

**Welgene Biotech Co., Ltd. and
Subsidiaries**

**Consolidated Financial Statements for the
Years Ended December 31, 2024 and 2023 and
Independent Auditors' Report**

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” for the year ended December 31, 2024 are all the same as the companies required to be included in the consolidated financial statements of parent and subsidiary companies as provided in International Financial Reporting Standard 10 “Consolidated Financial Statements”. Relevant information that should be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of parent and subsidiary companies. Hence, we do not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

WELGENE BIOTECH CO., LTD.

By

GUEI-HUNG CHEN
Chairman

March 11, 2025

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Welgene Biotech Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Welgene Biotech Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (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, 2024 and 2023, 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 (ROC).

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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, 2024. 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, 2024 is as follows:

Key Audit Matters: Recognition of Sales Revenue and Testing of Revenue Authenticity for Specific Goods

The operating revenue of the Group mainly comes from sales revenue, testing revenue, and service revenue for the year ended December 31, 2024. Given the materiality considerations for the financial statements and the audit standards' presumption of significant risk concerning revenue recognition, along with the need to verify the recognition of sales revenue for specific goods and testing income, it is essential to cross-check customer orders or contract documents for transaction terms in order to determine the performance obligations associated with the sale of goods or services. Consequently, the sales revenue for specific goods and testing revenue have been identified as key audit matters. Refer to Notes 4(13) and 22 of the consolidated financial statements.

The main audit procedures performed with respect to the above-mentioned key audit matter are as follows:

1. We obtained an understanding of the design of the key internal controls implemented by management in the revenue recognition process.
2. We selected samples from the details of sales and testing revenue to verify supporting documents such as customer acknowledgment of delivery and testing reports, and reviewed the contents of transaction contracts or other related documents for any conditions that may influence the timing of revenue recognition.
3. We reviewed post-period collections for any irregularities.

Other Matter

We have also audited the parent company only financial statements of Welgene Biotech Co., Ltd. as of and for the years ended December 31, 2024 and 2023 on which we have issued an unmodified opinion.

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 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, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional 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, 2024, 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 Wen-Hsiang Chen and Yu-Shiou Su.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 11, 2025

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 review such consolidated financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' review 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' review report and consolidated financial statements shall prevail.

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalent (Notes 6 and 30)	\$ 173,495	33	\$ 188,130	34
Financial assets at amortized cost - current (Notes 8 and 30)	53,000	10	9,000	2
Notes receivable (Notes 9 and 30)	4,575	1	1,782	-
Trade receivable (Notes 9, 22 and 30)	41,008	8	45,200	8
Other receivables (Note 30)	307	-	-	-
Current tax assets (Note 25)	3,304	1	3,244	1
Inventories (Note 10)	36,875	7	53,770	10
Prepayments	5,956	1	4,447	1
Other financial assets - current (Notes 15, 30 and 32)	1,700	-	700	-
Other current assets	1	-	5	-
Total current assets	<u>320,221</u>	<u>61</u>	<u>306,278</u>	<u>56</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 7 and 30)	26,121	5	33,980	6
Property, plant and equipment (Notes 12 and 32)	161,558	31	172,178	31
Right-of-use assets (Note 13)	13,323	2	26,646	5
Intangible assets (Note 14)	162	-	392	-
Deferred tax assets (Note 25)	442	-	564	-
Net defined benefit assets - non-current (Note 20)	-	-	274	-
Refundable deposits (Note 31)	6,421	1	7,852	2
Total non-current assets	<u>208,027</u>	<u>39</u>	<u>241,886</u>	<u>44</u>
TOTAL	<u><u>\$ 528,248</u></u>	<u><u>100</u></u>	<u><u>\$ 548,164</u></u>	<u><u>100</u></u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 16, 30 and 32)	\$ 9,000	2	\$ 11,000	2
Contract liabilities (Note 22)	56,129	11	46,175	8
Trade payable (Notes 17 and 30)	16,906	3	17,374	3
Other payables (Notes 18 and 30)	27,078	5	26,704	5
Current tax liabilities (Note 25)	358	-	-	-
Provisions - current (Note 19)	1,273	-	1,852	-
Lease liabilities - current (Notes 13, 30 and 31)	13,576	3	13,326	3
Current portion of long-term borrowings (Notes 16, 30 and 32)	11,681	2	11,050	2
Other current liabilities	587	-	461	-
Total current liabilities	<u>136,588</u>	<u>26</u>	<u>127,942</u>	<u>23</u>
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 16, 30 and 32)	95,575	18	105,395	19
Deferred tax liabilities (Note 25)	322	-	303	-
Lease liabilities - non-current (Notes 13, 30 and 31)	-	-	13,576	3
Net defined benefit liabilities - non-current (Note 20)	-	-	-	-
Guarantee deposits received	17	-	678	-
Total non-current liabilities	<u>95,914</u>	<u>18</u>	<u>119,952</u>	<u>22</u>
Total liabilities	<u><u>232,502</u></u>	<u><u>44</u></u>	<u><u>247,894</u></u>	<u><u>45</u></u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 21)				
Share capital				
Ordinary shares	<u>233,043</u>	<u>44</u>	<u>233,043</u>	<u>42</u>
Capital surplus	<u>50,860</u>	<u>10</u>	<u>50,860</u>	<u>9</u>
Retained earnings				
Legal reserve	15,627	3	15,627	3
Special reserve	7,320	1	7,320	1
Accumulated deficit	(2,328)	-	(3,435)	-
Total retained earnings	<u>20,619</u>	<u>4</u>	<u>19,512</u>	<u>4</u>
Other equity	<u>(16,611)</u>	<u>(3)</u>	<u>(11,381)</u>	<u>(2)</u>
Total equity attributable to owners of the Company	<u>287,911</u>	<u>55</u>	<u>292,034</u>	<u>53</u>
NON-CONTROLLING INTERESTS (Note 28)	<u>7,835</u>	<u>1</u>	<u>8,236</u>	<u>2</u>
Total equity	<u><u>295,746</u></u>	<u><u>56</u></u>	<u><u>300,270</u></u>	<u><u>55</u></u>
TOTAL	<u><u>\$ 528,248</u></u>	<u><u>100</u></u>	<u><u>\$ 548,164</u></u>	<u><u>100</u></u>

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

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024	2023		
	Amount	%	Amount	%
OPERATING REVENUE (Note 22)	\$ 322,548	100	\$ 280,547	100
OPERATING COSTS (Notes 10, 23 and 24)	<u>(186,710)</u>	<u>(58)</u>	<u>(160,831)</u>	<u>(57)</u>
GROSS PROFIT	<u>135,838</u>	<u>42</u>	<u>119,716</u>	<u>43</u>
OPERATING EXPENSES (Notes 24 and 31)				
Selling and marketing expenses	(43,965)	(13)	(38,921)	(14)
General and administrative expenses	(66,727)	(21)	(61,510)	(22)
Research and development expenses	(25,850)	(8)	(24,145)	(8)
Expected credit (loss) gain	<u>(150)</u>	<u>-</u>	<u>601</u>	<u>-</u>
Total operating expenses	<u>(136,692)</u>	<u>(42)</u>	<u>(123,975)</u>	<u>(44)</u>
LOSS FROM OPERATIONS	<u>(854)</u>	<u>-</u>	<u>(4,259)</u>	<u>(1)</u>
NON-OPERATING INCOME AND EXPENSES (Notes 24 and 31)				
Finance costs	(2,966)	(1)	(2,617)	(1)
Interest income	1,458	-	1,455	-
Gain from bargain purchase (Note 27)	-	-	805	-
Other income	2,996	1	1,721	1
Gains (losses) on disposal of property, plant and equipment	370	-	(108)	-
Other expenses	-	-	(35)	-
Foreign exchange gain, net	<u>246</u>	<u>-</u>	<u>6</u>	<u>-</u>
Total non-operating income and expenses	<u>2,104</u>	<u>-</u>	<u>1,227</u>	<u>-</u>
PROFIT (LOSS) BEFORE INCOME TAX	1,250	-	(3,032)	(1)
INCOME TAX EXPENSE (Note 25)	<u>(544)</u>	<u>-</u>	<u>(114)</u>	<u>-</u>
NET PROFIT (LOSS) FOR THE YEAR	<u>706</u>	<u>-</u>	<u>(3,146)</u>	<u>(1)</u>

(Continued)

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OTHER COMPREHENSIVE (LOSS) INCOME				
(Notes 20, 21 and 25)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	\$ -	-	\$ 119	-
Unrealized loss on investments in equity instruments at fair value through other comprehensive income	(5,230)	(1)	(4,922)	(2)
Income tax relating to items that will not be reclassified subsequently to profit or loss	—	—	(24)	—
Other comprehensive loss for the year, net of income tax	(5,230)	(1)	(4,827)	(2)
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	\$ (4,524)	(1)	\$ (7,973)	(3)
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 1,107	-	\$ (2,648)	(1)
Non-controlling interests	(401)	—	(498)	—
	\$ 706	—	\$ (3,146)	(1)
TOTAL COMPREHENSIVE LOSS ATTRIBUTABLE TO:				
Owners of the Company	\$ (4,123)	(1)	\$ (7,475)	(3)
Non-controlling interests	(401)	—	(498)	—
	\$ (4,524)	(1)	\$ (7,973)	(3)
EARNINGS (LOSS) PER SHARE (Note 26)				
Basic	\$ 0.05		\$ (0.11)	
Diluted	\$ 0.05		\$ (0.11)	

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

(Concluded)

