SYSGRATION LTD. AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS AND

INDEPENDENT AUDITORS' REPORT

DECEMBER 31, 2021 AND 2020

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

SYSGRATION LTD.

DECEMBER 31, 2021 AND 2020 CONSOLIDATED FINANCIAL STATEMENTS

AND INDEPENDENT AUDITORS' REPORT

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Shareholders of Sysgration Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of Sysgration Ltd. and subsidiaries (the "Group") as at December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for opinion

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

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

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Existence and occurrence of revenue from new top 10 significant customers

Description

Please refer to Note 4(30) for accounting policies on revenue recognition and Note 6(23) for details of sales revenue.

Sysgration Ltd. and subsidiaries (shown as "investments accounted for using equity method") engaged in the manufacture and sales of automobile electronics products and power management products. Customers changed due to the rapid change of market and innovation of products, and the revenue from new top 10 significant customers presented material part in sales revenue. Thus, we considered the existence and occurrence of revenue from the new top 10 significant customers as a key audit matter.

How our audit addressed the matter

The key audit procedures performed in respect of the above included the following:

1. Obtained an understanding of and tested the internal control procedures of recognition of revenue from new top 10 significant customers and tested the effectiveness in exercising internal controls in relation to sales revenue.
2. Obtained the details of revenue from new top 10 significant customers and verified customers' orders, delivery orders and sales invoices to confirm the sales revenue transaction indeed incurred.
3. Examined the content and related supporting documents of sales returns and discounts of new top 10 customers after the balance sheet date and checked the subsequent collection to confirm the reality of sales revenue recognition.

Valuation of allowance for inventory valuation losses

Description

Please refer to Note 4(14) for accounting policies on inventory, Note 5(2) for the uncertainty of accounting estimates and assumptions in relation to inventory valuation, and Note 6(6) for allowance for inventory valuation losses. As at December 31, 2021, the Group's inventories and allowances for inventory valuation losses were NT$564,735 thousand and NT$16,247 thousand, respectively.

The Group is primarily engaged in the manufacture and sale of automobile electronics products and power management products. Because of the rapid change in development of electronic products, there is a higher risk of incurring inventory valuation losses or having obsolete inventory.

The Group's inventories are measured at the lower of cost and net realisable value, and individually assessed for those inventories over a certain age in order to identify obsolete or slow-moving inventories. The material's net realisable value is calculated based on the latest purchase price, and the net realisable values of work in process and finished goods are measured at the last sales price as well as taken into consideration of the operating expense ratio.

The industry technology is rapidly changing, and the net realisable value of inventories involves subjective judgement resulting in an uncertainty when assessing the obsolete or slow-moving inventories. Considering that the inventory and allowance for inventory valuation losses were material to the financial statements, the assessment of allowance for inventory valuation losses was identified as a key audit matter.

How our audit addressed the matter:

The key audit procedures performed in respect of the above included the following:

A. Assessed the reasonableness of provision policies on allowance for inventory valuation losses based on our understanding of the Group's operations and the characteristics of the industry, including the classification of inventory for determining net realisable value and the reasonableness of determining the obsolescence of inventory.
B. Obtained an understanding of the Group's warehousing control procedures. Reviewed the annual physical inventory count plan and observed in the annual inventory count in order to assess the effectiveness of the classification of obsolete inventory and internal control over obsolete inventory.
C. Obtained an understanding of the policy on inventory aging report and the logic of inventory aging report program. Selected samples to verify the accuracy of inventory aging report.
D. Verified the reasonableness of inventory valuation basis, including test sampling the latest purchase price, purchase invoice, the latest sales price and sales invoices in order to verify that the inventory was measured at the lower of cost and net realisable value.

Other matter – Parent company only financial reports

We have audited and expressed an unqualified opinion, with an other matter paragraph, on the parent company only financial statements of Sysgration Ltd. as at and for the years ended December 31, 2021 and 2020.

Responsibilities of management and those charged with governance for the consolidated financial statements

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

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Chiu, Chao-Hsien

Chiu, Chao-Hsien

Hsu, Ming-Chuan

Hsu, Ming-Chuan

For and on behalf of PricewaterhouseCoopers, Taiwan

March 17, 2022

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

SYSGRATION LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 840,787	29	$ 904,217	41
1110	Financial assets at fair value through profit or loss - current	6(2)	1,477	-	46,020	2
1136	Current financial assets at amortised cost	6(1)(4) and 8	100,501	4	-	-
1150	Notes receivable, net	6(5) and 12(2)	5,387	-	-	-
1170	Accounts receivable, net	6(5) and 12(2)	616,685	21	336,064	15
1200	Other receivables		13,831	1	4,975	-
1220	Current income tax assets	6(30)	84	-	464	-
130X	Inventories	6(6)	548,488	19	142,729	7
1470	Other current assets	6(7)	96,498	3	54,653	3
11XX	**Current assets**		2,223,738	77	1,489,122	68
	Non-current assets					
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	96,038	3	48,626	2
1535	Non-current financial assets at amortised cost	6(1)(4) and 8	24,800	1	119,501	6
1600	Property, plant and equipment	6(8) and 8	418,033	14	418,464	19
1755	Right-of-use assets	6(9)	49,977	2	38,798	2
1760	Investment property - net	6(10)	4,162	-	4,300	-
1780	Intangible assets	6(11)	14,650	1	12,698	1
1840	Deferred income tax assets	6(30)	31,107	1	32,363	1
1900	Other non-current assets		39,407	1	15,529	1
15XX	**Non-current assets**		678,174	23	690,279	32
1XXX	**Total assets**		$ 2,901,912	100	$ 2,179,401	100

(Continued)

SYSGRATION LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2021 AMOUNT	%	December 31, 2020 AMOUNT	%
	Current liabilities					
2100	Short-term borrowings	6(12) and 8	$ 8,688	-	$ 19,697	1
2130	Current contract liabilities	6(23)	21,198	1	3,811	-
2150	Notes payable		986	-	715	-
2170	Accounts payable		773,660	27	330,076	15
2200	Other payables	6(15)(32)	140,457	5	93,110	4
2220	Other payables - related parties	7	-	-	2,889	-
2250	Current provisions	6(18)	7,179	-	1,008	-
2280	Current lease liabilities		24,749	1	13,072	1
2320	Long-term liabilities, current portion	6(13)(14)	533,211	18	24,400	1
2399	Other current liabilities, others		21,883	1	29,658	2
21XX	**Current liabilities**		1,532,011	53	518,436	24
	Non-current liabilities					
2530	Bonds payable	6(13) and 8	-	-	487,660	22
2540	Long-term borrowings	6(14) and 8	137,881	4	80,711	4
2580	Non-current lease liabilities		25,702	1	25,982	1
2600	Other non-current liabilities		198	-	-	-
25XX	**Non-current liabilities**		163,781	5	594,353	27
2XXX	**Total liabilities**		1,695,792	58	1,112,789	51
	Equity attributable to owners of the parent					
	Share capital	6(19)				
3110	Ordinary shares		1,545,534	53	1,524,847	70
3140	Advance receipts for share capital		9,956	1	15,958	1
	Capital surplus	6(20)				
3200	Capital surplus		160,349	6	135,896	6
	Retained earnings	6(21)				
3320	Special reserve		35,953	1	35,953	2
3350	Accumulated deficit		(454,770)	(16)	(550,117)	(25)
	Other equity interest	6(22)				
3400	Other equity interest		(90,902)	(3)	(95,925)	(5)
31XX	**Equity attributable to owners of the parent**		1,206,120	42	1,066,612	49
3XXX	**Total equity**		1,206,120	42	1,066,612	49
	Significant contingent liabilities and unrecognised contract commitmentss	9				
	Significant events after the balance sheet date	11				
3X2X	**Total liabilities and equity**		$ 2,901,912	100	$ 2,179,401	100

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

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

			Year ended December 31			
			2021		2020	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(23)	$ 2,454,678	100	$ 1,326,691	100
5000	Operating costs	6(6)(16)(17)(28) (29) and 7	(1,966,153)	(80)	(1,063,992)	(80)
5900	Gross profit from operations		488,525	20	262,699	20
	Operating expenses	6(16)(17)(28) (29)				
6100	Selling expenses		(69,467)	(3)	(61,536)	(5)
6200	Administrative expenses		(149,368)	(6)	(149,637)	(11)
6300	Research and development expenses		(189,409)	(8)	(160,627)	(12)
6450	Impairment gain and reversal of impairment loss determined in accordance with IFRS 9	12(2)	3,280	-	7,257	1
6000	Total operating expenses		(404,964)	(17)	(364,543)	(27)
6900	Operating profit (loss)		83,561	3	(101,844)	(7)
	Non-operating income and expenses					
7100	Interest income	6(4)(24)	1,483	-	1,296	-
7010	Other income	6(10)(25)	20,110	1	14,817	1
7020	Other gains and losses	6(2)(26)	(2,578)	-	(11,151)	(1)
7050	Finance costs	6(9)(12)(13)(14) (27)	(7,229)	-	(3,201)	-
7000	Total non-operating income and expenses		11,786	1	1,761	-
7900	**Profit (loss) before income tax**		95,347	4	(100,083)	(7)
7950	Income tax expense	6(30)	-	-	-	-
8200	**Profit (loss) for the year**		$ 95,347	4	($ 100,083)	(7)

(Continued)

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

	Items	Notes	2021 AMOUNT	2021 %	2020 AMOUNT	2020 %
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss	6(3)(22)(30)				
8316	Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income		$ 10,058	-	$ 3,966	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		(2,012)	-	(1,173)	-
8310	Total other comprehensive income that will not be reclassified to profit or loss, net of tax		8,046	-	2,793	-
	Components of other comprehensive income that will be reclassified to profit or loss	6(22)(30)				
8361	Exchange differences on translation		(3,779)	-	(1,159)	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss		756	-	232	-
8360	Total other comprehensive income that will be reclassified to profit or loss, net of tax		(3,023)	-	(927)	-
8300	**Other comprehensive income for the year, net of tax**		$ 5,023	-	$ 1,866	-
8500	**Total comprehensive income (loss) for the year**		$ 100,370	4	($ 98,217)	(7)
	Profit (loss), attributable to:					
8610	Owners of the parent		$ 95,347	4	($ 98,315)	(7)
8620	Non-controlling interest		-	-	(1,768)	-
			$ 95,347	4	($ 100,083)	(7)
	Comprehensive income (loss) attributable to:					
8710	Owners of the parent		$ 100,370	4	($ 96,449)	(7)
8720	Non-controlling interest		-	-	(1,768)	-
			$ 100,370	4	($ 98,217)	(7)
	Basic earnings (loss) per share	6(31)				
9750	Basic earnings (loss) per share		$ 0.62		($ 0.64)	
	Diluted earnings (loss) per share	6(31)				
9850	Diluted earnings (loss) per share		$ 0.58		($ 0.64)	

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

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

		Equity attributable to owners of the parent									
		Share Capital			Retained Earnings		Other equity interest				
	Notes	Share capital - common stock	Advance receipts for share capital	Capital surplus, additional paid-in capital	Special reserve	Accumulated deficit	Exchange differences on translation of foreign financial statements	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Total	Non-controlling interest	Total equity
Year 2020											
Balance at January 1, 2020		$1,511,547	$ -	$ 96,653	$ 35,953	($ 449,902)	($ 60,098)	($ 39,593)	$1,094,560	$ 16,561	$1,111,121
Loss for the year		-	-	-	-	(98,315)	-	-	(98,315)	(1,768)	(100,083)
Other comprehensive (loss) income for the year	6(22)	-	-	-	-	-	(927)	2,793	1,866	-	1,866
Total comprehensive income (loss)		-	-	-	-	(98,315)	(927)	2,793	(96,449)	(1,768)	(98,217)
Share-based compensation cost	6(17)(20)	-	-	7,049	-	-	-	-	7,049	-	7,049
Proceeds from disposal of equity instruments at fair value through other comprehensive income	6(3)(21)	-	-	-	-	(1,900)	-	1,900	-	-	-
Recognition of share option in issuance of convertible bonds		-	-	11,131	-	-	-	-	11,131	-	11,131
Change in non-controlling interest		-	-	-	-	-	-	-	-	(14,793)	(14,793)
Exercise of employee stock options	6(19)	13,300	15,958	21,063	-	-	-	-	50,321	-	50,321
Balance at December 31, 2020		$1,524,847	$ 15,958	$ 135,896	$ 35,953	($ 550,117)	($ 61,025)	($ 34,900)	$1,066,612	$ -	$1,066,612
Year 2021											
Balance at January 1, 2021		$1,524,847	$ 15,958	$ 135,896	$ 35,953	($ 550,117)	($ 61,025)	($ 34,900)	$1,066,612	$ -	$1,066,612
Profit for the year		-	-	-	-	95,347	-	-	95,347	-	95,347
Other comprehensive (loss) income for the year	6(22)	-	-	-	-	-	(3,023)	8,046	5,023	-	5,023
Total comprehensive income (loss)		-	-	-	-	95,347	(3,023)	8,046	100,370	-	100,370
Share-based compensation cost	6(17)(20)	-	-	14,527	-	-	-	-	14,527	-	14,527
Conversion of convertible bonds	6(32)	29	2,200	5,442	-	-	-	-	7,671	-	7,671
Exercise of employee stock options	6(19)(20)	20,658	(8,202)	4,484	-	-	-	-	16,940	-	16,940
Balance at December 31, 2021		$1,545,534	$ 9,956	$ 160,349	$ 35,953	($ 454,770)	($ 64,048)	($ 26,854)	$1,206,120	$ -	$1,206,120

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

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

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit (loss) before tax		$ 95,347	($ 100,083)
Adjustments			
Adjustments to reconcile profit (loss)			
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	6(26)	277	(3,702)
Expected credit impairment gain	12(2)	(3,280)	(7,257)
Depreciation	6(8)(9)(10)(28)	82,969	76,939
Amortisation	6(11)(28)	10,891	8,459
(Gain) loss on disposal of property, plant and equipment	6(26)	(45)	347
Interest expense	6(9)(12)(13)(14)(27)	7,229	3,201
Interest income	6(24)	(1,483)	(1,296)
Dividend income	6(25)	(1,874)	(842)
Share-based payments	6(17)(20)(29)	14,527	7,049
Changes in operating assets and liabilities			
Changes in operating assets			
Notes receivable		(5,356)	631
Accounts receivable		(277,190)	(59,476)
Other receivables		(8,856)	696
Inventories		(405,759)	(12,484)
Other current assets		(41,845)	6,079
Changes in operating liabilities			
Contract liabilities		17,387	918
Notes payable		271	(582)
Accounts payable		443,584	76,387
Other payables		46,326	(536)
Other payables - related parties		(2,889)	810
Current provisions		6,171	1,008
Other current liabilities, others		(7,775)	(766)
Cash outflow generated from operations		(31,373)	(4,500)
Interest received		1,483	1,296
Interest paid		(2,028)	(1,424)
Income tax paid		(20)	(65)
Income tax refunded		399	154
Dividend received		1,874	842
Net cash flows used in operating activities		(29,665)	(3,697)

