

股票代碼：6108

競國實業股份有限公司及子公司
合併財務報告暨會計師查核報告
民國一一三年度及一一二年度

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聲 明 書

本公司民國一一三年度(自一一三年一月一日至一一三年十二月三十一日止)依「關係企業合併營業報告書關係企業合併財務報表及關係報告書編製準則」應納入編製關係企業合併財務報表之公司與依金融監督管理委員會認可之國際財務報導準則第十號應納入編製母子公司合併財務報告之公司均相同，且關係企業合併財務報表所應揭露相關資訊於前揭母子公司合併財務報告中均已揭露，爰不再另行編製關係企業合併財務報表。

特此聲明

公司名稱：競國實業股份有限公司



董 事 長：曹月霞



日 期：民國一一四年三月十七日



安侯建業聯合會計師事務所
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會計師查核報告

競國實業股份有限公司董事會 公鑒：

查核意見

競國實業股份有限公司及其子公司(競國集團)民國一一三年及一一二年十二月三十一日之合併資產負債表，暨民國一一三年及一一二年一月一日至十二月三十一日之合併綜合損益表、合併權益變動表及合併現金流量表，以及合併財務報告附註(包括重大會計政策彙總)，業經本會計師查核竣事。

依本會計師之意見，上開合併財務報告在所有重大方面係依照證券發行人財務報告編製準則暨經金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、解釋及解釋公告編製，足以允當表達競國集團民國一一三年及一一二年十二月三十一日之合併財務狀況，與民國一一三年及一一二年一月一日至十二月三十一日之合併財務績效與合併現金流量。

查核意見之基礎

本會計師係依照會計師受託查核簽證財務報表規則及審計準則執行查核工作。本會計師於該等準則下之責任將於會計師查核合併財務報告之責任段進一步說明。本會計師所隸屬事務所受獨立性規範之人員已依會計師職業道德規範，與競國集團保持超然獨立，並履行該規範之其他責任。本會計師相信已取得足夠及適切之查核證據，以作為表示查核意見之基礎。

關鍵查核事項

關鍵查核事項係指依本會計師之專業判斷，對競國集團民國一一三年度合併財務報告之查核最為重要之事項。該等事項已於查核合併財務報告整體及形成查核意見之過程中予以因應，本會計師並不對該等事項單獨表示意見。本會計師判斷應溝通在查核報告上之關鍵查核事項如下：

收入認列

有關收入認列之會計政策請詳合併財務報告附註四(十三)收入之認列；收入相關揭露，請詳合併財務報告附註六(二十)。

關鍵查核事項之說明：

銷貨收入係投資人及管理階層評估競國集團財務或業務績效之主要指標，且競國集團為上市公司，受投資大眾的高度注意。此外，收入認列與商品控制權移轉時點之判斷，對財務報表之允當表達極為重要，因此，本會計師將收入認列列為本年度財務報告查核重要事項之一。

因應之查核程序：

本會計師對上述關鍵查核事項之主要查核程序包括：

- 對收入認列有關之內部控制設計及執行有效性進行測試，包含抽核樣本核對客戶基本資料、交易條件、收款憑證等。
- 針對前十大銷售客戶進行趨勢分析，包括比較本期與最近一期及去年同期之客戶名單及銷售收入金額，以評估有無重大異常，若有重大變動者，查明並分析原因。
- 抽核全年度銷售交易，以評估銷售交易之真實性、銷貨收入認列金額之正確性及入帳時點之合理性。
- 測試年度結束前後一段期間銷售交易之樣本，以評估收入認列時點是否適當。

其他事項

競國實業股份有限公司已編製民國一一三年度及一一二年度之個體財務報告，並經本會計師出具無保留意見之查核報告在案，備供參考。

管理階層與治理單位對合併財務報告之責任

管理階層之責任係依照證券發行人財務報告編製準則暨經金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、解釋及解釋公告編製允當表達之合併財務報告，且維持與合併財務報表編製有關之必要內部控制，以確保合併財務報告未存有導因於舞弊或錯誤之重大不實表達。

於編製合併財務報告時，管理階層之責任包括評估競國集團繼續經營之能力、相關事項之揭露，以及繼續經營會計基礎之採用，除非管理階層意圖清算競國集團或停止營業，或除清算或停業外別無實際可行之其他方案。

競國集團之治理單位(含審計委員會)負有監督財務報導流程之責任。

會計師查核合併財務報告之責任

本會計師查核合併財務報告之目的，係對合併財務報告整體是否存有導因於舞弊或錯誤之重大不實表達取得合理確信，並出具查核報告。合理確信係高度確信，惟依照審計準則執行之查核工作無法保證必能偵出合併財務報告存有之重大不實表達。不實表達可能導因於舞弊或錯誤。如不實表達之個別金額或彙總數可合理預期將影響合併財務報表使用者所作之經濟決策，則被認為具有重大性。