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company								Non-controlling Interests	Total Equity		
	Share Capital				Retained Earnings		Unappropriated Earnings (Accumulated Deficit)	Other Equity Unrealized Valuation Loss on Financial Assets at Fair Value Through Other Comprehensive Loss				
	Ordinary Shares (In Thousands)	Amount	Capital Surplus	Legal Reserve	Special Reserve							
BALANCE AT JANUARY 1, 2023	23,304	\$ 233,043	\$ 50,859	\$ 14,668	\$ 2,921	\$ 9,586	\$ (7,320)	\$ 303,757	\$ 195	\$ 303,952		
Appropriation of 2022 earnings												
Legal reserve	-	-	-	959	-	(959)	-	-	-	-		
Special reserve	-	-	-	-	4,399	(4,399)	-	-	-	-		
Cash dividends distributed by the Company	-	-	-	-	-	(4,228)	-	(4,228)	-	(4,228)		
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	(358)	(358)		
Actual acquisition of interests in subsidiaries (Note 28)	-	-	1	-	-	(21)	-	(20)	(199)	(219)		
Change in non-controlling interests	-	-	-	-	-	-	-	-	9,096	9,096		
Net loss for the year ended December 31, 2023	-	-	-	-	-	(2,648)	-	(2,648)	(498)	(3,146)		
Other comprehensive loss for the year ended December 31, 2023, net of income tax	-	-	-	-	-	95	(4,922)	(4,827)	-	(4,827)		
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	(2,553)	(4,922)	(7,475)	(498)	(7,973)		
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	(861)	861	-	-	-		
BALANCE AT DECEMBER 31, 2023	23,304	233,043	50,860	15,627	7,320	(3,435)	(11,381)	292,034	8,236	300,270		
Net profit (loss) for the year ended December 31, 2024	-	-	-	-	-	1,107	-	1,107	(401)	706		
Other comprehensive loss for the year ended December 31, 2024, net of income tax	-	-	-	-	-	-	(5,230)	(5,230)	-	(5,230)		
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	1,107	(5,230)	(4,123)	(401)	(4,524)		
BALANCE AT DECEMBER 31, 2024	<u>23,304</u>	<u>\$ 233,043</u>	<u>\$ 50,860</u>	<u>\$ 15,627</u>	<u>\$ 7,320</u>	<u>\$ (2,328)</u>	<u>\$ (16,611)</u>	<u>\$ 287,911</u>	<u>\$ 7,835</u>	<u>\$ 295,746</u>		

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

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income (loss) before income tax	\$ 1,250	\$ (3,032)
Adjustments for:		
Depreciation expense	28,566	26,912
Amortization expense	230	340
Expected credit loss recognized (reversal) on trade receivables	150	(601)
Finance costs	2,966	2,617
Interest income	(1,458)	(1,455)
Loss (gain) on disposal of property, plant and equipment	(370)	108
Gain from bargain purchase	-	(805)
Write-down (reversal) of inventories	4,140	(2,160)
Changes in operating assets and liabilities		
Notes receivable	(2,793)	4,086
Trade receivable	4,042	(1,059)
Other receivables	(307)	117
Inventories	12,755	(10,640)
Prepayments	(1,509)	(1,942)
Other current assets	4	324
Net defined benefit assets	274	-
Contract liabilities	9,954	(780)
Notes payable	-	(8)
Trade payable	(468)	(1,884)
Other payables	407	(2,935)
Provisions - current	(579)	123
Other current liabilities	126	19
Net defined benefit liabilities	-	(274)
Cash generated from operations	57,380	7,071
Interest received	1,458	1,455
Interest paid	(2,657)	(1,859)
Income tax paid	(105)	(7,033)
Net cash generated from (used in) operating activities	<u>56,076</u>	<u>(366)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	-	(3,780)
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	2,629	-
Net cash outflow on acquisition of subsidiary	-	(12,804)
Purchase of financial assets at amortized cost	(44,000)	-
Proceeds from sale of financial assets at amortized cost	-	50,000
Payments for property, plant and equipment	(4,806)	(27,734)
Proceeds from disposal of property, plant and equipment	553	-
Decrease in refundable deposits	1,431	245

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WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Increase in other financial assets	\$ (1,000)	\$ -
Decrease in other financial assets	<u>-</u>	<u>70</u>
Net cash generated from (used in) investing activities	<u>(45,193)</u>	<u>5,997</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Short-term borrowings decrease	(2,000)	(208)
Proceeds from long-term borrowings	2,000	45,000
Repayments of long-term borrowings	(11,189)	(4,710)
Refund of guarantee deposits received	(661)	-
Repayment of the principal portion of lease liabilities	(13,668)	(13,668)
Cash dividends paid	-	(4,228)
Issuance of ordinary shares for cash	-	2,300
Acquisition of additional interests in subsidiary	-	(220)
Dividends paid to non-controlling interests	<u>-</u>	<u>(358)</u>
Net cash (used in) generated from financing activities	<u>(25,518)</u>	<u>23,908</u>
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(14,635)	29,539
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>188,130</u>	<u>158,591</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 173,495</u>	<u>\$ 188,130</u>

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

(Concluded)

WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

1. GENERAL INFORMATION

Welgene Biotech Co., Ltd. (the “Company”) was established with the approval of the Ministry of Economic Affairs in January 2003. The Company engages in the trade of biotechnology-related instruments and reagents, as well as biotechnology testing services. The Company’s shares have been listed on the Taipei Exchange (TPEX) since January 27, 2021.

The consolidated financial statements are presented in the Company’s functional currency, the New Taiwan dollar.

2. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company’s board of directors on March 11, 2025.

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 “IFRS Accounting Standards”) endorsed and issued into effect by the Financial Supervisory Commission (FSC)

The initial application of the IFRS Accounting Standards endorsed and issued into effect by the FSC did not have a material impact on the Company and entities controlled by the Company (collectively, the “Group”)’s accounting policies.

- b. The IFRS Accounting Standards endorsed by the FSC for application starting from 2025

New, Amended and Revised Standards and Interpretations	Effective Date Announced by IASB
Amendments to IAS 21 “Lack of Exchangeability”	January 1, 2025 (Note 1)
Amendments to IFRS 9 and IFRS 7 “Amendments to the Classification and Measurement of Financial Instruments” - the amendments to the application guidance of classification of financial assets	January 1, 2026 (Note 2)

Note 1: An entity shall apply those amendments for annual reporting periods beginning on or after January 1, 2025. Upon initial application of the amendments to IAS 21, the Group shall not restate the comparative information and shall recognize any effect of initially applying the amendments as an adjustment to the opening balance of retained earnings or, if applicable, to the cumulative amount of translation differences in equity as well as affected assets or liabilities.

Note 2: An entity shall apply those amendments for annual reporting periods beginning on or after January 1, 2026. It is permitted to apply these amendments for an earlier period beginning on January 1, 2025. An entity shall apply the amendments retrospectively but is not required to restate prior periods. The effect of initially applying the amendments shall be recognized as an adjustment to the opening balance at the date of initial application. An entity may restate prior periods if, and only if, it is possible to do so without the use of hindsight.

As of the date the consolidated financial statements were authorized for issue, the Group is continuously assessing the other impacts of the above amended standards and interpretations on the Group's financial position and financial performance and will disclose the relevant impact when the assessment is completed.

c. The IFRS Accounting Standards in issue but not yet endorsed and issued into effect by the FSC

<u>New, Amended and Revised Standards and Interpretations</u>	Effective Date Announced by IASB (Note)
Annual Improvements to IFRS Accounting Standards - Volume 11	January 1, 2026
Amendments to IFRS 9 and IFRS 7 "Amendments to the Classification and Measurement of Financial Instruments" - the amendments to the application guidance of derecognition of financial liabilities	January 1, 2026
Amendments to IFRS 9 and IFRS 7 "Contracts Referencing Nature- dependent Electricity"	January 1, 2026
Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between an Investor and its Associate or Joint Venture"	To be determined by IASB
IFRS 17 "Insurance Contracts"	January 1, 2023
Amendments to IFRS 17	January 1, 2023
Amendments to IFRS 17 "Initial Application of IFRS 17 and IFRS 9 - Comparative Information"	January 1, 2023
IFRS 18 "Presentation and Disclosure in Financial Statements"	January 1, 2027
IFRS 19 "Subsidiaries without Public Accountability: Disclosures"	January 1, 2027

Note: Unless stated otherwise, the above IFRS Accounting Standards are effective for annual reporting periods beginning on or after their respective effective dates.

IFRS 18 "Presentation and Disclosure in Financial Statements"

IFRS 18 will supersede IAS 1 "Presentation of Financial Statements". The main changes comprise:

- Items of income and expenses included in the statement of profit or loss shall be classified into the operating, investing, financing, income taxes and discontinued operations categories.
- The statement of profit or loss shall present totals and subtotals for operating profit or loss, profit or loss before financing and income taxes and profit or loss.
- Provides guidance to enhance the requirements of aggregation and disaggregation: The Group shall identify the assets, liabilities, equity, income, expenses and cash flows that arise from individual transactions or other events and shall classify and aggregate them into groups based on shared characteristics, so as to result in the presentation in the primary financial statements of line items that have at least one similar characteristic. The Group shall disaggregate items with dissimilar characteristics in the primary financial statements and in the notes. The Group labels items as "other" only if it cannot find a more informative label.

- Disclosures on Management-defined Performance Measures (MPMs): When in public communications outside financial statements and communicating to users of financial statements management's view of an aspect of the financial performance of the Group as a whole, the Group shall disclose related information about its MPMs in a single note to the financial statements, including the description of such measures, calculations, reconciliations to the subtotal or total specified by IFRS Accounting Standards and the income tax and non-controlling interests effects of related reconciliation items.

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

4. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

a. Statement of compliance

The consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRS Accounting Standards 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 and net defined benefit liabilities (assets) which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

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, even if an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the consolidated financial statements are authorized for issue; and
- 3) Liabilities for which the Group does not have the substantial right at the end of the reporting period 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 of the Group.

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.

See Note 11, Table 3 for detailed information on subsidiaries (including percentages of ownership and main businesses).

e. Business combinations

Acquisitions of businesses are accounted for using the acquisition method. Acquisition-related costs are generally recognized in profit or loss as they are incurred.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interests in the acquiree over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after re-assessment, the net of the acquisition date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interests in the acquiree, the excess is recognized immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value. Other types of non-controlling interests are measured at fair value.

When a business combination is achieved in stages, the Group's previously held equity interest in an acquiree is remeasured to fair value at the acquisition date, and the resulting gain or loss is recognized in other comprehensive income. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognized in other comprehensive income are recognized on the same basis as would be required had those interests been directly disposed of by the Group.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted retrospectively during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognized as of that date.

f. Foreign currencies

In preparing the financial statements of each individual entity, 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 denominated in foreign currencies that are measured at fair value are retranslated at the rates prevailing at the date when the fair value is 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 item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

g. Inventories

Inventories consist of goods 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.

h. Property, plant and equipment

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

Property, plant and equipment in the course of construction are measured at cost less any recognized impairment loss. Cost includes professional fees and borrowing costs eligible for capitalization. before that asset reaches its intended use are measured at the lower of cost or net realizable value, and any proceeds from selling and the cost of 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.

The depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. If the lease term is shorter than the useful life, depreciation is recognized over the lease term. 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.

i. 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.

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.

j. Impairment of property, plant and equipment, right-of-use asset and intangible assets

At the end of each reporting period, the Group reviews the carrying amounts of its property, plant and equipment, right-of-use asset and intangible assets, to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. 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 smallest group of cash-generating units on a reasonable and consistent basis of allocation.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the assets may be impaired.

