit powder, flavoured syrups, juice related and drinks used equipment, etc.	RMB 15,273	Sunjuice Co. Limited reinvested in Mainland China	\$ -	\$ -	\$ -	\$ 2,625 (RMB 594)	87.1	\$ 2,287 (RMB 518)	\$ -	\$ -	Note	
Sun Philippe Trade (Kunshan) Co., Limited	Wholesale of daily necessities, wholesale of electronic components, procurement agency services, information consulting services, import and export agency, import and export of goods	RMB 2,000	Sunjuice (Hong Kong) Limited and Power Keen Limited reinvested in Mainland China	-	-	-	(RMB 479 108)	100	(RMB 479 108)	(RMB 3,647 827)	-	Note	
IM Trade (Kunshan) Co., Limited	Import and export of goods, wholesale of daily necessities, wholesale of electronic components, procurement agency services, information consulting services, import and export agency	RMB 2,000	Sunjuice (Hong Kong) Limited and Power Keen Limited reinvested in Mainland China	-	-	-	(RMB 479 108)	100	(RMB 479 108)	(RMB 3,647 827)	-	Note	
Sunjuice Co. Limited	Manufacturing and sale of fresh Juices, mixed vegetable juices, protein drinks, solid drinks and others	RMB 360,000	Sunjuice (Hong Kong) Limited, Power Keen Limited, Sun Philippe Trade (Kunshan) Co., Limited and IM Trade (Kunshan) Co., Limited reinvested in Mainland China	-	-	-	479,273 (RMB 108,490)	87.1	417,447 (RMB 94,495)	2,857,753 (RMB 648,311)	-	Note	
Fresh Juice Industry (Tianjin) Co. Limited	Drinks processing	RMB 49,000	Sunjuice Co. Limited reinvested in Mainland China	-	-	-	(RMB 18,514 4,191)	87.1	(RMB 16,126 3,650)	488,498 (RMB 110,821)	-	Note	
Guangdong Fresh Juice Biological Technology Co. Limited	R&D and technical service, sale of drinks, fruit products, fruit extract, fruit enzyme products, etc.	RMB 60,000	Sunjuice Co. Limited reinvested in Mainland China	-	-	-	(RMB 54,402 12,315)	87.1	(RMB 47,385 10,726)	608,534 (RMB 138,052)	-	Note	

(Continued)

Investee Company	Main Businesses and Products	Paid-in Capital	Method of Investment	Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2022	Remittance of Funds		Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2022	Net Income (Loss) of the Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss)	Carrying Amount as of December 31, 2022	Accumulated Repatriation of Investment Income as of December 31, 2022	Note
					Outward	Inward							
Shanghai Sense Beverage Company Limited	Drinks, prepackaged food, juice dispenser machine, coffee maker, all-in-one tea maker, wholesale of electronic product, import and export, commission agent, equipment for rent	US\$ 2,000	Sunjuice Co. Limited reinvested in Mainland China	\$ -	\$ -	\$ -	\$ -	\$ (223) (RMB -51)	87.1	\$ (194) (RMB -44)	\$ 47,453 (RMB 10,765)	\$ -	Note
Suzhou Sunjuice I International Limited	Primary processing and sale of agricultural products, manufacturing, sale, import and export	RMB 20,000	Sunjuice Co. Limited reinvested in Mainland China	-	-	-	-	(6,718) (RMB -1,521)	87.1	(5,428) (RMB -1,229)	50,407 (RMB 11,435)	-	Note
Guangxi Fresh Juice Biotechnology Co., Ltd.	Manufacturing, domestic freight forwarding, import and export of goods	RMB 33,000	Sunjuice Co. Limited reinvested in Mainland China	-	-	-	-	(4,820) (RMB -1,091)	87.1	(4,199) (RMB -950)	122,510 (RMB 27,793)	-	Note

Accumulated Outward Remittance for Investment in Mainland China as of December 31, 2022	Investment Amounts Authorized by Investment Commission, MOEA	Upper Limit on the Amount of Investment Stipulated by Investment Commission, MOEA
NA	NA	NA

Note: The net income (loss) of the investee was recognized based on the reviewed financial statements.

(Concluded)

SUNJUICE HOLDINGS CO., LIMITED AND SUBSIDIARIES**INFORMATION OF MAJOR SHAREHOLDERS
DECEMBER 31, 2022**

Name of Major Shareholder	Shares	
	Number of Shares	Percentage of Ownership (%)
Huang, Kuo-Huang	9,093,849	26.87
Lin, Li-Ling	6,178,264	18.25

Note 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 consolidated financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.

Note 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.