(Continued)

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

	Notes	Year ended December 31 2021	2020
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at fair value through other comprehensive income	12(4)	($ 37,353)	$ -
Proceeds from disposal of financial assets at fair value through profit or loss	12(4)	104,256	1,026,407
Acquisition of financial assets at fair value through profit or loss		(60,816)	(921,359)
Proceeds from disposal of subsidiaries		-	(7,057)
Increased in financial assets at amortised cost		(5,800)	(98,965)
Acquisition of property, plant and equipment	6(32)	(60,188)	(70,096)
Proceeds from disposal of property, plant and equipment		1,650	1,369
Acquisition of intangible assets	6(11)	(12,872)	(7,223)
Increase in refundable deposits		(333)	(1,938)
(Increase) decrease in prepayments for business facilities		(22,537)	5,974
(Increase) decrease in other non-current assets		(1,008)	217
Net cash flows used in investing activities		(95,001)	(72,671)
CASH FLOWS FROM FINANCING ACTIVITIES			
Decrease in short-term borrowings	6(33)	(11,009)	(90,303)
Proceeds from long-term borrowings	6(33)	119,200	110,000
Repayment of long-term borrowings	6(33)	(37,656)	(4,889)
Proceeds from issuance of bonds	6(13)	-	495,680
Exercise of employee share options	6(19)	16,940	50,321
Payments of lease liabilities	6(9)(33)	(24,148)	(23,325)
Increase in guarantee deposits received		198	-
Change in non-controlling interest		-	(14,793)
Net cash flows from financing activities		63,525	522,691
Effect of exchange rate changes on cash and cash equivalents		(2,289)	(750)
Net (decrease) increase in cash and cash equivalents		(63,430)	445,573
Cash and cash equivalents at beginning of year		904,217	458,644
Cash and cash equivalents at end of year		$ 840,787	$ 904,217

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

SYSGRATION LTD. AND SUBSIDIARIES
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
YEARS ENDED DECEMBER 31, 2021 AND 2020
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

1. HISTORY AND ORGANISATION

SYSGRATION LTD. (the 'Company') was incorporated as a company limited by shares under the provisions of the Company Act of the Republic of China (R.O.C.) on October 14, 1977, and the Company's shares have been approved by Securities and Futures Commission, Ministry of Finance to be officially traded on Taipei Exchange from December 1995. The Company and its subsidiaries (the 'Group') are primarily engaged in the manufacture and sale of automobile electronics products and power management products.

2. THE DATE OF AUTHORISATION FOR ISSUANCE OF THE CONSOLIDATED FINANCIAL STATEMENTS AND PROCEDURES FOR AUTHORISATION

These consolidated financial statements were reported to the Board of Directors on March 17, 2022.

3. APPLICATION OF NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS

(1) Effect of the adoption of new issuances of or amendments to International Financial Reporting Standards ("IFRS") as endorsed by the Financial Supervisory Commission ("FSC")

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

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

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

The above standards and interpretations have no significant impact to the Group's financial condition and financial performance based on the Group's assessment.

(2) Effect of new issuances of or amendments to IFRSs as endorsed by the FSC but not yet adopted by the Group

New standards, interpretations and amendments endorsed by the FSC effective from 2022 are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 3, ‘Reference to the conceptual framework’	January 1, 2022
Amendments to IAS 16, ‘Property, plant and equipment: proceeds before intended use’	January 1, 2022
Amendments to IAS 37, ‘Onerous contracts - cost of fulfilling a contract’	January 1, 2022
Annual improvements to IFRS Standards 2018-2020	January 1, 2022

The above standards and interpretations have no significant impact to the Group’s financial condition and financial performance based on the Group’s assessment.

(3) IFRSs issued by IASB but not yet endorsed by the FSC

New standards, interpretations and amendments issued by IASB but not yet included in the IFRSs as endorsed by the FSC are as follows:

New Standards, Interpretations and Amendments	Effective date by International Accounting Standards Board
Amendments to IFRS 10 and IAS 28, ‘Sale or contribution of assets between an investor and its associate or joint venture’	To be determined by International Accounting Standards Board
IFRS 17, ‘Insurance contracts’	January 1, 2023
Amendments to IFRS 17, 'Insurance contracts'	January 1, 2023
Amendment to IFRS 17, 'Initial application of IFRS 17 and IFRS 9 – comparative information'	January 1, 2023
Amendments to IAS 1, ‘Classification of liabilities as current or non-current’	January 1, 2023
Amendments to IAS 1, ‘Disclosure of accounting policies’	January 1, 2023
Amendments to IAS 8, ‘Definition of accounting estimates’	January 1, 2023
Amendments to IAS 12, ‘Deferred tax related to assets and liabilities arising from a single transaction’	January 1, 2023

The above standards and interpretations have no significant impact to the Group’s financial condition and financial performance based on the Group’s assessment.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

(1) Compliance statement

The consolidated financial statements of the Group have been prepared in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers", International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the FSC (collectively referred herein as the "IFRSs").

(2) Basis of preparation

A. Except for the following items, the consolidated financial statements have been prepared under the historical cost convention:

(a) Financial assets (including derivative instruments) at fair value through profit or loss.

(b) Financial assets at fair value through other comprehensive income.

B. The preparation of financial statements in conformity with International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the FSC (collectively referred herein as the "IFRSs") requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(3) Basis of consolidation

A. Basis for preparation of consolidated financial statements:

(a) All subsidiaries are included in the Group's consolidated financial statements. Subsidiaries are all entities (including structured entities) controlled by the Group. The Group controls an entity when the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Consolidation of subsidiaries begins from the date the Group obtains control of the subsidiaries and ceases when the Group loses control of the subsidiaries.

(b) Inter-company transactions, balances and unrealised gains or losses on transactions between companies within the Group are eliminated. Accounting policies of subsidiaries have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

(c) Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

(d) Changes in a parent's ownership interest in a subsidiary that do not result in the parent losing control of the subsidiary (transactions with non-controlling interests) are accounted for as equity transactions, i.e. transactions with owners in their capacity as owners. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity.

B. Subsidiaries included in the consolidated financial statements:

Name of investor	Name of subsidiary	Main business activities	Ownership(%) December 31, 2021	Ownership(%) December 31, 2020
SYSGRATION LTD.	SYSGRATION USA INC.	Sale of electronic products	100	100
SYSGRATION LTD.	SYSGRATION (SAMOA) LTD.	Investment holding of overseas	100	100
SYSGRATION LTD.	SYSGRATION TECHNOLOGY (SAMOA) LTD.	Investment holding of overseas	100	100
SYSGRATION TECHNOLOGY (SAMOA) LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD.	Manufacturing and sale of energy storage productss	100	100
SYSGRATION (SAMOA) LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	Manufacturing and sale of electronic products	100	100

C. Subsidiaries not included in the consolidated financial statements: None.

D. Adjustments for subsidiaries with different balance sheet dates: None.

E. Significant restrictions: None.

F. Subsidiaries that have non-controlling interest that are material to the Group: None.

(4) Foreign currency translation

Items included in the financial statements of each of the Group’s entities are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The consolidated financial statements are presented in New Taiwan dollars, which is the Company’s functional and the Group’s presentation currency.

A. Foreign currency transactions and balances

(a) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions are recognised in profit or loss in the period in which they arise.

(b) Monetary assets and liabilities denominated in foreign currencies at the period end are re-translated at the exchange rates prevailing at the balance sheet date. Exchange differences arising upon re-translation at the balance sheet date are recognised in profit or loss.

(c) Non-monetary assets and liabilities denominated in foreign currencies held at fair value through other comprehensive income are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognised in other comprehensive income.

(d) All foreign exchange gains and losses based on the nature of those transactions are presented in the statement of comprehensive income within ‘other gains and losses’.

B. Translation of foreign operations

The operating results and financial position of all the group entities and associates that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

(a) Assets and liabilities for each balance sheet presented are translated at the closing exchange rate at the date of that balance sheet;

(b) Income and expenses for each statement of comprehensive income are translated at average exchange rates of that period; and

(c) All resulting exchange differences are recognised in other comprehensive income.

(5) <u>Classification of current and non-current items</u>

A. Assets that meet one of the following criteria are classified as current assets; otherwise they are classified as non-current assets:

(a) Assets arising from operating activities that are expected to be realised, or are intended to be sold or consumed within the normal operating cycle;

(b) Assets held mainly for trading purposes;

(c) Assets that are expected to be realised within twelve months from the balance sheet date;

(d) Cash and cash equivalents, excluding restricted cash and cash equivalents and those that are to be exchanged or used to settle liabilities more than twelve months after the balance sheet date.

B. Liabilities that meet one of the following criteria are classified as current liabilities; otherwise they are classified as non-current liabilities:

(a) Liabilities that are expected to be settled within the normal operating cycle;

(b) Liabilities arising mainly from trading activities;

(c) Liabilities that are to be settled within twelve months from the balance sheet date;

(d) Liabilities for which the repayment date cannot be extended unconditionally to more than twelve months after the balance sheet date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

(6) <u>Cash equivalents</u>

Cash equivalents refer to short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Time deposits that meet the definition above and are held for the purpose of meeting short-term cash commitments in operations are classified as cash equivalents.

(7) <u>Financial assets at fair value through profit or loss</u>

A. Financial assets at fair value through profit or loss are financial assets that are not measured at amortised cost or fair value through other comprehensive income.

B. On a regular way purchase or sale basis, financial assets at fair value through profit or loss are recognised and derecognised using trade date accounting.

C. At initial recognition, the Group measures the financial assets at fair value and recognises the transaction costs in profit or loss. The Group subsequently measures the financial assets at fair value, and recognises the gain or loss in profit or loss.

D. The Group recognises the dividend income when the right to receive payment is established, future economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

(8) Financial assets at fair value through other comprehensive income

A. Financial assets at fair value through other comprehensive income comprise equity securities which are not held for trading, and for which the Group has made an irrevocable election at initial recognition to recognise changes in fair value in other comprehensive income and debt instruments which meet all of the following criteria:

(a) The objective of the Group's business model is achieved both by collecting contractual cash flows and selling financial assets; and

(b) The assets' contractual cash flows represent solely payments of principal and interest.

B. On a regular way purchase or sale basis, financial assets at fair value through other comprehensive income are recognised and derecognised using trade date accounting.

C. At initial recognition, the Group measures the financial assets at fair value plus transaction costs. The Group subsequently measures the financial assets at fair value:

(a) The changes in fair value of equity investments that were recognised in other comprehensive income are reclassified to retained earnings and are not reclassified to profit or loss following the derecognition of the investment. Dividends are recognised as revenue when the right to receive payment is established, future economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

(b) Except for the recognition of impairment loss, interest income and gain or loss on foreign exchange which are recognised in profit or loss, the changes in fair value of debt instruments are taken through other comprehensive income. When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss.

(9) Financial assets at amortised cost

A. Financial assets at amortised cost are those that meet all of the following criteria:

(a) The objective of the Group's business model is achieved by collecting contractual cash flows.

(b) The assets' contractual cash flows represent solely payments of principal and interest.

B. On a regular way purchase or sale basis, financial assets at amortised cost are recognised and derecognised using trade date accounting.

C. At initial recognition, the Group measures the financial assets at fair value plus transaction costs. Interest income from these financial assets is included in finance income using the effective interest method. A gain or loss is recognised in profit or loss when the asset is derecognised or impaired.

D. The Group's time deposits which do not fall under cash equivalents are those with a short maturity period and are measured at initial investment amount as the effect of discounting is immaterial.

(10) Accounts and notes receivable

A. Accounts and notes receivable entitle the Group a legal right to receive consideration in exchange for transferred goods or rendered services.

B. The short-term accounts and notes receivable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(11) Impairment of financial assets

For debt instruments measured at fair value through other comprehensive income and financial assets at amortised cost, at each reporting date, the Group recognises the impairment provision for 12 months expected credit losses if there has not been a significant increase in credit risk since initial recognition or recognises the impairment provision for the lifetime expected credit losses (ECLs) if such credit risk has increased since initial recognition after taking into consideration all reasonable and verifiable information that includes forecasts. On the other hand, for accounts receivable or contract assets that do not contain a significant financing component, the Group recognises the impairment provision for lifetime ECLs.

(12) Derecognition of financial assets

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

(13) Leasing arrangements (lessor)－operating leases

Lease income from an operating lease (net of any incentives given to the lessee) is recognised in profit or loss on a straight-line basis over the lease term.

(14) Inventories

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

(15) Property, plant and equipment

A. Property, plant and equipment are initially recorded at cost.

B. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

C. Land is not depreciated. Other property, plant and equipment apply cost model and are depreciated using the straight-line method to allocate their cost over their estimated useful lives.

Each part of an item of property, plant, and equipment with a cost that is significant in relation to the total cost of the item must be depreciated separately.

D. The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each financial year-end. If expectations for the assets' residual values and useful lives differ from previous estimates or the patterns of consumption of the assets' future economic benefits embodied in the assets have changed significantly, any change is accounted for as a change in estimate under IAS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors', from the date of the change. The estimated useful lives of property, plant and equipment are as follows:

Buildings and structures	2～55	years
Machinery	2～20	years
Maintenance equipment and tools	2～5	years
Office equipment	2～30	years
Transportation equipment	4～5	years
Leasehold improvements	3～5	years or lease period (whichever is shorter)
Others	2～3	years

(16) Leasing arrangements (lessee)－right-of-use assets/ lease liabilities

A. Leases are recognised as a right-of-use asset and a corresponding lease liability at the date at which the leased asset is available for use by the Group. For short-term leases or leases of low-value assets, lease payments are recognised as an expense on a straight-line basis over the lease term.

B. Lease liabilities include the net present value of the remaining lease payments at the commencement date, discounted using the incremental borrowing interest rate.

Lease payments are comprised of the following:

(a) Fixed payments, less any lease incentives receivable;

(b) Payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The Group subsequently measures the lease liability at amortised cost using the interest method and recognises interest expense over the lease term. The lease liability is remeasured and the amount of remeasurement is recognised as an adjustment to the right-of-use asset when there are changes in the lease term or lease payments and such changes do not arise from contract modifications.

C. At the commencement date, the right-of-use asset is stated at cost comprising the following:

(a) The amount of the initial measurement of lease liability;

(b) Any lease payments made at or before the commencement date;

(c) Any initial direct costs incurred by the lessee; and

(d) An estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

The right-of-use asset is measured subsequently using the cost model and is depreciated from the commencement date to the earlier of the end of the asset's useful life or the end of the lease term. When the lease liability is remeasured, the amount of remeasurement is recognised as an adjustment to the right-of-use asset.