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 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 in prior years. A reversal of an impairment loss is recognized in profit or loss.

k. Financial instruments

Financial assets and financial liabilities are recognized when 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 into the following categories:

i. Financial assets at amortized cost

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

- i) The financial assets are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- ii) The contractual terms of the financial assets 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, other receivables, trade receivables and other financial assets at amortized cost, are measured at amortized cost, which equals the gross carrying amount determined using the effective interest method less any impairment loss. Exchange differences are recognized in profit or loss.

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

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

A financial asset is credit impaired when one or more of the following events have occurred:

- i) Significant financial difficulty of the issuer or the borrower;
- ii) Breach of contract, such as a default;
- iii) It is becoming probable that the borrower will enter bankruptcy or undergo a financial reorganization; or
- iv) The disappearance of an active market for that financial asset because of financial difficulties.

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.

ii. Investments in equity instruments at FVTOCI

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

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

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

b) Impairment of financial assets

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

The Group always recognizes lifetime expected credit losses (ECLs) for trade receivables. For all other financial instruments, the Group recognizes lifetime ECLs when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on a 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 ECLs.

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

For internal credit risk management purposes, the Group considers the following situations as indication that a financial asset is in default (without taking into account any collateral held by the Group):

- i. Internal or external information shows that the debtor is unlikely to pay its creditors.
- ii. Financial asset is more than a certain number of days past due unless the Group has reasonable and corroborative information to support a more lagged default criterion.

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

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. On derecognition of an investment in an equity instrument at FVTOCI, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, and the cumulative gain or loss which had been recognized in other comprehensive income is transferred directly to retained earnings, without recycling through profit or loss.

2) Financial liabilities

a) Subsequent measurement

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

b) Derecognition of financial liabilities

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.

1. Provisions

Provisions are measured at the best estimate of the discounted cash flows of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

m. Revenue recognition

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

For contracts where the period between the date on which the Group transfers a promised good or service to a customer and the date on which the customer pays for that good or service is one year or less, the Group does not adjust the promised amount of consideration for the effects of a significant financing component.

1) Revenue from the sale of goods

Revenue from the sale of goods comes from sales of medical instruments and medical consumables. The Group recognizes revenue primarily when customers obtain control of the committed assets, which occurs upon delivery to the designated location and fulfillment of performance obligations.

2) Revenue from the rendering of services

Revenue from the laboratory-related services. The Group recognizes service revenue upon the completion of service provision.

n. Leases

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

1) The Group as lessor

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

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

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

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

Subsequently, lease liabilities are measured at amortized cost using the effective interest method, with interest expense recognized over the lease terms. When there is a change in a lease term, a change in the amounts expected to be payable under a residual value guarantee, a change in the assessment of an option to purchase an underlying asset, or a change in future lease payments resulting from a change in an index or a rate used to determine those payments, the 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.

o. 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 those stated above, all other borrowing costs are recognized in profit or loss in the period in which they are incurred.

p. Employee benefits

1) Short-term employee benefits

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

2) Retirement benefits

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

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

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

3) Termination benefits

A liability for a termination benefit is recognized at the earlier of when the Group can no longer withdraw the offer of the termination benefit and when the Group recognizes any related restructuring costs.

q. Taxation

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

1) Current tax

Income tax payable (recoverable) is based on taxable profit (loss) for the year determined according to the applicable tax laws of each tax jurisdiction.

According to the Income Tax Act in the ROC, an additional tax on unappropriated earnings is provided for in the year the shareholders approve to retain earnings.

Adjustments of prior years' tax liabilities are added to or deducted from the current year's tax provision.

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 to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

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.

5. MATERIAL 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.

When developing material accounting estimates, the Group considers the possible impact of climate change and related government policies and regulations, inflation and interest rate fluctuations on the cash flow projection, growth rates, discount rates, profitabilities and other relevant material estimates. The estimates and underlying assumptions are reviewed on an ongoing basis.

6. CASH AND CASH EQUIVALENTS

	December 31	
	2024	2023
Cash on hand	\$ 284	\$ 379
Checking accounts and demand deposits	<u>173,211</u>	<u>187,751</u>
	<u>\$ 173,495</u>	<u>\$ 188,130</u>

7. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME - NON-CURRENT

	December 31	
	2024	2023
<u>Investments in equity instruments at FVTOCI</u>		
Unlisted ordinary shares		
Compass Bioinformatics Inc.	\$ 281	\$ 950
Taiwan Genome Industry Alliance Inc.	25,448	29,537
Expercy Medical Ltd.	<u>392</u>	<u>3,493</u>
	<u>\$ 26,121</u>	<u>\$ 33,980</u>

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

To strengthen operational efficiency and broaden business areas, the Group's board of directors approved on March 1, 2023, the acquisition of 1,450 thousand shares of Wellgenetics for \$33,060 thousand in cash. The transaction was completed on April 7, 2023. After the completion of the transaction, the Company holds 82.44% of the shares in Wellgenetics, thereby gaining control, and the financial assets classified at fair value through other comprehensive income have been reclassified as an investment in a subsidiary. Refer to Notes 11 and 27.

No investments in equity instruments at FVTOCI were pledged as collateral.

8. FINANCIAL ASSETS AT AMORTIZED COST

	December 31	
	2024	2023
<u>Current</u>		
Time deposits with original maturities of more than 3 months	<u>\$ 53,000</u>	<u>\$ 9,000</u>

The ranges of interest rates for time deposits with original maturities of more than 3 months were 1.36%-1.42 and 1.16%-1.31% per annum as of December 31, 2024 and 2023, respectively.

9. NOTES RECEIVABLE AND TRADE RECEIVABLE

	December 31	
	2024	2023
<u>Notes receivable</u>		
At amortized cost		
Gross carrying amount	<u>\$ 4,575</u>	<u>\$ 1,782</u>

(Continued)

December 31	
2024	2023

Trade receivable

At amortized cost

Gross carrying amount	\$ 41,588	\$ 45,630
Less: Allowance for impairment loss	<u>(580)</u>	<u>(430)</u>
	<u><u>\$ 41,008</u></u>	<u><u>\$ 45,200</u></u>

(Concluded)

The average credit period of sales of goods was 30 to 160 days, and no interest is charged on trade receivable. In order 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 individual trade debt at the end of the period to ensure that adequate allowance is made for possible irrecoverable amounts. In this regard, the management believes the Group's credit risk was significantly reduced.

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses (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, the provision for loss allowance based on past due status is not further distinguished according to the Group's different customer base; the Group only sets the expected credit loss rate based on the number of days of the outstanding trade receivable.

The Group writes off accounts receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. For accounts receivable 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 accounts receivable based on the Group's provision matrix:

December 31, 2024

	Not Past Due	1 to 90 Days Past Due	91 to 365 Days Past Due	Over 365 Days Past Due	Total
Expected credit loss rate	0.10%-10.57%	1.54%-2.35%	100%	100%	
Gross carrying amount	\$ 39,424	\$ 1,807	\$ 117	\$ 240	\$ 41,588
Loss allowance (Lifetime ECLs)	<u>(194)</u>	<u>(29)</u>	<u>(117)</u>	<u>(240)</u>	<u>(580)</u>
Amortized cost	<u><u>\$ 39,230</u></u>	<u><u>\$ 1,778</u></u>	<u><u>\$ _____</u></u>	<u><u>\$ _____</u></u>	<u><u>\$ 41,008</u></u>

December 31, 2023

	Not Past Due	1 to 90 Days Past Due	91 to 365 Days Past Due	Over 365 Days Past Due	Total
Expected credit loss rate	0.01%-3.48%	2.35%-6.63%	100%	100%	
Gross carrying amount	\$ 44,588	\$ 806	\$ 12	\$ 224	\$ 45,630
Loss allowance (Lifetime ECLs)	<u>(166)</u>	<u>(28)</u>	<u>(12)</u>	<u>(224)</u>	<u>(430)</u>
Amortized cost	<u><u>\$ 44,422</u></u>	<u><u>\$ 778</u></u>	<u><u>\$ _____</u></u>	<u><u>\$ _____</u></u>	<u><u>\$ 45,200</u></u>

The loss allowance of notes receivable is not affected.

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

	For the Year Ended December 31	
	2024	2023
Beginning balance	\$ 430	\$ 641
Add: Acquisitions through business combinations	-	390
Add: Net remeasurement of loss allowance	150	-
Less: Net remeasurement of loss allowance	<u>-</u>	<u>(601)</u>
Ending balance	<u>\$ 580</u>	<u>\$ 430</u>

No notes receivable and trade receivables were pledged as security.

10. INVENTORIES

	December 31	
	2024	2023
Merchandise	<u>\$ 36,875</u>	<u>\$ 53,770</u>
As of December 31, 2024 and 2023, the allowance for inventory write-downs was \$7,795 thousand and \$3,655 thousand, respectively.		
The nature of the cost of goods sold is as follows:		
	For the Year Ended December 31	
	2024	2023
Cost of inventories sold	\$ 182,272	\$ 162,977
Inventory write-downs (reversed)	4,140	(2,160)
Others	<u>298</u>	<u>14</u>
	<u>\$ 186,710</u>	<u>\$ 160,831</u>

For the year ended December 31, 2023 inventory write-downs were reversed as a result of decreased slow-moving inventories.

11. SUBSIDIARIES

a. Subsidiaries included in the consolidated financial statements

Investor	Investee	Nature of Activities	Proportion of Ownership (%)		Remark
			2024	2023	
Welgene Biotech Co., Ltd.	Welmore Co., Ltd. ("Welmore")	Trading of medical equipment	100.00	100.00	1)
	Wellgenetics Co., Ltd. ("Wellgenetics")	Biogenic technology services	83.00	83.00	2)

Remarks:

- 1) On September 27, 2023, the Group acquired shares of Welmore for \$220 thousand in cash, increasing its ownership percentage from 99.79% to 100%. Subsequently, in November 2023, the Group made a cash capital increase of \$30,000 thousand in Welmore, maintaining its 100% ownership. Refer to Note 28.
- 2) On April 7, 2023, the Group acquired additional shares of Wellgenetics for a cash consideration of \$33,060 thousand, increasing its ownership percentage from 18.00% to 82.44% and gaining control over Wellgenetics. Subsequently, in November 2023, the Group made a cash capital increase of \$12,700 thousand in Wellgenetics, increasing its ownership percentage to 83%. Therefore, Wellgenetics has been included in the entities of the Group since April 7, 2023. Refer to Notes 27 and 28.