本會計師依照審計準則查核時，運用專業判斷及專業懷疑。本會計師亦執行下列工作：

- 1.辨認並評估合併財務報告導因於舞弊或錯誤之重大不實表達風險；對所評估之風險設計及執行適當之因應對策；並取得足夠及適切之查核證據以作為查核意見之基礎。因舞弊可能涉及共謀、偽造、故意遺漏、不實聲明或踰越內部控制，故未偵出導因於舞弊之重大不實表達之風險高於導因於錯誤者。
- 2.對與查核攸關之內部控制取得必要之瞭解，以設計當時情況下適當之查核程序，惟其目的非對競國集團內部控制之有效性表示意見。
- 3.評估管理階層所採用會計政策之適當性，及其所作會計估計與相關揭露之合理性。

4.依據所取得之查核證據，對管理階層採用繼續經營會計基礎之適當性，以及使競國集團繼續經營之能力可能產生重大疑慮之事件或情況是否存在重大不確定性，作出結論。本會計師若認為該等事件或情況存在重大不確定性，則須於查核報告中提醒合併財務報告使用者注意合併財務報告之相關揭露，或於該等揭露係屬不適當時修正查核意見。本會計師之結論係以截至查核報告日所取得之查核證據為基礎。惟未來事件或情況可能導致競國集團不再具有繼續經營之能力。

5.評估合併財務報告(包括相關附註)之整體表達、結構及內容，以及合併財務報告是否允當表達相關交易及事件。

6.對於集團內組成個體之財務資訊取得足夠及適切之查核證據，以對合併財務報告表示意見。本會計師負責集團查核案件之指導、監督及執行，並負責形成集團之查核意見。

本會計師與治理單位溝通之事項，包括所規劃之查核範圍及時間，以及重大查核發現(包括於查核過程中所辨認之內部控制顯著缺失)。

本會計師亦向治理單位提供本會計師所隸屬事務所受獨立性規範之人員已遵循會計師職業道德規範中有關獨立性之聲明，並與治理單位溝通所有可能被認為會影響會計師獨立性之關係及其他事項(包括相關防護措施)。

本會計師從與治理單位溝通之事項中，決定對競國集團民國一一三年度合併財務報告查核之關鍵查核事項。本會計師於查核報告中敘明該等事項，除非法令不允許公開揭露特定事項，或在極罕見情況下，本會計師決定不於查核報告中溝通特定事項，因可合理預期此溝通所產生之負面影響大於所增進之公眾利益。