D. For lease modifications that decrease the scope of the lease, the lessee shall decrease the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognise the difference between remeasured lease liability in profit or loss.

(17) Investment property

An investment property is stated initially at its cost and measured subsequently using the cost model. Except for land, investment property is depreciated on a straight-line basis over its estimated useful life of 50 years.

(18) Intangible assets

Intangible assets, mainly computer software and patent rights, are amortised on a straight-line basis over their estimated useful lives of 1 ~ 10 years.

(19) Impairment of non-financial assets

The Group assesses at each balance sheet date the recoverable amounts of those assets where there is an indication that they are impaired. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell or value in use. When the circumstances or reasons for recognising impairment loss for an asset in prior years no longer exist or diminish the impairment loss is reversed. The increased carrying amount due to reversal should not be more than what the depreciated or amortised historical cost would have been if the impairment had not been recognised.

(20) Borrowings

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

(21) Notes and accounts payable

A. Accounts payable are liabilities for purchases of raw materials, goods or services and notes payable are those resulting from operating and non-operating activities.

B. The short-term notes and accounts payable without bearing interest are subsequently measured at initial invoice amount as the effect of discounting is immaterial.

(22) Convertible bonds payable

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

A. The embedded call options and put options are recognised initially at net fair value as 'financial assets or financial liabilities at fair value through profit or loss'. They are subsequently remeasured and stated at fair value on each balance sheet date; the gain or loss is recognised as 'gain or loss on valuation of financial assets or financial liabilities at fair value through profit or loss'.

B. The host contracts of bonds are initially recognised at fair value. Any difference between the initial recognition and the redemption value is accounted for as the premium or discount on bonds payable and subsequently is amortised in profit or loss as an adjustment to 'finance costs' over the period of circulation using the effective interest method.

C. The embedded conversion options which meet the definition of an equity instrument are initially recognised in 'capital surplus—share options' at the residual amount of total issue price less the amount of financial assets or financial liabilities at fair value through profit or loss and bonds payable or as stated above. Conversion options are not subsequently remeasured.

D. Any transaction costs directly attributable to the issuance are allocated to each liability or equity component in proportion to the initial carrying amount of each abovementioned item.

E. When bondholders exercise conversion options, the liability component of the bonds (including bonds payable and 'financial assets or financial liabilities at fair value through profit or loss') shall be remeasured on the conversion date. The issuance cost of converted common shares is the total book value of the abovementioned liability component and 'capital surplus—share options'.

(23) Derecognition of financial liabilities

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

(24) Non-hedging and embedded derivatives

Non-hedging derivatives are initially recognised at fair value on the date a derivative contract is entered into and recorded as financial assets or financial liabilities at fair value through profit or loss. They are subsequently remeasured at fair value and the gains or losses are recognised in profit or loss.

(25) Provisions

Provisions (including warranties) are recognised when the Group has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be reliably estimated. Provisions are measured at the present value of the expenditures expected to be required to settle the obligation on the balance sheet date, which is discounted using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to passage of time is recognised as interest expense. Provisions are not recognised for future operating losses.

(26) Employee benefits

A. Short-term employee benefits

Short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in respect of service rendered by employees in a period and should be recognised as expense in that period when the employees render service.

B. Pensions

Defined contribution plans

For defined contribution plans, the contributions are recognised as pension expense when they are due on an accrual basis. Prepaid contributions are recognised as an asset to the extent of a cash refund or a reduction in the future payments.

(27) Employee share-based payment

For the equity-settled share-based payment arrangements, the employee services received are measured at the fair value of the equity instruments granted at the grant date and are recognised as compensation cost over the vesting period, with a corresponding adjustment to equity. The fair value of the equity instruments granted shall reflect the impact of market vesting conditions and non-vesting conditions. Compensation cost is subject to adjustment based on the service conditions that are expected to be satisfied and the estimates of the number of equity instruments that are expected to vest under the non-market vesting conditions at each balance sheet date. Ultimately, the amount of compensation cost recognised is based on the number of equity instruments that eventually vest.

(28) Income tax

A. The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or items recognised directly in equity, in which cases the tax is recognised in other comprehensive income or equity.

B. The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in accordance with applicable tax regulations. It establishes provisions where appropriate based on the amounts expected to be paid to the tax authorities. An additional tax is levied on the unappropriated retained earnings and is recorded as income tax expense in the year the stockholders resolve to retain the earnings.

C. Deferred tax is recognised, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated balance sheet. However, the deferred tax is not accounted for if it arises from initial recognition of goodwill or of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

D. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. At each balance sheet date, unrecognised and recognised deferred tax assets are reassessed.

(29) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or stock options are shown in equity as a deduction, net of tax, from the proceeds.

(30) Revenue recognition

Sales of goods

A. The Group manufactures and sells automobile electronics products and power management products. Sales are recognised when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, or the Group has objective evidence that all criteria for acceptance have been satisfied.

B. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

(31) Government grants

Government grants are recognised at their fair value only when there is reasonable assurance that the Group will comply with any conditions attached to the grants and the grants will be received. Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises expenses for the related costs for which the grants are intended to compensate.

(32) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Group's chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

5. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND KEY SOURCES OF ASSUMPTION UNCERTAINTY

The preparation of these consolidated financial statements requires management to make critical judgements in applying the Group's accounting policies and make critical assumptions and estimates concerning future events. Assumptions and estimates may differ from the actual results and are continually evaluated and adjusted based on historical experience and other factors. Such assumptions and estimates have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year; and the related information is addressed below:

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

None.

(2) Critical accounting estimates and assumptions

Evaluation of inventories

As inventories are stated at the lower of cost and net realisable value, the Group must determine the net realisable value of inventories on balance sheet date using judgements and estimates. Due to the rapid technology innovation, the Group evaluates the amounts of normal inventory consumption, obsolete inventories or inventories without market selling value on balance sheet date, and writes down the cost of inventories to the net realisable value. Such an evaluation of inventories is principally based on the demand for the products within the specified period in the future. Therefore, there might be material changes to the evaluation.

6. DETAILS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

	December 31, 2021	December 31, 2020
Cash on hand	$ 721	$ 827
Checking accounts and demand deposits	790,066	548,390
Time deposits	50,000	355,000
	$ 840,787	$ 904,217

A. The Group transacts with a variety of financial institutions all with high credit quality to disperse credit risk, so it expects that the probability of counterparty default is remote.

B. As of December 31, 2021 and 2020, cash and cash equivalents amounting to $125,301 and $119,501, respectively, were pledged to others as collateral on short-term and long-term borrowings and were classified as financial assets at amortised cost.

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

	December 31, 2021	December 31, 2020
Current items:		
Financial assets mandatorily measured at fair value through profit or loss		
Debt instruments(Capital-guaranteed income-based wealth management products)	$ -	$ 43,770
Derivatives	1,477	2,250
	$ 1,477	$ 46,020

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

	2021	2020
Financial assets mandatorily measured at fair value through profit or loss		
Debt instruments	$ 496	$ 3,452
Derivatives	(773)	250
	($ 277)	$ 3,702

B. The Group had no financial assets at fair value through profit or loss pledged to others as collateral.

C. Information relating to credit risk of financial assets at fair value through profit or loss is provided in Note 12(3).

(3) Financial assets at fair value through other comprehensive income

Items	December 31, 2021	December 31, 2020
Non-current items:		
Equity instruments		
Listed stocks	$ 21,514	$ 14,160
Unlisted stocks	113,173	83,173
	134,687	97,333
Valuation adjustment	(38,649)	(48,707)
	$ 96,038	$ 48,626

A. The Group has elected to classify equity investments that are considered to be strategic investments as financial assets at fair value through other comprehensive income. The fair value of such investments amounted to $96,038 and $48,626 as at December 31, 2021 and 2020, respectively.

B. For the year ended December 31, 2020, the Company had incurred an accumulated impairment loss in the amount of $1,900 because an investee has been dissolved and liquidated. Realised loss has been transferred to retained earnings from other equity.

C. Amounts recognised in profit or loss and other comprehensive income in relation to the financial assets at fair value through other comprehensive income are listed below:

	2021	2020
Equity instruments at fair value through other comprehensive income		
Fair value change recognised in other comprehensive income	$ 10,058	$ 3,906
Cumulative gains reclassified to retained earnings due to derecognition	$ -	$ 1,900
Dividend income recognised in profit or loss		
Held at end of period	$ 1,874	$ 842

D. As at December 31, 2021 and 2020, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents the financial assets at fair value through other comprehensive income held by the Group were $96,038 and $48,626, respectively.

E. The Group had no financial assets at fair value through other comprehensive income pledged to others as collateral.

F. Information relating to credit risk of financial assets at fair value through other comprehensive income is provided in Note 12(3).

(4) Financial assets at amortised cost

Items	December 31, 2021	December 31, 2020
Current items:		
pledged time deposits	$ 100,501	$ -
Non-current items:		
pledged time deposits	$ 24,800	$ 119,501

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

	2021	2020
Interest income	$ 129	$ 55

B. As at December 31, 2021 and 2020, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents the financial assets at amortised cost held by the Group were $125,301 and $119,501, respectively.

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

(5) Notes and accounts receivable

	December 31, 2021	December 31, 2020
Notes receivable	$ 5,418	$ -
Less: Allowance for uncollectible accounts	(31)	-
	$ 5,387	$ -
Accounts receivable	$ 641,197	$ 364,502
Less: Allowance for uncollectible accounts	(24,512)	(28,438)
	$ 616,685	$ 336,064

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

	December 31, 2021				December 31, 2020			
	Accounts receivable		Notes receivable		Accounts receivable		Notes receivable	
Not past due	$	457,624	$	5,387	$	310,032	$	-
Up to 30 days		70,257		-		18,662		-
31 to 120 days		79,509		-		2,867		-
121 to 180 days		3,125		-		-		-
Over 180 days		6,170		-		4,503		-
	$	616,685	$	980	$	336,064	$	-

The above ageing analysis was based on past due date.

B. As of December 31, 2021 and 2020, accounts receivable and notes receivable were all from contracts with customers. And as of January 1, 2020, the balance of receivables from contracts with customers amounted to $269,962.

C. As at December 31, 2021 and 2020, without taking into account any collateral held or other credit enhancements, the maximum exposure to credit risk in respect of the amount that best represents the Group's notes receivable were $5,387 and $0, respectively; the maximum exposure to credit risk in respect of the amount that best represents the Group's accounts receivable were $616,685 and $336,064, respectively.

D. Information relating to credit risk of accounts receivable and notes receivable is provided in Note 12(3).

(6) Inventories

	December 31, 2021					
	Cost		Allowance for valuation loss		Book value	
Raw materials	$	412,819	($	14,881)	$	397,938
Work in progress		44,531		-		44,531
Finished goods		107,385	(	1,366)		106,019
	$	564,735	($	16,247)	$	548,488

	December 31, 2020					
	Cost		Allowance for valuation loss		Book value	
Raw materials	$	77,736	($	18,113)	$	59,623
Work in progress		21,680		-		21,680
Finished goods		64,746	(	3,320)		61,426
	$	164,162	($	21,433)	$	142,729

The cost of inventories recognised as expense for the period:

	Year ended December 31, 2021	Year ended December 31, 2020
Cost of goods sold	$ 1,953,920	$ 1,066,785
Loss on decline in market value	12,233	(2,793)
	$ 1,966,153	$ 1,063,992

A. The Group reversed from a previous inventory write-down and accounted for as reduction of cost of goods sold because of the inventory clearance for the year ended December 31, 2020.

B. The Group had no inventories pledged to others as collateral.

(7) Other current assets

	December 31, 2021	December 31, 2020
Tax credit	$ 44,625	$ 41,990
Advance payment	41,041	5,673
Other prepayments	8,159	5,205
Others	2,673	1,785
	$ 96,498	$ 54,653

(8) Property, plant and equipment

	2021								
	Land	Buildings and structures	Machinery	Maintenance equipment and tools	Office equipment	Transportation equipment	Leasehold improvements	Others	Total
At January 1									
Cost	$ 18,807	$ 307,249	$ 304,486	$ 25,350	$ 84,735	$ 7,874	$ 20,507	$ 14,748	$ 783,756
Accumulated depreciation and impairment	-	(122,659)	(127,253)	(17,587)	(66,035)	(4,733)	(17,286)	(9,739)	(365,292)
	$ 18,807	$ 184,590	$ 177,233	$ 7,763	$ 18,700	$ 3,141	$ 3,221	$ 5,009	$ 418,464
Opening net book amount as at January 1	$ 18,807	$ 184,590	$ 177,233	$ 7,763	$ 18,700	$ 3,141	$ 3,221	$ 5,009	$ 418,464
Additions	-	-	24,649	1,826	23,453	7,067	858	3,520	61,373
Disposals	-	-	(3)	(36)	(126)	(1,440)	-	-	(1,605)
Depreciation charge	-	(6,636)	(31,266)	(4,094)	(10,636)	(1,571)	(1,950)	(3,051)	(59,204)
Net exchange differences	-	-	(784)	(48)	(129)	(11)	(23)	-	(995)
Closing net book amount as at December 31	$ 18,807	$ 177,954	$ 169,829	$ 5,411	$ 31,262	$ 7,186	$ 2,106	$ 5,478	$ 418,033
At December 31									
Cost	$ 18,807	$ 307,249	$ 327,779	$ 25,421	$ 100,641	$ 11,944	$ 20,944	$ 18,249	$ 831,034
Accumulated depreciation and impairment	-	(129,295)	(157,950)	(20,010)	(69,379)	(4,758)	(18,838)	(12,771)	(413,001)
	$ 18,807	$ 177,954	$ 169,829	$ 5,411	$ 31,262	$ 7,186	$ 2,106	$ 5,478	$ 418,033

	2020								
	Land	Buildings and structures	Machinery	Maintenance equipment and tools	Office equipment	Transportation equipment	Leasehold improvements	Others	Total
At January 1									
Cost	$ 18,807	$ 355,836	$ 257,378	$ 28,007	$ 104,857	$ 9,304	$ 72,744	$ 10,893	$ 857,826
Accumulated depreciation and impairment	-	(165,384)	(102,206)	(17,587)	(85,188)	(6,793)	(68,833)	(7,328)	(453,319)
	$ 18,807	$ 190,452	$ 155,172	$ 10,420	$ 19,669	$ 2,511	$ 3,911	$ 3,565	$ 404,507
Opening net book amount as at January 1	$ 18,807	$ 190,452	$ 155,172	$ 10,420	$ 19,669	$ 2,511	$ 3,911	$ 3,565	$ 404,507
Additions	-	640	47,447	3,365	8,524	1,352	2,834	4,054	68,216
Disposals	-	-	(777)	(357)	(582)	-	-	-	(1,716)
Depreciation charge	-	(6,502)	(25,944)	(5,702)	(9,029)	(755)	(3,512)	(2,610)	(54,054)
Net exchange differences	-	-	1,335	37	118	33	(12)	-	1,511
Closing net book amount as at December 31	$ 18,807	$ 184,590	$ 177,233	$ 7,763	$ 18,700	$ 3,141	$ 3,221	$ 5,009	$ 418,464
At December 31									
Cost	$ 18,807	$ 307,249	$ 304,486	$ 25,350	$ 84,735	$ 7,874	$ 20,507	$ 14,748	$ 783,756
Accumulated depreciation and impairment	-	(122,659)	(127,253)	(17,587)	(66,035)	(4,733)	(17,286)	(9,739)	(365,292)
	$ 18,807	$ 184,590	$ 177,233	$ 7,763	$ 18,700	$ 3,141	$ 3,221	$ 5,009	$ 418,464

A. The significant components of buildings and structures include main plants and structure improvements, which are depreciated over 55 and 2~45 years, respectively.