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

12. PROPERTY, PLANT AND EQUIPMENT

	Land	Buildings	Transportation Equipment	Office Equipment	Production Equipment	Other Equipment	Total
<u>Cost</u>							
Balance at January 1, 2024	\$ 22,761	\$ 97,700	\$ 7,855	\$ 2,924	\$ 78,427	\$ 18,255	\$ 227,922
Additions	-	-	-	-	3,238	1,568	4,806
Disposals	-	-	-	-	(17,297)	(1,478)	(18,775)
Balance at December 31, 2024	<u>22,761</u>	<u>97,700</u>	<u>7,855</u>	<u>2,924</u>	<u>64,368</u>	<u>18,345</u>	<u>213,953</u>
<u>Accumulated depreciation</u>							
Balance at January 1, 2024	-	9,673	4,395	1,129	34,510	6,037	55,744
Depreciation expenses	-	3,942	1,024	377	8,049	1,851	15,243
Disposals	-	-	-	-	(17,297)	(1,295)	(18,592)
Balance at December 31, 2024	<u>-</u>	<u>13,615</u>	<u>5,419</u>	<u>1,506</u>	<u>25,262</u>	<u>6,593</u>	<u>52,395</u>
Carrying amount at December 31, 2024	<u>\$ 22,761</u>	<u>\$ 84,085</u>	<u>\$ 2,436</u>	<u>\$ 1,418</u>	<u>\$ 39,106</u>	<u>\$ 11,752</u>	<u>\$ 161,558</u>
<u>Cost</u>							
Balance at January 1, 2023	\$ -	\$ -	\$ 7,855	\$ 2,417	\$ 61,317	\$ 5,609	\$ 77,198
Acquisitions through business combinations (Note 27)	22,761	97,700	-	-	-	3,775	124,236
Additions	-	-	-	786	20,161	6,787	27,734
Disposals	-	-	-	(279)	(3,051)	(2,056)	(5,386)
Transfer of prepaid equipment payment	-	-	-	-	-	4,140	4,140
Balance at December 31, 2023	<u>22,761</u>	<u>97,700</u>	<u>7,855</u>	<u>2,924</u>	<u>78,427</u>	<u>18,255</u>	<u>227,922</u>
<u>Accumulated depreciation</u>							
Balance at January 1, 2023	-	-	3,110	1,070	31,020	3,336	38,536
Acquisitions through business combinations (Note 27)	-	6,716	-	-	-	2,181	8,897
Depreciation expense	-	2,957	1,285	338	6,541	2,468	13,589
Disposal	-	-	-	(279)	(3,051)	(1,948)	(5,278)
Balance at December 31, 2023	<u>-</u>	<u>9,673</u>	<u>4,395</u>	<u>1,129</u>	<u>34,510</u>	<u>6,037</u>	<u>55,744</u>
Carrying amount at December 31, 2023	<u>\$ 22,761</u>	<u>\$ 88,027</u>	<u>\$ 3,460</u>	<u>\$ 1,795</u>	<u>\$ 43,917</u>	<u>\$ 12,218</u>	<u>\$ 172,178</u>

According to the Group's assessment, there was no indication of impairment for property, plant and equipment for the years ended December 31, 2024 and 2023.

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

Buildings	5-50 years
Transportation equipment	5-6 years
Office equipment	5 years
Production equipment	5-10 years
Other equipment	3-10 years

Property, plant and equipment owned by the Group and pledged as collateral for bank borrowings are set out in Note 32.

13. LEASE ARRANGEMENTS

a. Right-of-use assets

	December 31	
	2024	2023
<u>Carrying amount</u>		
Buildings	\$ 13,323	\$ 26,646

For the Year Ended December 31

2024 **2023**

Additions to right-of-use assets

Depreciation charge for right-of-use assets	
Buildings	\$ 13,323

Except for the recognized depreciation, the Group did not have significant sublease or impairment of right-of-use assets for the years ended December 31, 2024 and 2023.

b. Lease liabilities

	December 31	
	2024	2023
<u>Carrying amount</u>		
Current	\$ 13,576	\$ 13,326
Non-current	\$ -	\$ 13,576

Range of discount rates for lease liabilities was as follows:

	December 31	
	2024	2023
Buildings	1.90%	1.90%

c. Other lease information

	For the Year Ended December 31	
	2024	2023
Expenses relating to short-term leases	\$ 166	\$ 476
Expenses relating to low-value asset leases	\$ 590	\$ 448
Total cash outflow for leases	\$ (14,424)	\$ (14,592)

The Group's leases of certain office equipment qualify as short-term leases and leases of certain office equipment qualify as low-value asset leases. The Group has elected to apply the recognition exemption and thus did not recognize right-of-use assets and lease liabilities for these leases.

14. OTHER INTANGIBLE ASSETS

	Patent	Computer Software	Total
<u>Cost</u>			
Balance at January 1, 2024	\$ 1,500	\$ 950	\$ 2,450
Disposal	<u> </u> -	<u> </u> (950)	<u> </u> (950)
Balance at December 31, 2024	<u> </u> <u>1,500</u>	<u> </u> <u> </u> -	<u> </u> <u>1,500</u>
<u>Accumulated amortization</u>			
Balance at January 1, 2024	\$ (1,187)	\$ (871)	\$ (2,058)
Amortization expenses	<u> </u> (151)	<u> </u> (79)	<u> </u> (230)
Disposal	<u> </u> -	<u> </u> 950	<u> </u> 950
Balance at December 31, 2024	<u> </u> <u>(1,338)</u>	<u> </u> <u> </u> -	<u> </u> <u>(1,338)</u>
Carrying amount at December 31, 2024	<u> </u> <u>162</u>	<u> </u> <u> </u> -	<u> </u> <u>162</u>
<u>Cost</u>			
Balance at January 1, 2023	<u> </u> <u>1,500</u>	<u> </u> <u>950</u>	<u> </u> <u>2,450</u>
Balance at December 31, 2023	<u> </u> <u>1,500</u>	<u> </u> <u>950</u>	<u> </u> <u>2,450</u>
<u>Accumulated amortization</u>			
Balance at January 1, 2023	\$ (1,037)	\$ (681)	\$ (1,718)
Amortization expense	<u> </u> (150)	<u> </u> (190)	<u> </u> (340)
Balance at December 31, 2023	<u> </u> <u>(1,187)</u>	<u> </u> <u>(871)</u>	<u> </u> <u>(2,058)</u>
Carrying amount at December 31, 2023	<u> </u> <u>313</u>	<u> </u> <u>79</u>	<u> </u> <u>392</u>

Other intangible assets are amortized on a straight-line basis over their estimated useful lives as follows:

Patents	10 years
Computer software	5 years

An analysis of amortization by function category:

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
General and administrative expenses	<u> </u> <u>230</u>	<u> </u> <u>340</u>

15. OTHER FINANCIAL ASSETS - CURRENT

	December 31	
	2024	2023
Pledged time deposits	\$ 1,700	\$ 700

Refer to Note 32 for bank point-of-sale (POS) terminal services and pledged time deposits for financing loan.

16. BORROWINGS

a. Short-term borrowings

	December 31	
	2024	2023
Secured borrowings (Note 32)		
Bank loans	\$ 4,000	\$ 1,000
Unsecured borrowings		
Credit loans	<u>5,000</u>	<u>10,000</u>
	<u><u>\$ 9,000</u></u>	<u><u>\$ 11,000</u></u>

The interest rates for revolving bank loans were 2.32% to 3.47% as of December 31, 2024 and 1.98% to 3.44% as of December 31, 2023.

Welmore, a subsidiary of the Group, had total bank financing credit lines of \$74,888 thousand and \$44,888 thousand as of December 31, 2024 and 2023, respectively. Additionally, promissory notes amounting to \$24,888 thousand and \$36,888 thousand were issued as guarantees for the financing facilities.

Wellgenetics, another subsidiary of the Group, had total bank financing credit lines of \$131,300 thousand and \$119,300 thousand as of December 31, 2024 and 2023, respectively. The financing was secured by Wellgenetics's own land and buildings.

The Company had total bank financing credit lines of \$110,000 thousand and \$99,000 thousand as of December 31, 2024 and 2023, respectively. Additionally, promissory notes amounting to \$50,000 thousand and \$52,000 thousand were issued as guarantees for the financing facilities.

b. Long-term borrowings

	December 31	
	2024	2023
<u>Unsecured borrowings</u>		
Taiwan Cooperative Bank		
The medium-term operational loan, with a borrowing amount of \$20,000 thousand, had interest rates of 2.878% as of December 31, 2024. The loan period is from February 15, 2023 to February 15, 2030, with monthly principal and interest repayments.	\$ 15,133	\$ 17,815
		(Continued)

	December 31	
	2024	2023
Chang Hua Bank		
The medium-term operational loan, with a borrowing amount of \$20,000 thousand, had an interest rate of 2.220% as of December 31, 2024. The loan period is from November 20, 2023 to December 20, 2028, with monthly principal and interest repayments.	\$ 7,925	\$ 9,842
Chang Hua Bank		
The medium-term operating loan, with a borrowing amount of \$15,000 thousand, had an interest rate of 2.220% and as of December 31, 2024. The loan period is from November 20, 2023 to November 20, 2028, with monthly principal and interest repayments.	3,963	4,921
Chang Hua Bank		
The medium-term operational loan, with a borrowing amount of \$12,000 thousand an interest rate of 2.220% as of December 31, 2024. The loan period is from August 22, 2024 to August 22, 2029, with monthly principal and interest repayments.	1,873	-
Chang Hua Bank		
The medium-term operational loan, with a borrowing amount of \$20,000 thousand an interest rate of 2.220% as of December 31, 2024. The loan period is from December 20, 2023 to December 20, 2028, with monthly principal and interest repayments.	8,087	10,000
<u>Secured borrowings</u>		
Fubon Bank	70,275	73,867
The capital financing loan, with a borrowing amount of \$89,300 thousand, had interest rates of 2.172% as of December 31, 2024. The loan period is from March 4, 2021 to March 4, 2041, with monthly principal and interest repayments.		
Less: Current portion	<u>(11,681)</u>	<u>(11,050)</u>
Long-term borrowings	<u>\$ 95,575</u>	<u>\$ 105,395</u>
		(Concluded)

17. TRADE PAYABLES

	December 31	
	2024	2023
Trade payables - operating	<u>\$ 16,906</u>	<u>\$ 17,374</u>
Trade payables are paid on due dates in accordance with agreements. The Group has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.		

18. OTHER PAYABLES

	December 31	
	2024	2023
<u>Current</u>		
Payables for salaries or bonuses	\$ 21,178	\$ 18,618
Payables for business taxes	1,864	748
Others	<u>4,036</u>	<u>7,338</u>
	<u><u>\$ 27,078</u></u>	<u><u>\$ 26,704</u></u>

19. PROVISIONS

	December 31	
	2024	2023
<u>Current</u>		
Employee benefits (a)	\$ 1,241	\$ 1,815
Warranties (b)	<u>32</u>	<u>37</u>
	<u><u>\$ 1,273</u></u>	<u><u>\$ 1,852</u></u>

- a. Employee benefits are provisions estimated for employees' vested service leave entitlements.
- b. Warranties are provisions based on the sales contract, representing the present value of the management's best estimate of future outflows of economic benefits due to warranty obligations for Welmore, a subsidiary of the Group. This estimate is based on historical warranty experience.

20. RETIREMENT BENEFIT PLANS

- a. Defined contribution plan

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

- b. Defined benefit plans

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

The Group's employees at the Company settled their defined benefit plan retirement years in November 2023. Since there were no employees remaining eligible for the relevant retirement plan after the settlement, the Company's labor retirement reserve account was approved for cancellation by the competent authority in December 2023. The settlement loss of \$35 thousand incurred from the payment of retirement benefits through the canceled account was recognized under other expenses in other gains and losses.

The employees of Welmore, a subsidiary of the Group, settled their defined benefit plan retirement years in 2023. Since there were no longer any employees covered by the relevant retirement plan after the settlement, the labor retirement reserve account was deregistered with the approval of the competent authority on March 5, 2024.

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

	December 31	
	2024	2023
Present value of defined benefit obligation	\$ -	\$ -
Fair value of plan assets	<u>-</u>	<u>(274)</u>
Deficit (surplus)	<u>-</u>	<u>(274)</u>
Net defined benefit (assets) liabilities	<u>\$ -</u>	<u>\$ (274)</u>

The Company

Movements in net defined benefit liabilities were as follows for the year ended December 31, 2024: None.

Movements in net defined benefit liabilities were as follows for the year ended December 31, 2023:

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities (Assets)
Balance at January 1, 2023	<u>\$ 472</u>	<u>\$ (216)</u>	<u>\$ 256</u>
Service cost			
Net interest expense (income)	<u>7</u>	<u>(4)</u>	<u>3</u>
Recognized in profit or loss	<u>7</u>	<u>(4)</u>	<u>3</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	<u>-</u>	<u>(1)</u>	<u>(1)</u>
Actuarial gain - experience adjustments	<u>(12)</u>	<u>-</u>	<u>(12)</u>
Recognized in other comprehensive income	<u>(12)</u>	<u>(1)</u>	<u>(13)</u>
Contributions from the employer	<u>-</u>	<u>(282)</u>	<u>(282)</u>
Liabilities extinguished on settlement	<u>(467)</u>	<u>237</u>	<u>(230)</u>
Recovered plan assets	<u>-</u>	<u>266</u>	<u>266</u>
Balance at December 31, 2023	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

Welmore

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

	Present Value of the Defined Benefit Obligation	Fair Value of the Plan Assets	Net Defined Benefit Liabilities (Assets)
Balance at January 1, 2023	\$ 531	\$ (668)	\$ (137)
Service cost			
Loss on settlements	3	-	3
Net interest expense (income)	<u>7</u>	<u>(9)</u>	<u>(2)</u>
Recognized in profit or loss	<u>10</u>	<u>(9)</u>	<u>1</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(2)	(2)
Actuarial gain - experience adjustments	<u>(104)</u>	<u>-</u>	<u>(104)</u>
Recognized in other comprehensive income	<u>(104)</u>	<u>(2)</u>	<u>(106)</u>
Contributions from the employer	-	(32)	(32)
Benefits paid	<u>(384)</u>	<u>384</u>	-
Liabilities extinguished on settlement	<u>(53)</u>	<u>53</u>	<u>-</u>
Balance at December 31, 2023	<u><u>\$ -</u></u>	<u><u>\$ (274)</u></u>	<u><u>\$ (274)</u></u>
Balance at January 1, 2024	\$	\$ (274)	\$ (274)
Service cost			
Loss on settlements	-	-	-
Recognized in profit or loss	<u>-</u>	<u>-</u>	<u>-</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	-	-
Actuarial gain - experience adjustments	<u>-</u>	<u>-</u>	<u>-</u>
Recognized in other comprehensive income	<u>-</u>	<u>-</u>	<u>-</u>
Benefits paid	-	122	122
Liabilities extinguished on settlement	<u>-</u>	<u>152</u>	<u>152</u>
Balance at December 31, 2024	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

Through the defined benefit plans under the Labor Standards Act, the Group is exposed to the following risks:

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

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

The Company

	December 31	
	2024	2023
Discount rate(s)	-	1.500%
Expected rate(s) of salary increase	-	3.000%

Welmore

	December 31	
	2024	2023
Discount rate(s)	-	1.375%
Expected rate(s) of salary increase	-	2.000%

21. EQUITY

a. Share capital

Ordinary shares

	December 31	
	2024	2023
Shares authorized (in thousands of shares)	<u>60,000</u>	<u>60,000</u>
Share authorized	<u>\$ 600,000</u>	<u>\$ 600,000</u>
Shares issued and fully paid (in thousands of shares)	<u>23,304</u>	<u>23,304</u>
Ordinary shares issued	<u>\$ 233,043</u>	<u>\$ 233,043</u>

A holder of issued ordinary shares with a par value of \$10 is entitled to vote and to receive dividends.

b. Capital surplus

	December 31	
	2024	2023
May be used to offset a deficit, distributed as cash dividends, or transferred to share capital		
Issuance of ordinary shares*	\$ 50,081	\$ 50,081
The difference between the consideration received or paid and the carrying amount of the subsidiaries' net assets during actual acquisition	1	1

May only be used to offset a deficit

Changes in percentage of ownership interests in subsidiaries accounted for using the equity method	<u>778</u>	<u>778</u>
	<u>\$ 50,860</u>	<u>\$ 50,860</u>

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

c. Retained earnings and dividend policy

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 paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders. The Company's dividend policy takes into account operational conditions, capital requirements, capital budgets, balancing shareholder interests and dividend distribution. The total amount of shareholder dividends shall not be less than 2% of the distributable earnings. Dividends may be distributed in cash or shares, with cash dividends no less than 10% of the total dividends. For the distribution of cash dividends, it is authorized by the board of directors with the attendance of at least two-thirds of the directors and the approval of more than half of the attending directors, and then reported to the shareholders' meeting. For the policies on the distribution of compensation of employees and remuneration of directors after the amendment, refer to compensation of employees and remuneration of directors in Note 24-b.

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

When a special reserve is appropriated for cumulative net debit balance reserves from prior period, the special reserve is only appropriated from the prior unappropriated earnings.

The appropriations of earnings for 2022 were as follows:

	<u>Appropriation of Earnings</u>
	<u>For the Year Ended</u>
	<u>December 31, 2022</u>
Legal reserve	\$ 959
Special reserve	\$ 4,399
Cash dividends	\$ 4,228
Cash dividends per share (NT\$)	\$ 0.18

The above cash dividends were resolved for distribution by the board of directors on March 1, 2023, and the remaining items for the distribution of 2022 earnings were resolved by the shareholders in their meeting on May 18, 2023.

The statements of deficit compensation for 2023 were approved in the shareholders' meetings on May 30, 2024.

The plan of deficit compensation for 2024 was proposed in the board of directors on May 31, 2025. However, the plan is still pending approval at the annual general shareholders' meeting scheduled for May 27, 2024.

d. Other equity items

Unrealized loss on financial assets at FVTOCI

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Balance at January 1	\$ (11,381)	\$ (7,320)
Recognized for the year		
Unrealized gain on equity instruments	(5,230)	(4,922)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	_____ -	861
Balance at December 31	<u>\$ (16,611)</u>	<u>\$ (11,381)</u>

22. REVENUE

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Revenue from contracts with customers		
Sales revenue	\$ 194,466	\$ 163,938
Test revenue	127,460	116,327
Revenue from the rendering of services	<u>622</u>	<u>282</u>
	<u>\$ 322,548</u>	<u>\$ 280,547</u>

Contract balances

	<u>December 31, 2024</u>	<u>December 31, 2023</u>	<u>January 1, 2023</u>
Accounts receivable (Note 9)	<u>\$ 41,008</u>	<u>\$ 45,200</u>	<u>\$ 40,796</u>
Contract liabilities	<u>\$ 56,129</u>	<u>\$ 46,175</u>	<u>\$ 29,454</u>

For the years ended December 31, 2024 and 2023, the Group's customer contract revenue included amounts reclassified from contract liabilities to contract revenue, totaling \$27,406 thousand and \$32,380 thousand, respectively.

23. OPERATING COST

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Cost of goods sold	\$ 126,790	\$ 102,723
Testing costs	59,622	58,094
Service costs	<u>298</u>	<u>14</u>
	<u>\$ 186,710</u>	<u>\$ 160,831</u>

24. NET PROFIT (LOSS) FROM CONTINUING OPERATIONS

a. Employee benefits expense

	For the Year Ended December 31					
	2024			2023		
	Attributed to Operating Cost	Attributed to Operating Expenses	Total	Attributed to Operating Cost	Attributed to Operating Expenses	Total
Short-term benefits						
Salaries and wages	\$ 14,929	\$ 66,620	\$ 81,549	\$ 13,568	\$ 58,799	\$ 72,367
Employee insurance expenses	1,862	5,889	7,751	1,630	5,532	7,162
Post-employment benefits						
Defined contribution plan	836	2,842	3,678	746	2,561	3,307
Defined benefit plans	-	-	-	-	4	4
Other employee benefits	<u>939</u>	<u>3,519</u>	<u>4,458</u>	<u>646</u>	<u>2,493</u>	<u>3,139</u>
	<u><u>\$ 18,566</u></u>	<u><u>\$ 78,870</u></u>	<u><u>\$ 97,436</u></u>	<u><u>\$ 16,590</u></u>	<u><u>\$ 69,389</u></u>	<u><u>\$ 85,979</u></u>
Depreciation expense						
Property, plant and equipment	\$ 3,722	\$ 11,521	\$ 15,243	\$ 3,283	\$ 10,306	\$ 13,589
Right-of-use assets	<u>-</u>	<u>13,323</u>	<u>13,323</u>	<u>-</u>	<u>13,323</u>	<u>13,323</u>
	<u><u>\$ 3,722</u></u>	<u><u>\$ 24,844</u></u>	<u><u>\$ 28,566</u></u>	<u><u>\$ 3,283</u></u>	<u><u>\$ 23,629</u></u>	<u><u>\$ 26,912</u></u>
Amortization expense						
Intangible assets	<u>-</u>	<u>230</u>	<u>230</u>	<u>-</u>	<u>340</u>	<u>340</u>

b. Compensation of employees and remuneration of directors

According to the Company's Articles, the Company accrues compensation of employees and remuneration of directors and supervisors at rates of no less than 1% and no higher than 4%, respectively, of net profit before income tax, compensation of employees, and remuneration of directors and supervisors. However, when the Group still has accumulated losses, it must first retain an amount sufficient to cover these losses before allocating employee and director compensation in accordance with the prescribed ratio. As there were accumulated losses for the years ended December 31, 2024 and 2023, no provisions were made for employee and director compensation. This decision was approved by the board of directors on March 11, 2025 and March 13, 2024.