B. Information about the property, plant and equipment that were pledged to others as collaterals is provided in Note 8.

C. The Group's property, plant and equipment were for self-use.

(9) Leasing arrangements－lessee

A. The Group leases various assets including buildings and transportation equipment. Rental contracts are typically made for periods of 2 to 5 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose covenants, but leased assets may not be used as security for borrowing purposes and sublet without agreement.

B. Short-term leases with a lease term of 12 months or less comprise offices. On December 31, 2021 and 2020, payments of lease commitments for short-term leases amounted to $5,557 and $4,873, respectively.

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

	December 31, 2021	2021	December 31, 2020	2020
	Carrying amount	Depreciation charge	Carrying amount	Depreciation charge
Buildings	$ 44,330	$ 21,167	$ 30,690	$ 21,134
Transportation equipment	5,647	2,460	8,108	1,614
	$ 49,977	$ 23,627	$ 38,798	$ 22,748

D. For the years ended December 31, 2021 and 2020, the additions to right-of-use assets were $35,012 and $43,515, respectively.

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

	Year ended December 31, 2021	Year ended December 31, 2020
Items affecting profit or loss		
Interest expense on lease liabilities	$ 740	$ 666
Expense on short-term lease contracts	5,557	4,873
	$ 6,297	$ 5,539

F. For the years ended December 31, 2021 and 2020, the Group’s total cash outflow for leases were $24,148 and $23,325, respectively.

(10) Investment property

	2021 Buildings		2020 Buildings
At January 1		At January 1	
Cost	$ 7,000	Cost	$ 7,000
Accumulated depreciation	(2,700)	Accumulated depreciation	(2,563)
	$ 4,300		$ 4,437
Opening net book amount as at January 1	$ 4,300	Opening net book amount as at January 1	$ 4,437
Depreciation charge	(138)	Depreciation charge	(137)
Closing net book amount as at December 31	$ 4,162	Closing net book amount as at December 31	$ 4,300
At December 31		At December 31	
Cost	$ 7,000	Cost	$ 7,000
Accumulated depreciation and impairment	(2,838)	Accumulated depreciation and impairment	(2,700)
	$ 4,162		$ 4,300

A. Rental income from investment property and direct operating expenses arising from investment property are shown below:

	Year ended December 31, 2021	Year ended December 31, 2020
Rental income from investment property	$ 288	$ 288
Direct operating expenses arising from the investment property that generated rental income during the period	$ 138	$ 137

B. The fair value of the investment property held by the Group as at December 31, 2021 and 2020 were all $7,000, which was based on the trading prices of similar prices in the neighboring areas.

C. The Group had no investment property pledged to others as collateral.

(11) Intangible assets

	2021		
	Patent right	Software	Total
At January 1			
Cost	$ 17,897	$ 31,381	$ 49,278
Accumulated amortisation and impairment	(13,427)	(23,153)	(36,580)
	$ 4,470	$ 8,228	$ 12,698
Opening net book amount as at January 1	$ 4,470	$ 8,228	$ 12,698
Additions－acquired separately	-	12,872	12,872
Amortisation charge	(4,233)	(6,658)	(10,891)
Net exchange differences	(2)	(27)	(29)
Closing net book amount as at December 31	$ 235	$ 14,415	$ 14,650
At December 31			
Cost	$ 17,894	$ 44,188	$ 62,082
Accumulated amortisation and impairment	(17,659)	(29,773)	(47,432)
	$ 235	$ 14,415	$ 14,650

	2020			
	Patent right	Software	Special technique	Total
At January 1				
Cost	$ 17,889	$ 24,694	$ 120,260	$ 162,843
Accumulated amortisation and impairment	(9,191)	(19,461)	(120,260)	(148,912)
	$ 8,698	$ 5,233	$ -	$ 13,931
Opening net book amount as at January 1	$ 8,698	$ 5,233	$ -	$ 13,931
Additions－acquired separately	-	7,223	-	7,223
Amortisation charge	(4,233)	(4,226)	-	(8,459)
Net exchange differences	5	(2)	-	3
Closing net book amount as at December 31	$ 4,470	$ 8,228	$ -	$ 12,698
At December 31				
Cost	$ 17,897	$ 31,381	$ -	$ 49,278
Accumulated amortisation and impairment	(13,427)	(23,153)	-	(36,580)
	$ 4,470	$ 8,228	$ -	$ 12,698

Details of amortisation on intangible assets are as follows:

	Year ended December 31, 2021	Year ended December 31, 2020
Operating costs	$ 2,405	$ 1,535
Selling expenses	314	192
Administrative expenses	6,500	5,358
Research and development expenses	1,672	1,374
	$ 10,891	$ 8,459

(12) Short-term borrowings

Type of borrowings	December 31, 2021	Interest rate range	Collateral
Bank unsecured borrowings	$ 8,688	3.85%	None

Type of borrowings	December 31, 2020	Interest rate range	Collateral
Bank unsecured borrowings	$ 19,697	3.75%	None

Note: Details of assets pledged as collateral for short-term borrowings are provided in Note 8.

A. Aforementioned borrowings were from short-term financing contracts which the Company entered into with financial institutions. Each contract has different restrictions on the Company's capital maintenance and the purpose of capital in the borrowing period.

B. Interest expense recognised in profit or loss amounted to $678 and $1,236 for the years ended December 31, 2021 and 2020, respectively.

(13) Bonds payable

	December 31, 2021	December 31, 2020
Bonds payable	$ 492,200	$ 500,000
Less: Discount on bonds payable	(7,763)	(12,340)
	484,437	487,660
Less: Current portion or exercise of put options	(484,437)	-
	$ -	$ 487,660

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

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

i. The Company issued $500,000, 0% of coupon rate, fourth domestic secured convertible bonds, as approved by the regulatory authority. The bonds mature 3 years from the issue date (October 20, 2020 ~ October 20, 2023) and will be redeemed in cash at face value at the maturity date. The bonds were listed on the Taipei Exchange on October 20, 2020.

ii. The bondholders have the right to ask for conversion of the bonds into common shares of the Company during the period from the date after 3 month (January 21, 2021) of the bonds issue to the maturity date(October 20, 2023), except for the stop transfer period as specified in the terms of the bonds or the laws/regulations. The rights and obligations of the new shares converted from the bonds are the same as the issued and outstanding common shares.

iii. The conversion price of the bonds is set up based on the pricing model in the terms of the bonds and is subject to adjustments if the condition of the anti-dilution provisions occurs subsequently. The conversion price will be reset based on the pricing model in the terms of the bonds on each effective date regulated by the terms. If the reset conversion price is higher than the conversion price before the reset, the conversion price will not be adjusted; however, the conversion price of the convertible bonds was NT$35 (in dollars) per share.

iv. The bondholders have the right to require the Company to redeem any bonds at the price of the bonds' face value plus 0.5006% of the face value as interests upon two years from the issue date.

v. The Company may repurchase all the bonds outstanding in cash at the bonds' face value at any time after the following events occur: (i) the closing price of the Company common shares is above the then conversion price by 30% for 30 consecutive trading days during the period from the date after three month of the bonds issue (January 21, 2021) to 40 days before the maturity date (September 11, 2023), or (ii) the outstanding balance of the bonds is less than 10% of total initial issue amount during the period from the date after three months of the bonds issue (January 21, 2021) to 40 days before the maturity date (September 11, 2023).

vi. Under the terms of the bonds, all bonds redeemed (including bonds repurchased from the Taipei Exchange), matured and converted are retired and not to be re-issued; all rights and obligations attached to the bonds are also extinguished.

(b) As of December 31, 2021, the bonds totaling NTD$7,800 (face value) had been converted into 2,857 common shares and 219,998 common shares. On May 11, 2021 and January 18, 2022, the Board of Directors resolved to set the effective date were May 11, 2021 and January 18, 2022, and the registration of changes had been completed.

B. Regarding the issuance of convertible bonds, the non-equity conversion options, call options, put options and conversion price resetting options embedded in bonds payable were separated from their host contracts which was classified as 'capital surplus—share options' amount to $11,131 and were recognised in 'financial assets or liabilities at fair value through profit or loss' in net amount in accordance with IFRS 9 because the economic characteristics and risks of the embedded derivatives were not closely related to those of the host contracts. The effective interest rates of the bonds payable after such separation was 0.9112%.

(14) Long-term borrowings

Type of borrowings	Borrowing period and repayment term	Interest rate range	Collateral	December 31, 2021
Unsecured borrowings	Borrowing period is from May 20, 2020 to May 20, 2023; interest is repayable monthly.	1.145%	None.	$ 9,444
Unsecured borrowings	Borrowing period is from December 1, 2020 to November 15, 2025; interest is repayable monthly.	1.00%	None.	47,000
Unsecured Borrowing	Borrowing period is from December 1, 2020 to November 15, 2025; interest is repayable monthly.	0.91%	None.	23,898
Secured borrowings	Borrowing period is from April 15, 2021 to April 15, 2026; interest is repayable monthly.	1.25%	Note	57,980
Unsecured borrowings	Borrowing period is from May 17, 2021 to May 17, 2026; interest is repayable monthly.	1.095%	None.	30,033
Secured borrowings	Borrowing period is from December 29, 2021 to April 15, 2026; interest is repayable monthly.	1.25%	Note	18,300
				186,655
Less: Current portion				(48,774)
				$ 137,881

Type of borrowings	Borrowing period and repayment term	Interest rate range	Collateral	December 31, 2020
Unsecured borrowings	Borrowing period is from May 20, 2020 to May 20, 2023; interest is repayable monthly.	1.145%	None.	$ 16,111
Unsecured borrowings	Borrowing period is from December 1, 2020 to November 15, 2025; interest is repayable monthly.	1.00%	None.	59,000
Unsecured borrowings	Borrowing period is from December 1, 2020 to November 15, 2025; interest is repayable monthly.	0.91%	None.	30,000
				105,111
Less: Current portion				(24,400)
				$ 80,711

Note: Information about the assets that were pledged to long-term borrowings as collaterals is provided in Note 8.

A. For the years ended December 31, 2021 and 2020, interest expense recognised in profit or loss amounted to $1,365 and $188, respectively.

B. Aforementioned borrowings from financial institutions are guaranteed by related parties as joint guarantor, please refer to Note 7 for details.

(15) Other payables

	December 31, 2021	December 31, 2020
Wages and salaries payable	$ 76,068	$ 56,866
Payables for machinery and equipment	6,168	4,983
Others	58,221	31,261
	$ 140,457	$ 93,110

(16) Pensions

A. Effective July 1, 2005, the Company and its domestic subsidiaries have established a defined contribution pension plan (the "New Plan") under the Labor Pension Act (the "Act"), covering all regular employees with R.O.C. nationality. Under the New Plan, the Company and its domestic subsidiaries contribute monthly an amount based on 6% of the employees' monthly salaries and wages to the employees' individual pension accounts at the Bureau of Labor Insurance. The benefits accrued are paid monthly or in lump sum upon termination of employment.

B. The second-tier subsidiaries, SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD. and SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD. have defined contribution pension plans under local regulations.

C. The pension costs under defined contribution pension plans of the Group for the years ended December 31, 2021 and 2020 were $15,957 and $14,312, respectively.

(17) Share-based payment

A. On November 12, 2019, December 27, 2016 and November 11, 2015, the Board of Directors of the Company resolved to issue employees' options of 5,000 units (every unit can purchase 1,000 shares of the Company's common share, the total number of common shares which can be purchased was 5,000,000 shares with the exercise price of $33.80 (in dollars)), 4,500 units (every unit can purchase 1,000 shares of the Company's common share, the total number of common shares which can be purchased was 4,500,000 shares with the exercise price of $10.00 (in dollars)) and 5,000 units (every unit can purchase 1,000 shares of the Company's common share, the total number of common shares which can be purchased was 5,000,000 shares with exercise price of $21.80 (in dollars)), respectively, except for the 4,731 units were issued out of 5,000 units on August 20, 2020, others were issued 4,500 units and 5,000 units on October 15, 2018 and January 12, 2016, respectively. The exercise price under the aforementioned stock-based employee compensation plan is at least the closing price of the Company's common stock at the grant date. There will be adjustment to the exercise price in accordance with specific formula if there is any change in the Company's ordinary shares or distribution of cash dividend after the issuance of stock options. The life of the options is 5 years. After 2 years from the date of grant, employees may exercise the options in accordance with certain schedules as prescribed in the option plan.

B. For the year ended December 31, 2021 and 2020, the Group’s share-based payment arrangements were as follows:

Type of arrangement	Grant date	Quantity granted	Contract period	Vesting conditions
Employee stock options	2016.01.12	5,000	5 years	2 ~ 4 years' service
Employee stock options	2018.10.15	4,500	5 years	2 ~ 4 years' service
Employee stock options	2020.08.20	4,731	5 years	2 ~ 4 years' service

C. Details of the share-based payment arrangements are as follows:

(a). Employees’ options which were issued in 2020

	2021		2020	
	No. of options (in thousands)	Weighted-average exercise price (in dollars)	No. of options (in thousands)	Weighted-average exercise price (in dollars)
Options outstanding at January 1	4,469	$ 33.80	-	$ 33.80
Options granted	-	-	4,731	-
Options exercised	-	-	-	-
Options forfeited (Note)	(976)	-	(262)	-
Options outstanding at the end of the period	3,493	$ 33.80	4,469	$ 33.80
Options exercisable at the end of the period	-		-	-

Note: Due to employees’ retirement or termination.

(b). Employees’ options which were issued in 2018

	2021		2020	
	No. of options (in thousands)	Weighted-average exercise price (in dollars)	No. of options (in thousands)	Weighted-average exercise price (in dollars)
Options outstanding at January 1	2,184	$ 10.00	3,755	$ 10.00
Options granted	-	-	-	-
Options exercised	(866)	10.00	(1,141)	-
Options forfeited (Note)	(136)	-	(430)	-
Options outstanding at the end of the period	1,182	$ 10.00	2,184	$ 10.00
Options exercisable at the end of the period	297	-	258	-

Note: Due to employees’ retirement or termination.