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

There is no difference between the actual amounts of compensation of employees and remuneration of directors and supervisors and the amounts recognized in the consolidated financial statements for the year ended December 31, 2022.

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

c. Gains or losses on foreign currency exchange

	For the Year Ended December 31	
	2024	2023
Foreign exchange gains	\$ 832	\$ 540
Foreign exchange losses	<u>(586)</u>	<u>(534)</u>
Net gains	<u>\$ 246</u>	<u>\$ 6</u>

25. INCOME TAXES RELATING TO CONTINUING OPERATIONS

a. Income tax recognized in profit or loss

Major components of income tax expense are as follows:

	For the Year Ended December 31	
	2024	2023
Current tax		
In respect of the current year	\$ 388	\$ -
Adjustments for prior year	15	(73)
Deferred tax		
In respect of the current year	<u>141</u>	<u>187</u>
Income tax expense recognized in profit or loss	<u>\$ 544</u>	<u>\$ 114</u>

A reconciliation of accounting profit and income tax expense is as follows:

	For the Year Ended December 31	
	2024	2023
Profit (loss) before tax from continuing operations	<u>\$ 1,250</u>	<u>\$ (3,032)</u>
Income tax expense (benefit) calculated at the statutory rate	\$ 250	\$ (606)
Nondeductible expenses in determining taxable income	493	1,324
Tax-exempt income	(65)	(338)
Unrecognized deductible temporary differences and loss carryforwards	(149)	(193)
Adjustments for prior years' tax	<u>15</u>	<u>(73)</u>
Income tax expense recognized in profit or loss	<u>\$ 544</u>	<u>\$ 114</u>

b. Deductible temporary differences, unused loss carryforwards for which no deferred tax assets have been recognized in the consolidated balance sheets

	December 31	
	2024	2023
Loss carryforwards		
Expiry in 2030	\$ 38,995	\$ 43,915
Expiry in 2031	1,436	1,436
Expiry in 2032	2,748	2,748
Expiry in 2033	<u>1,947</u>	<u>1,954</u>
	<u><u>\$ 45,126</u></u>	<u><u>\$ 50,053</u></u>
Deductible temporary differences		
Allowance for loss on inventories	<u><u>\$ 7,298</u></u>	<u><u>\$ 3,116</u></u>

c. Income tax recognized in other comprehensive income

	For the Year Ended December 31	
	2024	2023

Deferred tax

In respect of the current year		
Remeasurement of defined benefit plans	<u><u>\$ _____</u></u>	<u><u>\$ 24</u></u>

d. Current tax assets and liabilities

	December 31	
	2024	2023
Current tax assets		
Tax refund receivable	<u><u>\$ 3,304</u></u>	<u><u>\$ 3,244</u></u>
Current tax liabilities		
Income tax payable	<u><u>\$ 358</u></u>	<u><u>\$ _____</u></u>

e. Deferred tax assets and liabilities

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

For the year ended December 31, 2024

Deferred Tax Asset	Beginning Balance	Recognized in Profit or Loss	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences				
Provision	\$ 363	\$ (115)	\$ -	\$ 248
Inventory write-down loss	108	(8)	-	100
Exchange loss	40	(40)	-	-
Allowance for impairment loss	<u>53</u>	<u>41</u>	<u>-</u>	<u>94</u>
	<u><u>\$ 564</u></u>	<u><u>\$ (122)</u></u>	<u><u>\$ _____</u></u>	<u><u>\$ 442</u></u>

Deferred Tax Liabilities	Beginning Balance	Recognized in Profit or Loss	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences				
Allowance for impairment loss	\$ 2	\$ 73	\$ -	\$ 75
Defined benefit plans	54	(54)	-	-
Gain from bargain purchase	161	-	-	161
Land value increment tax	86	-	-	86
	<u>\$ 303</u>	<u>\$ 19</u>	<u>\$ -</u>	<u>\$ 322</u>

For the year ended December 31, 2023

Deferred Tax Asset	Beginning Balance	Acquisitions through Business Combinations	Recognized in Profit or Loss	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences					
Provision	\$ 337	\$ -	\$ 26	\$ -	\$ 363
Defined benefit plans	51	-	(48)	(3)	-
Inventory write-down loss	66	-	42	-	108
Exchange loss	3	21	16	-	40
Allowance for impairment loss	34	75	(56)	-	53
	<u>\$ 491</u>	<u>\$ 96</u>	<u>\$ (20)</u>	<u>\$ (3)</u>	<u>\$ 564</u>
Deferred Tax Liabilities	Beginning Balance	Acquisitions through Business Combinations	Recognized in Profit or Loss	Recognized in Other Comprehensive Income (Loss)	Closing Balance
Temporary differences					
Allowance for impairment loss	\$ 2	\$ -	\$ -	\$ -	\$ 2
Defined benefit plans	27	-	6	21	54
Gain from bargain purchase	-	-	161	-	161
Land value increment tax	-	86	-	-	86
	<u>\$ 29</u>	<u>\$ 86</u>	<u>\$ 167</u>	<u>\$ 21</u>	<u>\$ 303</u>

b. Income tax assessments

The income tax of the Company, Welmore and Wellgenetics have been assessed by the tax authorities through 2022.

26. EARNINGS (LOSS) PER SHARE

Unit: NT\$ Per Share

	For the Year Ended December 31	
	2024	2023
Basic (loss) earnings per share	\$ 0.05	\$ (0.11)
Diluted earnings per share	\$ 0.05	\$ (0.11)

The earnings (loss) and weighted average number of ordinary shares outstanding used in the computation of basic earnings (loss) per share and diluted earnings (loss) per share are as follows:

Net Profit (Loss) for the Year

	For the Year Ended December 31	
	2024	2023
Earnings (loss) used in the computation of basic earnings (loss) per share	<u>\$ 1,107</u>	<u>\$ (2,648)</u>
Earnings used in the computation of diluted earnings per share	<u>\$ 1,107</u>	<u>\$ (2,648)</u>
For the Year Ended December 31		
	2024	2023
Weighted average number of ordinary shares used in the computation of basic loss per share (in thousands)	23,304	23,304
Effect of potentially dilutive ordinary shares	—	—
Compensation of employees	—	—
Weighted average number of ordinary shares used in the computation of diluted earnings per share (in thousands)	<u>23,304</u>	<u>23,304</u>

27. BUSINESS COMBINATIONS

Before obtaining control, the Group already held an 18% equity interest in Wellgenetics Co., Ltd. On April 7, 2023, the Group acquired an additional 1,450,000 shares of Wellgenetics Co., Ltd. in exchange for a cash consideration, increasing its ownership percentage from 18% to 82.44%. As a result, Wellgenetics Co., Ltd. became an entity of the Group on April 7, 2023. The difference of \$861 thousand between the net fair value of the identifiable assets and liabilities of Wellgenetics Co., Ltd. and the cost of the previously held 18% equity interest was reclassified from unrealized valuation gains and losses at fair value through other comprehensive income to retained earnings.

a. Subsidiaries acquired

Subsidiary	Principal Activity	Date of Acquisition	Proportion of Voting Equity Interests Acquired (%)	Consideration Transferred
Wellgenetics Co., Ltd.	Biogenetic technology services	April 7, 2023	82.44	<u>\$ 33,060</u>

Wellgenetics Co., Ltd. was acquired in order to continue the expansion of the Group's activities.

b. Consideration transferred

	Wellgenetics Co., Ltd.
Cash	<u>\$ 33,060</u>

The acquisition-related costs were excluded from the consideration transferred and were recognized as expenses in the periods incurred under other expenses in the consolidated statements of comprehensive income.

c. Assets acquired and liabilities assumed at the date of acquisition

	Wellgenetics Co., Ltd.
Current assets	
Cash and cash equivalents	\$ 20,256
Notes receivable	99
Trade receivables	2,744
Other receivables	117
Inventories	6,987
Prepayments	46
Other current assets	244
Non-current assets	
Property, plant and equipment	115,339
Deferred tax assets	96
Refundable deposits	668
Current liabilities	
Contract liabilities	(17,501)
Notes payable	(8)
Trade payables	(268)
Other payables	(2,019)
Current tax liabilities	(2,164)
Current portion of long-term borrowings	(2,762)
Other current liabilities	(86)
Non-current liabilities	
Long-term borrowings	(73,393)
Deferred tax liabilities	(86)
Deposits received	<u>(678)</u>
	<u>\$ 47,631</u>

In the business combination transaction, the fair value of the receivables acquired from Wellgenetics Co., Ltd. approximates their carrying amount. As of the acquisition date, there were no expected uncollectible amounts.

d. Non-controlling interests

The non-controlling interest (a 17.56% ownership interest in Wellgenetics Co., Ltd.) recognized at the acquisition date was measured by reference to the fair value of the non-controlling interest of \$6,797 thousand. This fair value was estimated based on the acquisition price per share, taking into account the control premium discount.

e. Gain recognized in bargain purchase transaction recognized on acquisitions

	Wellgenetics Co., Ltd.
Consideration transferred	\$ 33,060
Plus: The fair value of the Group's previously held equity interest as of the acquisition date.	6,969
Plus: Non-controlling interests (17.56% in Wellgenetics Co., Ltd.)	6,797
Less: Fair value of identifiable net assets acquired	<u>(47,631)</u>
Gain recognized in bargain purchase transaction recognized on acquisitions	<u>\$ (805)</u>

The gain from a bargain purchase resulting from the acquisition of Wellgenetics Co., Ltd. is the difference between the transferred consideration and the fair value of the identifiable net assets acquired. This gain is recognized as profit or loss for the period.

f. Net cash outflow on the acquisition of subsidiaries

	Wellgenetics Co., Ltd.
Consideration paid in cash	\$ 33,060
Less: Cash and cash equivalent balances acquired	<u>(20,256)</u>
	<u>\$ 12,804</u>

28. EQUITY TRANSACTIONS WITH NON-CONTROLLING INTERESTS

On September 27, 2023, the Group acquired 20 thousand shares of Welmore in cash, increasing its ownership percentage from 99.79% to 100%.

	Welmore Co., Ltd.
Consideration paid	\$ (220)
The proportionate share of the carrying amount of the net assets of the subsidiary transferred from non-controlling interests	<u>199</u>
Differences recognized from equity transactions	<u>\$ (21)</u>
Line items adjusted for equity transactions	
Retained earnings	<u>\$ (21)</u>

On November 27, 2023, the Group acquired 635 thousand shares of Wellgenetics in cash, increasing its ownership percentage from 82.44% to 83%.

**Wellgenetics
Co., Ltd.**

Consideration paid	\$ (12,700)
The proportionate share of the carrying amount of the net assets of the subsidiary transferred from non-controlling interests	<u>12,700</u>
Differences recognized from equity transactions	\$ <u>1</u>
Line items adjusted for equity transactions	
Capital reserve - the difference between the actual equity price of the subsidiary and its book value	\$ <u>1</u>

The above transactions were accounted for as equity transactions since they did not have an effect on the Group's control over these subsidiaries.

29. 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 stakeholders 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 of the Group (comprising issued capital, capital surplus, reserves, retained earnings and other equity). The key management of the Group regularly reviews its capital structure, considering the cost and associated risks of each type of capital. Based on the recommendations of key management, the Group balances its overall capital structure through measures such as paying dividends and issuing new shares.

30. FINANCIAL INSTRUMENTS

a. Fair value of financial instruments that are not measured at fair value

The Group considered the carrying amounts of financial instruments not measured at fair value to be close to their fair values.

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

1) Fair value hierarchy

December 31, 2024

	Level 1	Level 2	Level 3	Total
Financial assets at FVTOCI - non-current				
Investments in equity instruments				
Domestic unlisted shares	\$ <u>—</u>	\$ <u>—</u>	\$ <u>26,121</u>	\$ <u>26,121</u>

December 31, 2023

	Level 1	Level 2	Level 3	Total
Financial assets at FVTOCI - non-current				
Investments in equity instruments				
Domestic unlisted shares	\$ _____	\$ _____	\$ <u>33,980</u>	\$ <u>33,980</u>

There were no transfers between Levels 1 and 2 in the current and prior years.

2) Valuation techniques and inputs applied for Level 3 fair value measurement

Financial Instrument	Valuation Technique and Inputs
Domestic unlisted shares	Market approach: According to the transaction price of a comparable target, the difference between the target evaluated and the comparable target is considered, and the value of the target evaluated is estimated with an appropriate multiple.

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

For the year ended December 31, 2024

Financial Assets	Financial Assets at FVTOCI	Equity Instruments
Balance at January 1, 2024	\$ <u>33,980</u>	
Reduction of capital cash return	(2,629)	
Recognized in other comprehensive income		
Unrealized valuation loss on financial assets at FVTOCI		<u>(5,230)</u>
Balance at December 31, 2024		<u>\$ <u>26,121</u></u>

For the year ended December 31, 2023

Financial Assets	Financial Assets at FVTOCI	Equity Instruments
Balance at January 1, 2023	\$ <u>42,091</u>	
Purchase	3,780	
The equity previously held in Wellgenetics Co., Ltd. was transferred at fair value on the acquisition date (Note 27)		<u>(6,969)</u>
Unrealized valuation loss on financial assets at FVTOCI		<u>(4,922)</u>
Balance at December 31, 2023		<u>\$ <u>33,980</u></u>

c. Categories of financial instruments

	December 31	
	2024	2023
<u>Financial assets</u>		
Financial assets at amortized cost		
Cash and cash equivalents	\$ 173,495	\$ 188,130
Financial assets at amortized cost - current	53,000	9,000
Notes receivable	4,575	1,782
Trade receivables	41,008	45,200
Other receivables	307	-
Other financial assets - current	1,700	700
Financial assets at FVTOCI		
Equity instruments - non-current	26,121	33,980
<u>Financial liabilities</u>		
Amortized cost		
Short-term borrowings	9,000	11,000
Trade payables	16,906	17,374
Other payables	27,078	26,704
Current portion of long-term borrowings	11,681	11,050
Long-term borrowings	95,575	105,395

d. Financial risk management objectives and policies

The Group's major financial instruments include cash and cash equivalents, financial assets at fair value through other comprehensive income, trade receivables, trade payables and borrowings. The Group ensures that operating capital is sufficient and efficient. The Group cautiously manages market risk (including foreign currency risk, interest rate risk and other price risk), credit risk and liquidity risk to reduce potential negative impact on finance due to market uncertainty.

1) Market risk

The Group's activities exposed it primarily to the financial risks of changes in foreign currency exchange rates and interest rates.

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 operates primarily as a domestic sales-oriented industry, with purchases and sales mainly conducted in New Taiwan dollars. For the carrying amounts of monetary assets and liabilities denominated in non-functional currencies as of the balance sheet date, please refer to Note 34. The Group's foreign currency assets primarily consist of USD-denominated bank deposits that are outstanding as of the balance sheet date and not subject to cash flow hedging.

The sensitivity analysis of foreign currency exchange rate risk is mainly calculated based on foreign currency monetary items as of the balance sheet date. If the NTD experiences an adverse 1% change against foreign currencies, the Group's pre-tax net profit for the years ended December 31, 2024 and 2023, would have decreased by \$82 thousand.

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. Hedging activities are evaluated regularly to align with interest rate views and defined risk appetites ensuring the most cost-effective hedging strategies are applied.

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

	December 31	
	2024	2023
Cash flow interest rate risk	\$ 116,256	\$ 127,445

The Group is also exposed to cash flow interest rate risk in relation to variable-rate bank borrowings.

Sensitivity analysis

The sensitivity analysis below was determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate assets and liabilities, the analysis was prepared assuming the amount of each asset and liability outstanding at the end of the reporting period was outstanding for the whole year. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

The financial assets were minimally impacted by changes in interest rates due to the low levels of market deposit rates. Interest rate sensitivity analysis was conducted using financial liabilities to assess the impact on profit and loss. The changes in fair value and estimated cash flows resulting from interest rate fluctuations were analyzed by increasing the rates by 100 basis points at the end of the reporting period, assuming all other variables remained constant. The pre-tax net profit for the Group for the years ended December 31, 2024 and 2023, would decrease by \$1,163 thousand and \$1,274 thousand, respectively.

The sensitivity of the Group to interest rates in the current period did not show significant changes.

c) Other price risk

The price risk of other equity of the Group primarily arises from investments in financial assets at FVTOCI, mainly investments in unlisted shares.

Sensitivity analysis

The sensitivity analysis below was determined based on the exposure to equity price risks at the end of the period.

If equity prices had been 0.5% lower, the other comprehensive income for the years ended December 31, 2024 and 2023 would have decreased by \$131 thousand and \$170 thousand, respectively, as a result of the changes in fair value of financial assets at FVTOCI.

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. The credit risk of the Group primarily arises from receivables generated from operating activities. As of the balance sheet date, the maximum credit risk exposure for the Group, resulting from counterparties failing to fulfill obligations, is represented by the carrying amount of financial assets recognized on the balance sheet.

To mitigate credit risk, the management of the Group has established management control procedures for determining and approving credit limits to ensure the collection of overdue receivables. Additionally, as of the balance sheet date, the recoverable amounts of receivables are reviewed individually to ensure that appropriate impairment losses are recognized for uncollectible receivables. Accordingly, the management believes that the credit risk of the Group has been significantly reduced. Furthermore, since the counterparties for transactions involving liquid funds are all reputable financial institutions and corporate organizations, the associated credit risk is limited, and no significant credit risk is anticipated.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash and cash equivalents deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows. In addition, management monitors the utilization of bank borrowings and ensures compliance with loan covenants.

As of December 31, 2024 and 2023, the Group had available unutilized short-term bank loan facilities of \$170,888 thousand and \$120,888 thousand, respectively.

The following table details the Group's remaining contractual maturities for its non-derivative financial liabilities with agreed upon repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities from the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows. Specifically, bank loans with a repayment on demand clause were included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for other non-derivative financial liabilities were based on the agreed upon repayment dates.

December 31, 2024

	Less than 1 Year	1-2 Years	2-3 Years	3+ Years	Total
<u>Non-derivative financial liabilities</u>					
Short-term borrowings	\$ 9,000	\$ -	\$ -	\$ -	\$ 9,000
Trade payables	16,906	-	-	-	16,906
Other payables	27,078	-	-	-	27,078
Lease liabilities - current	13,576	-	-	-	13,576
Current portion of long-term borrowings	11,681	-	-	-	11,681
Long-term borrowings	-	11,969	12,264	71,342	95,575

December 31, 2023

	Less than 1 Year	1-2 Years	2-3 Years	3+ Years	Total
<u>Non-derivative financial liabilities</u>					
Short-term borrowings	\$ 11,000	\$ -	\$ -	\$ -	\$ 11,000
Trade payables	17,374	-	-	-	17,374
Other payables	26,704	-	-	-	26,704
Lease liabilities - current	13,326	-	-	-	13,326
Current portion of long-term borrowings	11,050	-	-	-	11,050
Lease liabilities - non-current	-	13,576	-	-	13,576
Long-term borrowings	-	11,270	11,540	82,585	105,395

31. 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 information disclosed elsewhere in the other notes, details of transactions between the Group and other related parties are disclosed as follows.

a. Related party name and category

Related Party Name	Related Party Category
Han Gene Co., Ltd.	Associate - the chairman of this company and the representative of the corporate chairman of the Company are the same person.

b. Refundable deposits

Related Party Category/Name	December 31	
	2024	2023
Associate Han Gene Co., Ltd.	\$ 2,402	\$ 2,402

c. Lease arrangements - the Group is lessee

Line Item	Related Party Category/Name	December 31	
		2024	2023
Lease liabilities - current	Associate Han Gene Co., Ltd.	\$ 13,576	\$ 13,326
Lease liabilities - non-current	Associate Han Gene Co., Ltd.	\$ -	\$ 13,576