(c). Employees' options which were issued in 2016

	2021		2020	
	No. of options (in thousands)	Weighted-average exercise price (in dollars)	No. of options (in thousands)	Weighted-average exercise price (in dollars)
Options outstanding at January 1	780	$ 21.80	2,665	$ 21.80
Options granted	-	-	-	-
Options exercised	(380)	21.80	(1,785)	21.80
Options forfeited (Note)	(400)	-	(100)	-
Options outstanding at the end of the period	-	$ -	780	$ 21.80
Options exercisable at the end of the period	-	-	780	-

Note: Due to employees' retirement or termination.

D. The expiry date and exercise price of stock options outstanding at balance sheet date are as follows:

		December 31, 2021		December 31, 2020	
Issue date approved	Expiry date	No. of shares (in thousands)	Exercise price (in dollars)	No. of shares (in thousands)	Exercise price (in dollars)
2016.01.12	2021.01.11	-	$ 21.80	780	$ 21.80
2018.10.15	2023.10.14	1,182	10.00	2,184	10.00
2020.08.20	2025.08.19	3,493	33.80	4,469	33.80

E. The fair value of stock options granted on grant date is measured using the Black-Scholes option-pricing model. Relevant information is as follows:

Type of arrangement	Grant date	Exercise price	Expected price volatility	Expected option life	Expected dividends	Risk-free interest rate	Fair value per unit
Employee stock options	2016.01.12	$ 21.80	44.16% ~44.51%	3.5~4.5 years	0%	0.56% ~0.66%	$5.04 ~5.74
Employee stock options	2018.10.15	10.00	43.64% ~44.73%	3.5~4.5 years	0%	0.69% ~0.73%	1.90 ~2.19
Employee stock options	2020.08.20	33.80	49.75% ~53.32%	3.5~4.5 years	0%	0.28% ~0.31%	13.02 ~13.74

F. Expenses incurred on share-based payment transactions are shown below:

	Year ended December 31, 2021	Year ended December 31, 2020
Equity-settled	$ 14,527	$ 7,049

(18) Provisions

	2021	2020
	Warranty	Warranty
At January 1	$ 1,008	$ -
Additional provisions	10,095	1,008
Used during the period	(3,924)	-
At December 31	$ 7,179	$ 1,008

The Group gives warranties on automobile electronics products sold. Provision for warranty is estimated based on historical warranty data of the product. It is expected that provision will be used within the next year.

(19) Share capital

A. As of December 31, 2021, the Company's authorised capital was $3,000,000, consisting of 300,000 thousand shares of ordinary stock (including 20,000 thousand shares reserved for employee stock options), and the paid-in capital was $1,555,490 with a par value of $10 (in dollars) per share. All proceeds from shares issued have been collected.

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

	2021 (Note)	2020 (Note)
At January 1	$ 154,081	$ 151,155
Employee stock options exercised	1,246	2,926
Conversion of convertible bonds	222	-
At December 31	$ 155,549	$ 154,081

Note: Expressed in thousands of shares.

B. On April 30, 2020, the shareholders of the Company resolved the private placement of common shares, while considering the market situation and the issue period was expired, the Board of Directors resolved to discontinue the private placement plan on April 16, 2021.

C. As of December 31, 2021, the Company's employees' options which were issued in 2016 were applied for purchasing 380 thousand shares and were resolved by the Board of Directors to increase capital on May 11, 2021; the effective dates were set on May 11, 2021. Exercise price was $21.8 (in dollars), the registration of changes had been completed.

D. As of December 31, 2021, the Company's employees' options which were issued in 2018 were applied for purchasing 90 thousand shares and 776 thousand shares and were resolved by the Board of Directors to increase capital on May 11, 2021 and January 18, 2022; the effective date was set on May 11, 2021 and January 18, 2022, respectively. All purchase price was $10, the registration of changes has been completed.

(20) Capital surplus

A. Pursuant to the R.O.C. Company Act, capital surplus arising from paid-in capital in excess of par value on issuance of common stocks and donations can be used to cover accumulated deficit or to issue new stocks or cash to shareholders in proportion to their share ownership, provided that the Company has no accumulated deficit. Further, the R.O.C. Securities and Exchange Act requires that the amount of capital surplus to be capitalised mentioned above should not exceed 10% of the paid-in capital each year. Capital surplus should not be used to cover accumulated deficit unless the legal reserve is insufficient.

B. Movements in the number of the Company's capital surplus in 2021 and 2020 are as follows: (Share in thousands)

	2021					
	Share premium	Employee stock options	Share options	Treasury share transactions	Difference between consideration and carrying amount of subsidiaries acquired or disposed	Total
At January 1	$ 60,273	$ 45,941	$ 17,335	$ 2,654	$ 9,693	$ 135,896
Employee stock options exercised	8,464	(3,980)	-	-	-	4,484
Exercise of conversion right of convertible bonds	5,615	-	(173)	-	-	5,442
Share-based compensation cost	-	14,527	-	-	-	14,527
At December 31	$ 74,352	$ 56,488	$ 17,162	$ 2,654	$ 9,693	$ 160,349

	2020					
	Share premium	Employee stock options	Share options	Treasury share transactions	Difference between consideration and carrying amount of subsidiaries acquired or disposed	Total
At January 1	$ 28,350	$ 49,752	$ 6,204	$ 2,654	$ 9,693	$ 96,653
Employee stock options exercised	31,923	(10,860)	-	-	-	21,063
Share-based compensation cost	-	7,049	-	-	-	7,049
Recognition of share option in issuance of convertible bonds	-	-	11,131	-	-	11,131
At December 31	$ 60,273	$ 45,941	$ 17,335	$ 2,654	$ 9,693	$ 135,896

(21) Retained earnings

A. Under the Company's Articles of Incorporation, the current year's earnings, if any, shall first be used to pay all taxes and offset prior year's operating losses, then 10% of the remaining amount shall be set aside as legal reserve until the legal reserve equals the total capital stock balance, and appropriate or reverse for special reserve as required by the operating needs of the Company or regulations when necessary. The remainder, if any, to be retained or to be appropriated shall be proposed by the Board of Directors and to be resolved by the stockholders at the stockholders' meeting.

B. For the long-term business development of the Company, the needs of capital in the future and long-term business plan, the distributable earnings can be distributed no higher than 90% as shareholders' bonus every year. However, the distributable earnings may not to be distributed if the accumulated distributable earnings lower than 5% of paid-in capital. The cash dividend cannot lower than 10% of total dividends. However, when the cash dividend per share is lower than $0.5, it can be distributed in stock dividend at full amount.

C. The shareholders of the Company resolved the deficit compensation for the year of 2020 on July 30, 2021 and the shareholders resolved the deficit compensation for the year of 2019 on April 30, 2020. Details of the resolution of deficit compensation are provided in the "Market Observation Post System" at the website of the Taiwan Stock Exchange.

D. Except for covering accumulated deficit or issuing new stocks or cash to shareholders in proportion to their share ownership, the legal reserve shall not be used for any other purpose. The use of legal reserve for the issuance of stocks or cash to shareholders in proportion to their share ownership is permitted, provided that the distribution of the reserve is limited to the portion in excess of 25% of the Company's paid-in capital.

E. In accordance with the regulations, the Company shall set aside special reserve from the debit balance on other equity items at the balance sheet date before distributing earnings. When debit balance on other equity items is reversed subsequently, the reversed amount could be included in the distributable earnings.

(22) Other equity items and non-controlling interest

	2021			
	Unrealised gains (losses) on valuation	Currency translation	Non-controlling interest	Total
At January 1	($ 34,900)	($ 61,025)	$ -	($ 95,925)
Revaluation – gross	8,046	-	-	8,046
Currency translation differences	-	(3,023)	-	(3,023)
At December 31	($ 26,854)	($ 64,048)	$ -	($ 90,902)

	2020			
	Unrealised gains (losses) on valuation	Currency translation	Non-controlling interest	Total
At January 1	($ 39,593)	($ 60,098)	$ 16,561	($ 83,130)
Revaluation – gross	2,793	-	-	2,793
Proceeds from disposal of equity instruments at fair value through other comprehensive income	1,900			1,900
Currency translation differences	-	(927)	-	(927)
Loss of non-controlling interest	-	-	(1,768)	(1,768)
Disposal of equity interest in a subsidiary that result in a loss of control	-	-	(14,793)	(14,793)
At December 31	($ 34,900)	($ 61,025)	$ -	($ 95,925)

(23) Operating revenue

	Year ended December 31, 2021	Year ended December 31, 2020
Revenue from contracts with customers	$ 2,454,678	$ 1,326,691

A. Disaggregation of revenue from contracts with customers

The Group derives revenue from the transfer of goods at a point in time in the following major product lines:

2021	Automobile Electronics Products	Power management products	All other segments	Total
Total segment revenue	$ 2,237,138	$ 1,289,849	$ 2,311	$ 3,529,298
Inter-segment revenue	(666,437)	(405,872)	(2,311)	(1,074,620)
Revenue from external customer contracts	$ 1,570,701	$ 883,977	$ -	$ 2,454,678

2020	Automobile Electronics Products	Power management products	All other segments	Total
Total segment revenue	$ 1,128,219	$ 854,938	$ 19,800	$ 2,002,957
Inter-segment revenue	(371,584)	(300,189)	(4,493)	(676,266)
Revenue from external customer contracts	$ 756,635	$ 554,749	$ 15,307	$ 1,326,691

B. Contract assets and liabilities

The Group has not recognised the revenue-related contract assets as of December 31, 2021 and 2020, and the Group has recognised the following contract liabilities:

	December 31, 2021	December 31, 2020	January 1, 2020
Contract liabilities – Advance sales receips	$ 21,198	$ 3,811	$ 2,893

(a) Significant changes in contract assets and liabilities: None.

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

	Year ended December 31, 2021	Year ended December 31, 2020
Revenue recognised that was included in the contract liability balance at the beginning of the period		
Advance sales receipts	$ 2,455	$ 2,205

(24) Interest income

	Year ended December 31, 2021	Year ended December 31, 2020
Interest income from bank deposits	$ 1,354	$ 1,241
Interest income from financial assets measured at amortised cost	129	55
	$ 1,483	$ 1,296

(25) Other income

	Year ended December 31, 2021	Year ended December 31, 2020
Rent income	$ 1,303	$ 288
Government grant revenues	1,509	878
Dividend income	1,874	842
Design fees revenue	10,074	4,542
Other income, others	5,350	8,267
	$ 20,110	$ 14,817

(26) Other gains and losses

	Year ended December 31, 2021	Year ended December 31, 2020
Gains (losses) on disposals of property, plant and equipment	$ 45	($ 347)
Foreign exchange losses	(2,306)	(11,934)
Gainsv(losses) on financial assets at fair value through profit or loss	(277)	3,702
Other losses	(40)	(2,572)
	($ 2,578)	($ 11,151)

(27) Finance costs

	Year ended December 31, 2021	Year ended December 31, 2020
Interest expense	$ 2,043	$ 1,424
Interest expense on lease liabilities	740	666
Interest expense on convertible bonds	4,446	1,111
	$ 7,229	$ 3,201

(28) Expenses by nature

	Year ended December 31, 2021	Year ended December 31, 2020
Employee benefit expense	$ 435,386	$ 373,762
Depreciation charges on property, plant and equipment	59,204	54,054
Depreciation charges on right-of-use assets	23,627	22,748
Depreciation charges on investment property	138	137
Amortisation charges on intangible assets	10,891	8,459
	$ 529,246	$ 459,160

(29) Employee benefit expense

	Year ended December 31, 2021	Year ended December 31, 2020
Wages and salaries	$ 354,521	$ 311,110
Employee stock options	14,527	7,049
Labour and health insurance fees	26,845	25,700
Pension costs	15,957	14,312
Other personnel expenses	23,536	15,591
	$ 435,386	$ 373,762

A. In accordance with the Articles of Incorporation of the Company, a ratio of distributable profit of the current year, after covering accumulated losses, shall be distributed as employees' compensation and directors' and supervisors' remuneration. The ratio shall be between 10%~15% for employees' compensation and shall not be higher than 3% for directors' and supervisors' remuneration.

B. The Company has an accumulated deficit as of December 31, 2021 and 2020, and therefore, no employees' compensation and directors' remuneration were recognised.

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

(30) Income tax

A. Income tax expense

(a) Components of income tax expense:

	Year ended December 31, 2021	Year ended December 31, 2020
Income tax expense	$ -	$ -

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

	Year ended December 31, 2021	Year ended December 31, 2020
Changes in fair value of financial assets at fair value through other comprehensive income	$ 2,012	$ 1,173
Currency translation differences	(756)	(232)
	$ 1,256	$ 941

B. Reconciliation between income tax expense and accounting profit

	Year ended December 31, 2021	Year ended December 31, 2020
Tax calculated based on profit (loss) before tax and statutory tax rate (note)	$ 24,804	($ 19,146)
Expenses disallowed by tax regulation	359	206
Taxable loss not recognised as deferred tax assets	(25,163)	18,940
Income tax expense	$ -	$ -

Note: The basis for computing the applicable tax rate are the rates applicable in the respective countries where the Group entities operate.

C. Amounts of deferred tax assets or liabilities as a result of temporary differences, tax losses and investment tax credits are as follows:

	2021			
	January 1	Recognised in profit or loss	Translation differences	December 31
—Deferred tax assets:				
-Temporary differences:				
Allowance for obsolescence and market value decline	$ 4,548	($ 2,281)	$ -	$ 2,267
Unrealised foreign exchange loss	1,079	1,095	-	2,174
Exchange differences on translation of foreign financial statements	15,256	-	756	16,012
Valuation of financial assets measured at fair value through other comprehensive income	9,741	-	(2,012)	7,729
Others	1,739	1,186	-	2,925
	$ 32,363	$ -	($ 1,256)	$ 31,107

	2020				
	January 1	Recognised in profit or loss	Translation differences	Effect of combined individuals reduction	December 31
－Deferred tax assets:					
-Temporary differences:					
Allowance for obsolescence and market value decline	$ 13,422	$ -	$ -	($ 8,874)	$ 4,548
Unrealised foreign exchange loss	1,079	-	-	-	1,079
Exchange differences on translation of foreign financial statements	15,024	232	-	-	15,256
Valuation of financial assets measured at fair value through other comprehensive income	10,914	(1,173)	-	-	9,741
Others	6,956	-	98	(5,315)	1,739
	$ 47,395	($ 941)	$ 98	($ 14,189)	$ 32,363

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

December 31, 2021				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2013	$ 191,549	$ 112,089	$ 112,089	2023
2017	253,720	253,720	253,720	2027
2018	89,287	89,287	89,287	2028
2019	210,051	210,051	210,051	2029
2020	289,935	289,935	289,935	2030

December 31, 2020				
Year incurred	Amount filed/ assessed	Unused amount	Unrecognised deferred tax assets	Expiry year
2013	$ 191,549	$ 185,700	$ 185,700	2023
2017	253,720	253,720	253,720	2027
2018	89,287	89,287	89,287	2028
2019	210,051	210,051	210,051	2029
2020	289,935	289,935	289,935	2030

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

	December 31, 2021	December 31, 2020
Deductible temporary differences	$ 746,857	$ 770,378

G. The Company's income tax returns through 2019 have been assessed and approved by the Tax Authority.

(31) Earnings (loss) per share

	Year ended December 31,2021		
	Amount after tax	Weighted average number of ordinary shares outstanding (share in thousands)	Earnings per share (in dollars)
Basic earnings per share			
Earnings attributable to ordinary shareholders of the parent	$ 95,347	154,250	$ 0.62
Diluted earnings per share			
Earnings attributable to ordinary shareholders of the parent	$ 95,347	154,546	
Assumed conversion of all dilutive potential ordinary shares			
Convertible bonds	3,557	14,259	
Employee stock options	-	790	
Earnings attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	$ 98,904	169,299	$ 0.58

	Year ended December 31,2020		
	Amount after tax	Weighted average number of ordinary shares outstanding (share in thousands)	Loss per share (in dollars)
Basic loss per share			
Loss attributable to ordinary shareholders of the parent	($ 98,315)	152,032	($ 0.64)
Diluted loss per share (Note)			
Loss attributable to ordinary shareholders of the parent plus assumed conversion of all dilutive potential ordinary shares	($ 98,315)	152,032	($ 0.64)

Note: For the year ended December 31, 2020, the Company's employees' options and convertible bonds were not included in the calculation of diluted loss per share due to their anti-dilutive effect.

(32) Supplemental cash flow information

A. Investing activities with partial cash payments

	Year ended December 31, 2021	Year ended December 31, 2020
Purchase of property, plant and equipment	$ 61,373	$ 68,216
Add: Opening balance of payable on equipment	4,983	6,863
Less: Ending balance of payable on equipment	(6,168)	(4,983)
Cash paid during the period	$ 60,188	$ 70,096

B. Financing activities with no cash flow effects

	Year ended December 31, 2021	Year ended December 31, 2020
Convertible bonds being converted to capital stocks	$ 7,671	$ -

C. The Group sold 51% of shares in the subsidiary – Leadman Electronic USA, Inc. on January 31, 2020 and therefore lost control over the subsidiary. The details of the consideration received from the transaction (including cash and cash equivalents) and assets and liabilities relating to the subsidiary are as follows:

	January 31, 2020
Consideration received	
Cash	$ 15,397
Carrying amount of the assets and liabilities of the subsidiary - Leadman Electronic USA, Inc.	
Cash	22,454
Accounts receivable	12,350
Inventories	11,963
Property, plant and equipment	479
Right-of-use assets	85,940
Accumulated impairment loss	(8,463)
Other current assets	2,308
Deferred tax assets	14,189
Accounts payable	(8,119)
Other current liabilities	(5,010)
Lease liabilities- current	(21,692)
Lease liabilities- non-current	(67,915)
Total net assets	38,484
Less: non-controlling interest	(23,087)
Disposal loss	$ -

(33) Changes in liabilities from financing activities

	2021				
	Short-term borrowings	Long-term borrowings	Lease liabilities	Bonds payable	Liabilities from financing activities-gross
At January 1	$ 19,697	$ 105,111	$ 39,054	$ 487,660	$ 651,522
Changes in cash flow from financing activities	(11,009)	81,544	(24,148)	-	46,387
Changes in other non-cash items	-	-	35,012	(3,223)	31,789
Interest expense on lease liabilities	-	-	740	-	740
Impact of changes in foreign exchange rate	-	-	(207)	-	(207)
At December 31	$ 8,688	$ 186,655	$ 50,451	$ 484,437	$ 730,231

	2020			
	Short-term borrowings	Long-term borrowings	Lease liabilities	Liabilities from financing activities-gross
At January 1	$ 110,000	$ -	$ 116,319	$ 226,319
Changes in cash flow from financing activities	(90,303)	105,111	(23,325)	(8,517)
Changes in other non-cash items	-	-	(54,471)	(54,471)
Interest expense on lease liabilities	-	-	666	666
Impact of changes in foreign exchange rate	-	-	(135)	(135)
At December 31	$ 19,697	$ 105,111	$ 39,054	$ 163,862

7. RELATED PARTY TRANSACTIONS

(1) Parent and ultimate controlling party

The Company has no parent company nor ultimate controlling party.

(2) Names of related parties and relationship

Names of related parties	Relationship with the Company
Oro Technology Co., Ltd.	Other related party (Note)
Li Yi-Ren	The Company's Chairman

Note: Starting from June 1, 2021, the Company resigned as a director of Oro Technology Co., Ltd., Oro Technology Co., Ltd. is no longer a related party to the Company.

(3) Significant related party transactions

A. Royalty for software (shown as 'operating cost')

	Year ended December 31, 2021	Year ended December 31, 2020
Other related party	$ 7,117	$ 10,521

Expenses for software royalties are based on the mutual agreement since no similar transaction can be compared with.

B. Other payables

	December 31, 2021	December 31, 2020
Other related party	$ -	$ 2,889

(4) Key management compensation

	Year ended December 31, 2021	Year ended December 31, 2020
Salaries and other short-term employee benefits	$ 28,805	$ 32,641
Post-employment benefits	709	999
Share-based payments	2,805	1,475
	$ 32,319	$ 35,115

(5) Endorsements and guarantees provided by related parties

As of December 31, 2021 and 2020, the Company borrowed from financial institutions. Li Yi-Ren is the guarantor, and the aforementioned financing facilities which were provided by related parties were $845,000 and $710,000, respectively.

8. PLEDGED ASSETS

The Group's assets pledged as collateral are as follows:

Pledged asset	Book value December 31, 2021	Book value December 31, 2020	Purpose
Time deposit (classified as financial assets at amortised cost)	$ 125,301	$ 119,501	Short-term, long-term borrowings and issuance of convertible bonds
Land	18,807	18,807	
Buildings and structures	163,605	168,663	
Machinery	10,005	-	
	$ 317,718	$ 306,971	

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNISED CONTRACT COMMITMENTS

On August 6, 2018, the Company received a notification of civil court from the Taiwan Taipei District Court as Tsuzuki Denki Co., Ltd. (Tsuzuki Denki) filed a civil litigation with the Taiwan Taipei District Court. Tsuzuki Denki claimed that the quality problem of tablet computers which were purchased from the Company caused damage to Tsuzuki Denki Co., Ltd. It claimed for a return of the full price of inventories and compensation amounting to US$5,306 thousand and JPY$1,225 thousand, respectively.

The Company has appointed lawyers to handle the case to protect the rights of the Company and its shareholders. The Company's appointed lawyer's comments are as follows: 'The counterparty complained that there were flaws in the inventory and deferred payment, but refused to return the inventory which should have been repaired by the Company, therefore, the counterparty's claim is not reasonable. In addition, it is reasonable that the Company took counter-action to claim the payment for inventory and rework expenses in the total amount of US$996 thousand, because the Company had completed the work and delivered the said inventories.' As of December 31, 2021, the case is still under trial with the Taiwan Taipei District Court. The Company has accounts receivable from Tsuzuki Denki Co., Ltd. in the amount of $19,370 which was provisioned for impairment at full amount.

10. SIGNIFICANT DISASTER LOSS

None

11. SIGNIFICANT EVENTS AFTER THE BALANCE SHEET DATE

(1) Please refer to Note 6(13) and Note 6(19) for the related information.

(2) On March 17, 2022, in order to augment the working capital and improve the financial structure, the Board of Directors resolved the private placement of common shares in cash, with a par value at $10 per share, and the total number of shares issued shall not exceed 25,000,000 shares.

12. OTHERS

(1) Capital management

The Group's objectives when managing capital are to maintain an optimal capital structure to reduce the cost of capital in order to provide returns for shareholders. In order to maintain or adjust the capital structure, the Group may issue new shares, issue convertible bonds or sell assets to reduce debt.

	December 31, 2021	December 31, 2020
Total liabilities	$ 1,695,792	$ 1,112,789
Total equity	1,206,120	1,066,612
Total capital	$ 2,901,912	$ 2,179,401
Gearing ratio	58%	51%

(2) Financial instruments

A. Financial instruments by category

	December 31, 2021	December 31, 2020
Financial assets		
Financial assets at fair value through profit or loss		
Financial assets mandatorily measured at fair value through profit or loss	$ 1,477	$ 46,020
Financial assets at fair value through other comprehensive income		
Designation of equity instrument	96,038	48,626
Financial assets at amortised cost		
Cash and cash equivalents	840,787	904,217
Financial assets at amortised cost	125,301	119,501
Notes receivable	5,387	-
Accounts receivable	616,685	336,064
Other receivables	13,831	4,975
Refundable deposits	8,128	7,795
	$ 1,707,634	$ 1,467,198

	December 31, 2021	December 31, 2020
Financial liabilities		
Financial liabilities at amortised cost		
Short-term borrowings	$ 8,688	$ 19,697
Notes payable	986	715
Accounts payable	773,660	330,076
Other accounts payable	140,457	93,110
Other accounts payable-related parties	-	2,889
Bonds payable (including current portion)	484,437	487,660
Long-term borrowings (including current portion)	186,655	105,111
Guarantee deposits received	198	-
	$ 1,595,081	$ 1,039,258
Lease liabilities	$ 50,451	$ 39,054

B. Financial risk management policies

The Group’s activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. To minimise any adverse effects on the financial performance of the Group, derivative financial instruments, such as foreign exchange forward contracts is used to hedge certain exchange rate risk. Group treasury identifies, evaluates and hedges financial risks in close co-operation with the Group’s operating units.

C. Significant financial risks and degrees of financial risks

(a) Market risk

Foreign exchange risk

i. The Group operates internationally and is exposed to foreign exchange risk arising from the transactions of the Company and its subsidiaries used in various functional currency, primarily with respect to the USD and RMB. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities.

ii. Management has set up a policy to require group companies to manage their foreign exchange risk against their functional currency. The companies are required to hedge their entire foreign exchange risk exposure with the Group treasury. Exchange rate risk is measured through a forecast of highly probable USD and RMB expenditures. Group treasury identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units.

iii. The Group hedges foreign exchange rate by using forward exchange contracts. However, the Group does not adopt hedging accounting. Details of financial assets or liabilities at fair value through profit or loss are provided in Note 6(2).

iv. The Group's businesses involve some non-functional currency operations (the Company's functional currency: NTD and other certain subsidiaries' functional currency: USD and RMB). The information on assets and liabilities denominated in foreign currencies whose values would be materially affected by the exchange rate fluctuations is as follows:

	December 31, 2021				
				Sensitivity analysis	
(Foreign currency: functional currency)	Foreign currency amount (in thousands)	Exchange rate	Book value (NTD)	Degree of variation	Effect on profit or loss
Financial assets					
Monetary items					
USD:NTD	$ 21,153	27.68	$ 585,516	1%	$ 5,855
HKD:NTD	1,942	3.55	6,892	1%	69
USD:RMB	2,237	6.37	61,919	1%	619
Financial liabilities					
Monetary items					
USD:NTD	$ 7,094	27.68	$ 196,367	1%	$ 1,964
USD:RMB	7,023	6.37	194,388	1%	1,944
HKD:RMB	3,459	0.82	12,275	1%	123
HKD:NTD	2,364	3.55	8,391	1%	84

	December 31, 2020				
				Sensitivity analysis	
(Foreign currency: functional currency)	Foreign currency amount (in thousands)	Exchange rate	Book value (NTD)	Degree of variation	Effect on profit or loss
Financial assets					
Monetary items					
USD:NTD	$ 11,459	28.48	$ 326,353	1%	$ 3,264
HKD:NTD	92	3.67	337	1%	3
USD:RMB	4,384	6.51	124,856	1%	1,249
Financial liabilities					
Monetary items					
USD:NTD	$ 1,050	28.48	$ 29,895	1%	$ 299
USD:RMB	3,299	6.51	93,968	1%	940
HKD:RMB	1,880	0.84	6,906	1%	69
HKD:NTD	450	3.67	1,654	1%	17

vi. The total exchange loss, including realised and unrealised, arising from significant foreign exchange variation on the monetary items held by the Group for the years ended December 31, 2021 and 2020, amounted to ($2,306) and ($11,934) respectively.

Price risk

i. The Group’s equity securities, which are exposed to price risk, are the held financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the Group.

ii. The Group’s investments in equity securities comprise shares issued by the domestic companies. The prices of equity securities would change due to the change of the future value of investee companies. If the prices of these equity securities had increased/decreased by 1% with all other variables held constant, post-tax profit (loss) for the years ended December 31, 2021 and 2020 would have increased/decreased by $15 and $23, respectively, as a result of gains/losses on equity securities classified as at fair value through profit or loss. Other components of equity would have increased/decreased by $960 and $486, respectively, as a result of other comprehensive income classified as equity investment at fair value through other comprehensive income.

Cash flow and fair value Interest rate risk

i. The Group’s main interest rate risk arises from long-term and short-term borrowings with variable rates, which expose the Group to cash flow interest rate risk. For the years ended December 31, 2021 and 2020, the Group’s borrowings at variable rate were mainly denominated in New Taiwan dollars and RMB Dollars.

ii. If the borrowing interest rate had increased/decreased by 1% with all other variables held constant, profit (loss), net of tax for the years ended December 31, 2021 and 2020 would have increased/decreased by \$1,563 and \$998, respectively. The main factor is that changes in interest expense result in floating-rate borrowings.