Related Party Category/Name	For the Year Ended December 31	
	2024	2023
Interest expense		
Associate Han Gene Co., Ltd.	\$ 342	\$ 587

The Group leased offices in Nangang, Taichung and Kaohsiung from its affiliate Han Gene Co., Ltd. in November 2022 and August 2022, respectively. The lease terms are three years and three years and four months, respectively. The rental payments are based on similar properties in the vicinity of the office, and the fixed lease payments are paid quarterly. For the years ended December 31, 2024 and 2023, the amount of the Group's rental payment were both \$13,668 thousand. The leases are accounted for under IFRS 16 "Leases" and are recognized under right-of-use assets and lease liabilities, with depreciation and interest expenses accrued monthly.

d. Compensation of key management personnel

	For the Year Ended December 31	
	2024	2023
Short-term employee benefits	<u>\$ 22,479</u>	<u>\$ 25,166</u>

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

32. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets have been designated as collateral for the provision of bank POS terminal services and related financing arrangements:

	December 31	
	2024	2023
Other financial assets - current	\$ 1,700	\$ 700
Property, plant and equipment - land	22,761	22,761
Property, plant and equipment - buildings	<u>84,085</u>	<u>88,027</u>
	<u>\$ 108,546</u>	<u>\$ 111,488</u>

33. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS: NONE

34. 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 of the entities in the Group and the related exchange rates between the foreign currencies and the respective functional currencies were as follows:

December 31, 2024

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items			
USD	\$ 394	32.843	<u>\$ 12,944</u>

(Continued)

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial liabilities</u>			
Monetary items USD	\$ 143	32.843	<u>\$ 4,696</u> (Concluded)

December 31, 2023

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items USD	\$ 268	30.76	<u>\$ 8,232</u>
<u>Financial liabilities</u>			
Monetary items USD	1	30.76	<u>\$ 27</u>

For the years ended December 31, 2024 and 2023, realized and unrealized net foreign exchange gains were \$246 thousand and \$6 thousand, respectively, which were primarily from the exchange of U.S. dollars to New Taiwan dollars.

35. SEPARATELY DISCLOSED ITEMS

- a. Information about significant transactions and investees:
 - 1) Financing provided to others: None.
 - 2) Endorsements/guarantees provided: Table 1.
 - 3) Marketable securities held (excluding investments in subsidiaries, associates and joint ventures): Table 2.
 - 4) Marketable securities acquired and disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital: None.
 - 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: None.

8) Receivables from related parties amounting to at least NT\$100 million or 20% of the paid-in capital: None.

9) Trading in derivative instruments: None.

10) Information on investees: Table 3.

11) Intercompany relationships and significant intercompany transactions: None.

b. Information on investments in mainland China: None.

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 4.

36. SEGMENT INFORMATION

a. Segment revenue and results

The following was an analysis of the Group's revenue and results from continuing operations by reportable segments:

	For the Year Ended December 31, 2024			
	Biotechnology Testing Department	Instrument Sales Department	Adjustments and Write-offs	Total
Revenue from external customers	\$ 243,398	\$ 79,150	\$ -	\$ 322,548
Inter-segment revenue	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>\$ 243,398</u>	<u>\$ 79,150</u>	<u>\$ -</u>	<u>\$ 322,548</u>
Segment profit	<u>\$ 107,724</u>	<u>\$ 28,114</u>	<u>\$ -</u>	\$ 135,838
Interest income				1,458
General other income				3,242
Other gains and losses				370
Interest expenses				(2,966)
General operating expenses				<u>(136,692)</u>
Net income before tax for the period				<u>\$ 1,250</u>
Identifiable assets	<u>\$ 167,779</u>	<u>\$ 7,102</u>		\$ 174,881
General assets				<u>353,367</u>
Total assets				<u>\$ 528,248</u>
Depreciation expense	<u>\$ 23,741</u>	<u>\$ 4,825</u>		
Capital expenditure amount	<u>\$ 4,482</u>	<u>\$ 324</u>		

For the Year Ended December 31, 2023				
Biotechnology	Instrument			
Testing	Sales	Adjustments		
Department	Department	and Write-offs	Total	
Revenue from external customers	\$ 213,636	\$ 66,911	\$ -	\$ 280,547
Inter-segment revenue	-----	-----	-----	-----
	<u>\$ 213,636</u>	<u>\$ 66,911</u>	<u>\$ -</u>	<u>\$ 280,547</u>
Segment profit	<u>\$ 91,863</u>	<u>\$ 27,853</u>	<u>\$ -</u>	\$ 119,716
Interest income				1,455
Gain from bargain purchases				805
General other income				1,727
Other gains and losses				(108)
Interest expenses				(2,617)
Other expenses				(35)
General operating expenses				<u>(123,975)</u>
Net profit before tax for the period				<u>\$ (3,032)</u>
Identifiable assets	<u>\$ 187,038</u>	<u>\$ 11,786</u>		\$ 198,824
General assets				<u>349,340</u>
Total assets				<u>\$ 548,164</u>
Depreciation expense	<u>\$ 21,602</u>	<u>\$ 5,310</u>		
Capital expenditure amount	<u>\$ 27,286</u>	<u>\$ 448</u>		

The Group's main business operations are divided into two categories: Genetic testing (biotechnology testing division) and the trading of biotechnology medical instruments (instrument sales division). There are no interdepartmental advances or loans.

The segment profit represents the profit earned by each division and does not include general administrative expenses, interest income, dividend income, gains or losses on disposal of real estate, plant, and equipment, gains or losses on disposal of financial assets, miscellaneous income and expenses, and income tax expenses that are unrelated to the divisions.

Identifiable assets of a division refer to assets that can be directly attributed to that division. If assets are used by more than one division, they are allocated based on the proportion of personnel in each division or another reasonable basis. However, identifiable assets of a division do not include assets held for general use and not for the operations of any specific division.

b. Revenue from major products and services

The following is an analysis of the Group's revenue from continuing operations from its major products and services. Please refer to Note 22.

c. Geographical information

The Group specializes in providing genetic testing services to academic research institutions, hospitals, and biotechnology companies, as well as the sale of related biomedical instruments, operating exclusively in Taiwan.

d. Information on major customers

No other single customers contributed 10% or more to the Group's revenue for both 2024 and 2023.

TABLE 1**WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES****ENDORSEMENTS/GUARANTEES PROVIDED****DECEMBER 31, 2024**

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

No.	Endorser/Guarantor	Endorsee/Guarantee		Limits on Endorsement/Guarantee Provided to Each Guaranteed Party	Maximum Balance for the Period	Ending Balance	Amount Actually Drawn	Amount of Endorsement/Guarantee Collateralized by Properties	Ratio of Accumulated Endorsement/Guarantee to Net Worth in Latest Financial Statements (%)	Maximum Endorsement/Guarantee Amount Allowable	Endorsement/Guarantee Given by Parent on Behalf of Subsidiaries	Endorsement/Guarantee Given by Subsidiaries on Behalf of Parent	Endorsement/Guarantee Given on Behalf of Companies in Mainland China	Note
		Name	Relationship											
0	Welgene Biotech Co., Ltd.	Welmore Co., Ltd.	Subsidiary	\$ 28,791	\$ 7,005	\$ 7,005	\$ -	\$ -	2.43	\$ 143,956	Y	N	N	Note

Note: The total amount of endorsements and guarantees by the Company is limited to 50% of the net value in the most recent financial statements. For companies in which the Company directly or indirectly holds 90% or more of the voting shares, the amount of endorsements and guarantees is limited to 10% of the net value in the most recent financial statements.

TABLE 2**WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES****MARKETABLE SECURITIES HELD (EXCLUDING INVESTMENTS IN SUBSIDIARIES)****DECEMBER 31, 2024**

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

Holding Company Name	Type and Name of Marketable Securities	Relationship	Line Item	December 31, 2024				Note
				Shares	Carrying Amount	Percentage of Ownership	Fair Value	
Welgene Biotech Co., Ltd.	Shares Compass Bioinformatics Inc.	-	Financial assets at fair value through other comprehensive income (FVTOCI)	200,000	\$ 281	1.08	\$ 281	
	Taiwan Genome Industry Alliance Inc.	-	"	3,970,000	25,448	14.75	25,448	
	Expercy Medical Ltd.	-	"	115,112	<u>392</u>	16.43	<u>392</u>	
					<u><u>\$ 26,121</u></u>		<u><u>\$ 26,121</u></u>	

TABLE 3**WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES**

INFORMATION OF INVESTEES
FOR THE YEAR ENDED DECEMBER 31, 2024
 (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, 2024			Net Profit (Loss) of the Investee	Share of Profit (Loss)	Note
				December 31, 2024	December 31, 2023	Number of Shares (In Thousands)	%	Carrying Amount			
Welgene Biotech Co., Ltd.	Welmore Co., Ltd.	10F.-5, No. 3, Yuancyu St., Nangang District, Taipei City 115603, Taiwan	Medical equipment sales	\$ 182,055	\$ 182,055	12,500,000	100	\$ 122,936	\$ 653	\$ 653	Note
	Wellgenetics Co., Ltd.	13F.-12, No. 93, Sec. 1, Xintai 5th Rd., Xizhi District, New Taipei City 221416, Taiwan	Biogenetic technology services	52,729	52,729	2,490,000	83	47,432	(1,878)	(1,956)	Note

Note: Consolidated financial statements included the investment income and losses recognized by subsidiaries accounted for using the equity method, whereby long-term equity investments of the investing company and the equity of the investee are fully eliminated.

TABLE 4**WELGENE BIOTECH CO., LTD. AND SUBSIDIARIES****INFORMATION OF MAJOR SHAREHOLDERS
DECEMBER 31, 2024**

Name of Major Shareholder	Shares	
	Number of Shares	Percentage of Ownership (%)
HanGii Co., Ltd.	7,063,333	30.30
HanGene Co., Ltd.	2,318,489	9.94
HauChu Co., Ltd.	2,313,933	9.92
SunGii Co., Ltd.	1,840,000	7.89

Note 1: The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Company 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 January 6, 2025. 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: The information above is listed by settlers' individual accounts separated from trust account set by trustees on the condition that shareholders hold shares through a trust. For shareholders who report ownerships exceeding 10% in accordance with the Securities and Exchange Act, the number of shares includes shares held by themselves and held under trust with discretion reserved. Information on the shareholding of insiders, please refer to the Market Observation Post System website of the Taiwan Stock Exchange.