(b) Credit risk

i. Credit risk refers to the risk of financial loss to the Group arising from default by the clients or counterparties of financial instruments on the contract obligations. The main factor is that counterparties could not repay in full the accounts receivable based on the agreed terms, and the contract cash flows of debt instruments stated at amortised cost, at fair value through profit or loss and at fair value through other comprehensive income.

ii. The Group manages their credit risk taking into consideration the entire group's concern. For banks and financial institutions with no recent major defaults are accepted. According to the Group's credit policy, each local entity in the Group is responsible for managing and analysing the credit risk for each of their new clients before standard payment and delivery terms and conditions are offered. Internal risk control assesses the credit quality of the customers, taking into account their financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.

iii. The Group adopts the assumptions under IFRS 9, the default occurs when the contract payments are past due over 90 days.

iv. The Group classifies customers' accounts receivable in accordance with credit rating of customer. The Group applies the modified approach using a provision matrix based on the loss rate methodology to estimate expected credit loss under the provision matrix basis.

v. The following indicators are used to determine whether the credit impairment of debt instruments have occurred:

(i) It becomes probable that the issuer will enter bankruptcy or other financial reorganisation due to their financial difficulties;

(ii) The disappearance of an active market for that financial asset because of financial difficulties;

(iii) Default or delinquency in interest or principal repayments;

(iv) Adverse changes in national or regional economic conditions that are expected to cause a default.

vi. The Group used the forecast ability to adjust historical and timely information to assess the default possibility of accounts receivable, contract assets and lease payments receivable. On December 31, 2021 and 2020, the provision matrix, loss rate methodology is as follows:

At December 31, 2021	Expected loss rate	Total book value	Loss allowance
Not past due	0.3%	$ 464,418	($ 1,407)
Up to 30 days	1%	70,969	(712)
31 to 120 days	1%~5%	80,470	(961)
121 to 180 days	10%	3,472	(347)
Over 180 days	40%~100%	27,286	(21,116)
		$ 646,615	($ 24,543)

At December 31, 2020	Expected loss rate	Total book value	Loss allowance
Not past due	0.3%	$ 310,970	($ 938)
Up to 30 days	1%	18,851	(189)
31 to 120 days	1%~5%	2,906	(39)
121 to 180 days	10%	-	-
Over 180 days	40%~100%	31,775	(27,272)
		$ 364,502	($ 28,438)

vii. Movements in relation to the Group applying the modified approach to provide loss allowance for accounts receivable, contract assets and lease payments receivable are as follows:

	2021	
	Accounts receivable	Notes receivable
At January 1	$ 28,438	$ -
(Reversal of) provision for impaiment loss	(3,311)	31
Write-offs	(434)	-
Effect of foreign exchange	(181)	-
At December 31	$ 24,512	$ 31

	2020	
	Accounts receivable	Notes receivable
At January 1	$ 35,362	$ 2
Reversal of impaiment loss	(7,255)	(2)
Effect of foreign exchange	331	-
At December 31	$ 28,438	$ -

(c) Liquidity risk

i. Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group treasury. Group treasury monitors rolling forecasts of the Group’s liquidity requirements to ensure it has sufficient cash to meet operational needs.

ii. Surplus cash held by the operating entities over and above balance required for working capital management are transferred to the Group treasury. Group treasury invests surplus cash in interest bearing current accounts, time deposits, Capital-guaranteed income-based wealth management products, forward foreign exchange contracts, and convertible bonds(classified as current financial assets at fair value through profit or loss), choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient head-room as determined by the above-mentioned forecasts. As at December 31, 2021 and 2020, the Group held money market position of $840,066 and $903,390, respectively, and Capital-guaranteed income-based wealth management products and derivatives from convertible bonds (classified as current financial assets at fair value through profit or loss) of $1,477 and $46,020, respectively, that are expected to readily generate cash inflows for managing liquidity risk.

iii. As at December 31, 2021 and 2020, the Group has the undrawn borrowing of $213,297 and $207,497, respectively.

iv. The table below analyses the Group's non-derivative financial liabilities and net-settled or gross-settled derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date for non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows.

December 31, 2021	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Non-derivative financial liabilities				
Short-term borrowings	$ 8,688	$ -	$ -	$ -
Notes payable	986	-	-	-
Accounts payable	773,660	-	-	-
Other payables (including related parties)	140,457	-	-	-
Lease liabilities	24,749	16,779	8,923	-
Bonds payable	492,200	-	-	-
Long-term borrowings	533,211	45,175	92,706	-

December 31, 2020	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Non-derivative financial liabilities				
Short-term borrowings	$ 19,697	$ -	$ -	$ -
Notes payable	715	-	-	-
Accounts payable	330,076	-	-	-
Other payables (including related parties)	95,999	-	-	-
Lease liabilities	13,072	6,889	19,093	-
Bonds payable	-	-	500,000	-
Long-term borrowings	24,400	24,650	56,061	-

(3) Fair value information

A. The different levels that the inputs to valuation techniques are used to measure fair value of financial and non-financial instruments have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date. A market is regarded as active where a market in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis. The fair value of the Group's investment in listed stocks is included in Level 1.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. The fair value of the Group's investment in convertible bonds and forward foreign exchange contracts is included in Level 2.

Level 3: Unobservable inputs for the asset or liability. The fair value of the Group's investment in equity investment without active market and financial assets mandatorily measured at fair value through profit or loss are included in Level 3.

B. Fair value information of investment property at cost is provided in Note 6(10).

C. The carrying amounts of the Group's financial instruments, including cash and cash equivalents, accounts receivable, other receivables, short-term borrowings, notes payable, accounts payable, other payables which not measured at fair value are approximate to their fair values.

D. The related information of financial and non-financial instruments measured at fair value by level on the basis of the nature, characteristics and risks of the assets and liabilities as at December 31, 2021 and 2020 is as follows:

(a) The related information of natures of the assets and liabilities is as follows:

December 31, 2021	Level 1	Level 2	Level 3	Total
Assets				
Recurring fair value measurements				
Financial assets at fair value through profit or loss-current				
Derivative instruments	$ -	$ 1,477	$ -	$ 1,477
Financial assets at fair value through other comprehensive income-non-current				
Equity instruments	35,445	-	60,593	96,038
	$ 35,445	$ 1,477	$ 60,593	$ 97,515

December 31, 2020	Level 1	Level 2	Level 3	Total
Assets				
Recurring fair value measurements				
Financial assets at fair value through profit or loss-current				
Debt instruments	$ -	$ -	$ 43,770	$ 43,770
Derivative instruments	-	2,250	-	2,250
Financial assets at fair value through other comprehensive income-non-current				
Equity instruments	18,636	-	29,990	48,626
	$ 18,636	$ 2,250	$ 73,760	$ 94,646

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

i. The instruments the Group used market quoted prices as their fair values (that is, Level 1) are listed below by characteristics:

	Listed shares	Open-end fund
Market quoted price	Closing price	Net asset value

ii. For high-complexity financial instruments, the fair value is measured by using self-developed valuation model based on the valuation method and technique widely used within the same industry. The valuation model is normally applied to derivative financial instruments, debt instruments with embedded derivatives or securitised instruments. Certain inputs used in the valuation model are not observable at market, and the Group must make reasonable estimates based on its assumptions.

iii. The valuation of derivative financial instruments is based on valuation model widely accepted by market participants, such as present value techniques and option pricing models. Forward exchange contracts are usually valued based on the current forward exchange rate.

E. For the years ended December 31, 2021 and 2020, there was no transfer between Level 1 and Level 2.

F. The following chart is the movement of Level 3 for the years ended December 31, 2021 and 2020:

	2021	
	Equity instrument	Debt instrument
At January 1	$ 29,990	$ 43,770
Gains recognised in profit or loss	603	496
Acquired in the period	30,000	60,816
Sold in the period	-	(104,236)
Effect of exchange rate changes	-	(846)
At December 31	$ 60,593	$ -

	2020	
	Equity instrument	Debt instrument
At January 1	$ 29,990	$ 146,370
Gains recognised in profit or loss	-	3,452
Acquired in the period	-	921,359
Sold in the period	-	(1,026,407)
Effect of exchange rate changes	-	(1,004)
At December 31	$ 29,990	$ 43,770

G. The valuation procedures for fair value measurements being categorised within Level 3, which is to verify independent fair value of external financial instruments entrusted by finance segment.

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

	Fair value at December 31, 2021	Valuation technique	Significant unobservable input	Range (weighted average)	Relationship of inputs to fair value
Non-derivative equity instrument:					
Unlisted shares	$ 60,593	Market comparable companies	No open market saleability discount	25%	The higher the discount for lack of marketability, the lower the fair value

	Fair value at December 31, 2020	Valuation technique	Significant unobservable input	Range (weighted average)	Relationship of inputs to fair value
Non-derivative equity instrument:					
Unlisted shares	$ 29,990	Market comparable companies	No open market saleability discount	23%~45%	The higher the discount for lack of marketability, the lower the fair value
Non-derivative debt instrument:					
Capital-guaranteed income-based wealth management products	$ 43,770	Discounted cash flow method	Discount rate	0%~4%	The higher the return on investment, the higher the fair value

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

			December 31, 2021			
			Recognised in profit or loss		Recognised in other comprehensive income	
	Input	Change	Favourable change	Unfavourable change	Favourable change	Unfavourable change
Financial assets						
Equity instrument	No open market saleability discount	±1%	$ -	$ -	$ 606	($ 606)

			December 31, 2020			
			Recognised in profit or loss		Recognised in other comprehensive income	
	Input	Change	Favourable change	Unfavourable change	Favourable change	Unfavourable change
Financial assets						
Equity instrument	No open market saleability discount	±1%	$ -	$ -	$ 300	($ 300)
Debt instrument	Return on investment	±1%	$ 438	($ 438)	$ -	$ -

(4) Other matter

Due to Covid-19 outbreak and the various government epidemic prevention measures, the Group assessed that there was no significant impact on the operation, no doubt about the Group's ability to continue as a going concern, no assets impaired and no financing risks increased. The Group's epidemic management had complied with the measures related to the declaration of Level 3 epidemic alert issued by the Central Epidemic Command Centre and the epidemic prevention requirements under the Prevention and Control of Infectious Diseases Act.

13. SUPPLEMENTARY DISCLOSURES

(1) Significant transactions information

A. Loans to others: Please refer to table 1.

B. Provision of endorsements and guarantees to others: Please refer to table 2.

C. Holding of marketable securities at the end of the period (not including subsidiaries, associates and joint ventures): Please refer to table 3.

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

E. Acquisition of real estate reaching $300 million or 20% of paid-in capital or more: None.

F. Disposal of real estate reaching $300 million or 20% of paid-in capital or more: None.

G. Purchases or sales of goods from or to related parties reaching $100 million or 20% of paid-in capital or more: Please refer to table 4.

H. Receivables from related parties reaching $100 million or 20% of paid-in capital or more: Please refer to table 5.

I. Trading in derivative instruments undertaken during the reporting periods: Please refer to Note 6(2).

J. Significant inter-company transactions during the reporting periods: Please refer to table 6.

(2) Information on investees

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

(3) Information on investments in Mainland China

A. Basic information: Please refer to table 8.

B. Significant transactions, either directly or indirectly through a third area, with investee companies in the Mainland Area: Please refer to table 9.

(4) Major shareholders information

Major shareholders information: Please refer to table 10.

14. SEGMENT INFORMATION

(1) General information

The Group is engaged in the manufacturing and sale of automobile electronics products and power management products from a product type perspective. On the manufacturing and sale of products, the Group divided them into two main segments which include automobile electronics business and power management business.

As the nature, production and sales mode of the 2 segments differ from each other, also the Group's management performs the financial management and assesses operating performances separately, these 2 main segments are summarised as the reportable segments in the operating segment information.

(2) Measurement of segment information

The Chief Operating Decision-Maker evaluates the performance of the operating segments based on operating revenue and net operating profit (loss) (excluding administration costs). All operating segments apply the same accounting policies. Sales between segments are carried out at arm's length. The revenue from external customers reported to the Chief Operating Decision-Maker is measured in a manner consistent with that in the statement of comprehensive income.

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

The segment information provided to the Chief Operating Decision-Maker for the reportable segments is as follows:

Year ended December 31, 2021	Automobile electronics products	Power management products	Other products	Eliminated by consolidation	Total
Revenue from external customers	$ 1,570,701	$ 883,977	$ -	$ -	$ 2,454,678
Inter-segment revenue	666,437	405,872	2,311	(1,074,620)	-
Total segment revenue	$ 2,237,138	$ 1,289,849	$ 2,311	($ 1,074,620)	$ 2,454,678
Segment income	$ 220,618	$ 11,604	$ 2,311	($ 4,016)	$ 230,517
Company general income					24,918
Company general expense					(152,859)
Interest expense					(7,229)
Profit from continuing operations before tax					$ 95,347

Year ended December 31, 2020	Automobile electronics products	Power management products	Other products	Eliminated by consolidation	Total
Revenue from external customers	$ 756,635	$ 554,749	$ 15,307	$ -	$ 1,326,691
Inter-segment revenue	371,584	300,189	4,493	(676,266)	-
Total segment revenue	$ 1,128,219	$ 854,938	$ 19,800	($ 676,266)	$ 1,326,691
Segment income	$ 47,704	($ 9,676)	$ 2,635	($ 127)	$ 40,536
Company general income					27,072
Company general expense					(164,490)
Interest expense					(3,201)
Loss from continuing operations before tax					($ 100,083)

(4) Reconciliation for segment income (loss)

A. Sales between segments are carried out at arm's length. The revenue from external customers reported to the Chief Operating Decision-Maker is measured in a manner consistent with that in the statement of comprehensive income.

B. Details of the adjusted consolidated total profit (loss) and reconciliation for (loss) profit before tax of reportable segment for the current period are provided in Note 14(2).

(5) Information on products and services

Information on products for the years ended December 31, 2021 and 2020 is as follows:

	Year ended December 31, 2021	Year ended December 31, 2020
Automobile electronic products	$ 1,570,701	$ 756,635
Power management products	883,977	554,749
Other products	-	15,307
	$ 2,454,678	$ 1,326,691

(6) Geographical information

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

	Year ended December 31, 2021		Year ended December 31, 2020	
	Revenue	Non-current assets	Revenue	Non-current assets
Taiwan	$ 428,222	$ 344,152	$ 373,250	$ 321,518
Asia regions	824,307	173,949	114,638	160,476
American regions	1,184,968	-	815,725	-
Others	17,181	-	23,078	-
	$ 2,454,678	$ 518,101	$ 1,326,691	$ 481,994

(7) Major customer information

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

	Year ended December 31, 2021		Year ended December 31, 2020	
	Revenue	Segment	Revenue	Segment
A	$ 524,306	Automobile electronic products	$ 230,341	Automobile electronic products
B	454,091	Automobile electronic products	27,949	Automobile electronic products
C	304,243	Power management products	285,451	Power management products
D	266,812	Automobile electronic products	214,760	Automobile electronic products

SYSGRATION LTD. AND SUBSIDIARIES

Loans to others

For the year ended December 31, 2021

Table 1

Expressed in thousands of NTD

(Except as otherwise indicated)

No. （Note 1）	Creditor	Borrower	General ledger account	Is a related party	Maximum outstanding balance during the year ended 'December 31, 2021	Balance at 'December 31, 2021	Actual amount drawn down	Interest rate	Nature of loan	Amount of transactions with the borrower	Reason for short-term financing	Allowance for uncollectible accounts	Collateral		Limit on loans granted to a single party （Note 2）	Ceiling on total loans granted （Note 2）	Footnote
													Item	Value			
0	SYSGRATION LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	Other receivables	Y	$ 71,672	$ 68,409	$ 68,409	-	Having business relationship	$ 737,053	-	$ -	None	$ -	$ 737,053	$ 482,448	

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

(1)The Company is ‘0’.

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

Note 2: In accordance with the Company’s amended “Procedures for Provision of Loans” as approved by the shareholders on April 30, 2020, the ceiling on total loans granted and to individuals of the Company’s were as follows:

(1) The ceiling on total loans granted to others is 40% of the Company's net assets.

(2) Loans granted to a single party for business transactions: Limit on loans granted to a single party for business transactions is the total value of business transactions in 1 year or 12 months. The value of business transactions refers to the higher of purchase or sales.

SYSGRATION LTD. AND SUBSIDIARIES

Provision of endorsements and guarantees to others

For the year ended December 31, 2021

Table 2

Expressed in thousands of NTD

(Except as otherwise indicated)

Number (Note 1)	Endorser/ guarantor	Party being endorsed/guaranteed: Company name	Party being endorsed/guaranteed: Relationship with the endorser/ guarantor (Note 2)	Limit on endorsements/ guarantees provided for a single party (Note 3)	Maximum outstanding endorsement/ guarantee amount as of December 31, 2021 (Note 4)	Outstanding endorsement/ guarantee amount at December 31, 2021 (Note 5)	Actual amount drawn down (Note 6)	Amount of endorsements/ guarantees secured with collateral	Ratio of accumulated endorsement/ guarantee amount to net asset value of the endorser/ guarantor company	Ceiling on total amount of endorsements/ guarantees provided (Note 3)	Provision of endorsements/ guarantees by parent company to subsidiary (Note 7)	Provision of endorsements/ guarantees by subsidiary to parent company (Note 7)	Provision of endorsements/ guarantees to the party in Mainland China (Note 7)	Footnote
0	SYSGRATION LTD.	SYSGRATION LTD.	1	$ 361,835	$ 3,000	$ 3,000	$ 1,035	$ -	0.25%	$ 542,754	N	N	N	
0	SYSGRATION LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD.	2	361,835	87,200	86,880	43,440	-	7.20%	542,754	Y	N	Y	
0	SYSGRATION LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	2	361,835	10,000	10,000	-	-	0.83%	542,754	Y	N	Y	

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

(1)The Company is ‘0’.

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

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

(1)Having business relationship.

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

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

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

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

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

(7) The performance guarantees for the sale of pre-sales contracts under the Consumer Protection Law are jointly guaranteed.

Note 3: In accordance with the Company’s amended “Procedures for Provision of Loans” as approved by the shareholders' meeting on June 14, 2019, the limit on endorsements/guarantees provided for subsidiaries whose 50% of the shares are directly and indirectly held is 30% of the Company’s net assets and the ceiling on total amount of endorsements/guarantees provided is 45% of the Company’s net assets based on the Company’s latest financial statements.

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

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

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

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

SYSGRATION LTD. AND SUBSIDIARIES

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

'December 31, 2021

Table 3

Expressed in thousands of NTD

(Except as otherwise indicated)

Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer (Note 2)	General ledger account	As of December 31, 2021 Number of shares	Book value (Note 3)	Ownership	Fair value	Footnote (Note 4)
SYSGRATION LTD.	SINTRONIC TECHNOLOGY INC.	None	Financial assets at fair value through other comprehensive income - non-current	53,399	$ 328	0%	$ 328	
SYSGRATION LTD.	COREMATE TECHNICAL CO., LTD.	None	Financial assets at fair value through other comprehensive income - non-current	265,200	-	3%	-	
SYSGRATION LTD.	ARCHERS INC.	None	Financial assets at fair value through other comprehensive income - non-current	1,000,000	-	3%	-	
SYSGRATION LTD.	NEXTRONICS ENGINEERING CORP.	None	Financial assets at fair value through other comprehensive income - non-current	447,100	28,079	1%	28,079	
SYSGRATION LTD.	ORO TECHNOLOGY CO., LTD.	None	Financial assets at fair value through other comprehensive income - non-current	526,000	28,025	19%	28,025	
SYSGRATION LTD.	GOMORE INC.	None	Financial assets at fair value through other comprehensive income - non-current	25,216,865	628	5%	628	
SYSGRATION LTD.	EXCELLENCE OPTOELECTRONICS INC.	None	Financial assets at fair value through other comprehensive income - non-current	255,000	7,038	0%	7,038	
SYSGRATION LTD.	IMEIER GREEN TECHNOLOGY CO., LTD	None	Financial assets at fair value through other comprehensive income - non-current	2,000,000	31,940	15%	31,940	

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

Note 2: Leave the column blank if the issuer of marketable securities is non-related party.

Note 3: Fill in the amount after adjusted at fair value and deducted by accumulated impairment for the marketable securities measured at fair value; fill in the acquisition cost or amortised cost deducted by accumulated impairment for the marketable securities not measured at fair value.

Note 4: The number of shares of securities and their amounts pledged as security or pledged for loans and their restrictions on use under some agreements should be stated in the footnote if the securities presented herein have such conditions.

SYSGRATION LTD. AND SUBSIDIARIES

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

For the year ended December 31, 2021

Table 4

Expressed in thousands of NTD

(Except as otherwise indicated)

			Transaction				Differences in transaction terms compared to third party transactions		Notes/accounts receivable (payable)		
Purchaser/seller	Counterparty	Relationship with the counterparty	Purchases (sales)	Amount	Percentage of total purchases (sales)	Credit term	Unit price	Credit term	Balance	Percentage of total notes/accounts receivable (payable)	Footnote
SYSGRATION LTD.	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	Subsidiary	Purchases	$ 737,053	42%	120 days	Note	Note	($ 274,040)	46%	
SYSGRATION LTD.	SYSGRATION ELECTRONICS TECHNOLOGY	Subsidiary	Purchases	303,975	17%	120 days	Note	Note	(29,053)	5%	

Note: Based on the mutual agreement since no similar transaction can be compared with.

SYSGRATION LTD. AND SUBSIDIARIES

Receivables from related parties reaching NT$100 million or 20% of paid-in capital or more

'December 31, 2021

Table 5

Expressed in thousands of NTD

(Except as otherwise indicated)

Creditor	Counterparty	Relationship with the counterparty	Balance as at December 31, 2021	Turnover rate	Overdue receivables Amount	Overdue receivables Action taken	Amount collected subsequent to the balance sheet date	Allowance for doubtful accounts
SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	SYSGRATION LTD.	Subsidiary	$ 247,040	3.41	$ -	-	$ -	$ -

SYSGRATION LTD. AND SUBSIDIARIES

Significant inter-company transactions during the reporting periods

For the year ended December 31, 2021

Table 6

Expressed in thousands of NTD

(Except as otherwise indicated)

				Transaction			
Number (Note 1)	Company name	Counterparty	Relationship (Note 2)	General ledger account	Amount	Transaction terms	Percentage of consolidated total operating revenues or total assets (Note 4)
1	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	SYSGRATION LTD.	2	Accounts receivable	$ 247,040	Note 6	9%
1	SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	SYSGRATION LTD.	2	Sales of goods	737,053	Note 6	30%
1	SYSGRATION ELECTRONICS TECHNOLOGY	SYSGRATION LTD.	2	Sales of goods	303,975	Note 6	12%

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

(1) Parent company is ‘0’.

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

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

(1) Parent company to subsidiary.

(2) Subsidiary to parent company.

(3) Subsidiary to subsidiary.

Note 3: Transaction amount that did not reach NT$100 million or 20% of paid-in capital or more will not be disclosed. Additionally, the counter related parties’ of the transaction will also not be disclosed.

Note 4: Ratios of asset/liability are divided by consolidated total assets, and ratios of profit/loss accounts are divided by consolidated sales revenue.

Note 5: For details of the loans granted and endorsement and guarantees between the Company and subsidiaries, please refer to tables 1 and 2.

Note 6: There are no comparable transaction to non-related parties. The conditions of transactions are agreed upon by both parties.

SYSGRATION LTD. AND SUBSIDIARIES

Information on investees

For the year ended December 31, 2021

Table 7

Expressed in thousands of NTD

(Except as otherwise indicated)

Investor	Investee (Note 1, 2)	Location	Main business activities	Initial investment amount: Balance as at December 31, 2021	Initial investment amount: Balance as at December 31, 2020	Shares held as at December 31, 2021: Number of shares	Shares held as at December 31, 2021: Ownership	Shares held as at December 31, 2021: Book value	Net profit (loss) of the investee for the year ended December 31, 2021 (Note 2(2))	Investment income(loss) recognised by the Company for the year ended December 31, 2021 (Note 2(3))	Footnote
SYSGRATION LTD.	SYSGRATION TECHNOLOGY (SAMOA) LTD.	SAMOA	Investment holding of overseas companies	$ 671,762	$ 671,762	21,800,000	100%	$ 203,315	$ 21,311	$ 21,311	
SYSGRATION LTD.	SYSGRATION (SAMOA) LTD.	SAMOA	Investment holding of overseas companies	505,131	505,131	15,938,000	100%	175,855	13,891	13,891	
SYSGRATION LTD.	SYSGRATION USA INC.	U.S.A.	Sale of electronic products	10,062	10,062	300,000	100%	3,809	116	116	

Note 1: If a public company is equipped with an overseas holding company and takes consolidated financial report as the main financial report according to the local law rules, it can only disclose the information of the overseas holding company about the disclosure of related overseas investee information.

Note 2: If situation does not belong to Note 1, fill in the columns according to the following regulations:

(1)The columns of ‘Investee’, ‘Location’, ‘Main business activities’, Initial investment amount’ and ‘Shares held as at December 31, 2021’ should fill orderly in the Company’s (public company’s) information on investees and every directly or indirectly controlled investee’s investment information, and note the relationship between the Company (public company) and its investee each (ex. direct subsidiary or indirect subsidiary) in the ‘footnote’ column.

(2)The ‘Net profit (loss) of the investee for the year ended December 31, 2021’ column should fill in amount of net profit (loss) of the investee for this period.

(3)The ‘Investment income (loss) recognised by the Company for the year ended December 31, 2021’ column should fill in the Company (public company) recognised investment income (loss) of its direct subsidiary and recognised investment income (loss) of its investee accounted for under the equity method for this period. When filling in recognised investment income (loss) of its direct subsidiary, the Company (public company) should confirm that direct subsidiary’s net profit (loss) for this period has included its investment income (loss) which shall be recognised by regulations.

SYSGRATION LTD. AND SUBSIDIARIES

Information on investments in Mainland China

For the year ended December 31, 2021

Table 8

Expressed in thousands of NTD

(Except as otherwise indicated)

Investee in Mainland China	Main business activities	Paid-in capital (Note 5)	Investment method (Note 1)	Accumulated amount of remittance from Taiwan to Mainland China as of January 1, 2021 (Note 5)	Amount remitted from Taiwan to Mainland China/ Amount remitted back to Taiwan for the year ended December 31, 2021 (Note5)		Accumulated amount of remittance from Taiwan to Mainland China as of December 31 2021 (Note 5)	Net income of investee as of December 31, 2021	Ownership held by the Company (direct or indirect)	Investment income (loss) recognised by the Company for the year ended December 31, 2021	Book value of investments in Mainland China as of December 31, 2021	Accumulated amount of investment income remitted back to Taiwan as of December 31, 2021	Footnote
					Remitted to Mainland China	Remitted back to Taiwan							
SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD.	Manufacturing and sale of energy storage products	$ 597,888	2	$ 597,888	-	-	$ 597,888	$ 21,350	100%	$ 21,350	$ 206,252	-	Note 6
SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	Manufacturing and sale of electronic products	102,416	2	102,416	-	-	102,416	12,703	100%	12,703	115,365	-	Note 7

Company name	Accumulated amount of remittance from Taiwan to Mainland China as of December 31, 2021 (Notes 3 and 5)	Investment amount approved by the Investment Commission of the Ministry of Economic Affairs (MOEA) (Note 5)	Ceiling on investments in Mainland China imposed by the Investment Commission of MOEA (Note 4)	Footnote
SYSGRATION LTD.	$ 96,606	$ 132,479	$ 723,672	

Note 1: Investment methods are classified into the following three categories; fill in the number of category each case belongs to:
(1)Directly invest in a company in Mainland China.
(2)Through investing in an existing company in the third area, which then invested in the investee in Mainland China.
(3)Others

Note 2: In the 'Investment income (loss) recognised by the Company for the year ended December 31, 2021' column:
(1)It should be indicated if the investee was still in the incorporation arrangements and had not yet any profit during this period.
(2)Indicate the basis for investment income (loss) recognition in the number of one of the following three categories:
A. The financial statements that are audited and attested by international accounting firm which has cooperative relationship with accounting firm in R.O.C.
B. The financial statements that are audited and attested by R.O.C. parent company's CPA.
C. Others.

Note 3: The Company reinvested in 'SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD..' through 'SYSGRATION TECHNOLOGY (SAMOA) LTD.' which was invested by the Company under the approval of Jing-Shen-II-Zi No.10100477000, No.10200372350, No.10300319430, No.1040023080, No.10500055360 and No.10500105990. Additionally, the Company reinvested in 'SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.' through 'SYSGRATION (SAMOA) LTD.' which was invested by the Company under the approval of Jing-Shen-II-Zi No.10400006240, No.10400023090, No.10400163350, No.10400251280 and No.10500072680.

Note 4: The ceiling is NT$80 million and 60% of the net assets or consolidated net assets, whichever is higher.

Note 5: It was translated to NTD at the exchange rate on December 31, 2021.

Note 6: Through SYSGRATION TECHNOLOGY (SAMOA) LTD..

Note 7: Through SYSGRATION (SAMOA) LTD..

SYSGRATION LTD. AND SUBSIDIARIES

Significant transactions , either directly or indirectly through a third area, with investee companies in the Mainland Area

For the year ended December 31, 2021

Table 9

Expressed in thousands of NTD

(Except as otherwise indicated)

	Sale (purchase)		Property transaction		Accounts receivable (payable)		Other accounts receivable (payable)		Provision of endorsements/guarantees or collaterals		Financing				
Investee in Mainland China	Amount	%	Amount	%	Balance at December 31, 2021	%	Balance at December 31, 2021	%	Balance at December 31, 2021	Purpose	Maximum balance during the year ended December 31, 2021	Balance at December 31, 2021	Interest rate	Interest for the year ended December 31, 2021	Others
SYSGRATION ELECTRONICS TECHNOLOGY (HUIZHOU) CO., LTD.	($ 737,053)	42%	$ -	-	($ 247,040)	46%	$ 68,409	89%	$ -	-	$ 71,672	$ 68,409	-	$ -	
SYSGRATION ELECTRONICS TECHNOLOGY (ZHENJIANG) CO., LTD.	(303,975)	17%	-	-	(29,053)	5%	-	-	註	註	-	-	-	-	

Note : Please refer to table 2.

SYSGRATION LTD. AND SUBSIDIARIES

Major shareholders information

'December 31, 2021

Table 10

Name of major shareholders	Shares	
	Number of shares held	Ownership
Lee, Yi-Ren	12,961,210	8.33%