安侯建業聯合會計師事務所

趙敏如



會計師：

呂莉莉



證券主管機關：金管證審字第1050036075號
核准簽證文號：金管證六字第0940100754號
民國一十四年三月十七日

競國實業股份有限公司及子公司

合併資產負債表

民國一十三年及一十二年十二月三十一日

單位：新台幣千元

		113.12.31		112.12.31				113.12.31		112.12.31	
資 產		金 額	%	金 額	%	負債及權益		金 額	%	金 額	%
11xx	流動資產：					21xx	流動負債：				
1100	現金及約當現金(附註六(一))	\$ 2,684,643	37	3,853,164	43	2100	短期借款(附註六(四)、(五)、(九)、(十)、(十二)、七、八及九)	\$ 2,047,337	28	3,698,832	42
1110	透過損益按公允價值衡量之金融資產－流動(附註六(二))	138,482	2	564,793	6	2110	應付短期票券(附註六(十三))	-	-	149,840	2
1136	按攤銷後成本衡量之金融資產－流動(附註六(四))	740,367	10	-	-	2150	應付票據	86,875	1	95,964	1
1150	應收票據淨額(附註六(五)及(二十))	5,660	-	5,008	-	2170	應付帳款	363,879	5	500,320	6
1170	應收帳款淨額(附註六(五)、(十二)、(二十)及八)	1,371,199	19	1,646,553	20	2209	其他應付款(附註六(二十一))	414,962	6	428,356	5
1200	其他應收款(附註六(六))	107,029	1	52,995	1	2213	應付設備款	20,470	-	39,589	-
1220	本期所得稅資產	70,820	1	64,296	1	2280	租賃負債－流動(附註六(十五)及七)	9,800	-	6,950	-
130x	存貨(附註六(七))	407,298	6	587,153	7	2322	一年內到期長期借款(附註六(九)、(十四)、八及九)	-	-	12,403	-
1479	其他流動資產	16,258	-	41,152	-	2365	退款負債－流動	27,460	-	36,708	-
	流動資產合計	5,541,756	76	6,815,114	78	2399	其他流動負債(附註六(二十))	33,585	1	45,272	1
15xx	非流動資產：						流動負債合計	3,004,368	41	5,014,234	57
1520	透過其他綜合損益按公允價值衡量之金融資產－非流動(附註六(三))	24,795	-	24,795	-	25xx	非流動負債：				
1536	按攤銷後成本衡量之金融資產－非流動(附註六(四)、六(八)、(十二)及八)	187,226	3	3,095	-	2540	長期借款(附註六(九)、(十四)、八及九)	-	-	74,418	1
1600	不動產、廠房及設備(附註六(九)、(十二)、(十四)、七、八及九)	1,162,446	17	1,902,886	21	2550	負債準備－非流動(附註六(八))	130,576	2	-	-
1755	使用權資產(附註六(十)、(十二)、(十五)、七及八)	84,248	1	84,235	1	2570	遞延所得稅負債(附註六(十七))	225,255	3	75,950	1
1780	無形資產(附註六(十一))	8,258	-	9,997	-	2580	租賃負債－非流動(附註六(十五)及七)	64,550	1	67,430	1
1840	遞延所得稅資產(附註六(十七))	188,866	3	40,818	-	2630	長期遞延收入(附註六(九))	5,117	-	5,233	-
1990	其他非流動資產(附註八)	23,197	-	18,018	-	2640	淨確定福利負債－非流動(附註(十六))	6,164	-	36,785	-
	非流動資產合計	1,679,036	24	2,083,844	22	2645	存入保證金	61,104	1	61,780	1
							非流動負債合計	492,766	7	321,596	4
						2xxx	負債總計	3,497,134	48	5,335,830	61
						31xx	歸屬母公司業主之權益(附註六(八)及(十八))：				
						3110	普通股股本	1,598,993	22	1,598,993	18
						3200	資本公積	418,929	6	418,929	5
						33xx	保留盈餘：				
						3310	法定盈餘公積	623,753	9	618,503	7
						3320	特別盈餘公積	70,035	1	43,967	-
						3350	未分配盈餘	989,476	14	952,771	10
							保留盈餘小計	1,683,264	24	1,615,241	17
						34xx	其他權益：				
						3410	國外營運機構財務報表換算之兌換差額	15,028	-	(77,479)	(1)
						3420	透過其他綜合損益按公允價值衡量之金融資產未實現損益	7,444	-	7,444	-
							其他權益合計	22,472	-	(70,035)	(1)
						3xxx	權益總計	3,723,658	52	3,563,128	39
1xxx	資產總計	\$ 7,220,792	100	8,898,958	100	2-3xxx	負債及權益總計	\$ 7,220,792	100	8,898,958	100

(請詳閱後附合併財務報告附註)

董事長：曹月霞

經理人：賴進財

會計主管：蔡政宏

競國實業股份有限公司及子公司

合併綜合損益表

民國一十三年及一十二年一月一日至十二月三十一日

單位：新台幣千元

		113年度		112年度	
		金額	%	金額	%
4000	營業收入(附註六(二十))	\$ 5,095,425	100	5,950,962	100
5111	銷貨成本(附註六(七)、(九)、(十)、(十一)、(十五)、(十六)及十二)：	4,925,244	97	5,370,160	90
5950	營業毛利	170,181	3	580,802	10
6000	營業費用(附註六(五)、(九)、(十)、(十一)、(十五)、(十六)、(二十一)、七及十二)：				
6100	推銷費用	152,941	3	200,761	3
6200	管理費用	497,408	9	456,611	8
6450	預期信用減損損失迴轉利益	(1,274)	-	(6,524)	-
	營業費用合計	649,075	12	650,848	11
6900	營業淨損	(478,894)	(9)	(70,046)	(1)
7000	營業外收入及支出(附註六(二)、(三)、(八)、(九)、(十)、(十五)、(二十二)及七)：				
7100	利息收入	106,869	2	114,601	2
7010	其他收入	55,471	1	88,673	1
7020	其他利益及損失	561,488	11	67,466	1
7050	財務成本	(87,997)	(2)	(121,400)	(2)
	營業外收入及支出合計	635,831	12	149,340	2
7900	稅前淨利	156,937	3	79,294	1
7950	減：所得稅費用(附註六(十七))	8,964	-	24,987	-
8200	本期淨利	147,973	3	54,307	1
8300	其他綜合損益(附註六(八)、(十六)、(十七)及六(十八))：				
8310	不重分類至損益之項目				
8311	確定福利計畫之再衡量數	-	-	(2,249)	-
8349	減：與不重分類之項目相關之所得稅	-	-	(450)	-
	不重分類至損益之項目合計	-	-	(1,799)	-
8360	後續可能重分類至損益之項目				
8361	國外營運機構財務報表換算之兌換差額	111,639	2	(32,575)	(1)
8399	減：與可能重分類之項目相關之所得稅	19,132	-	(6,507)	-
	後續可能重分類至損益之項目合計	92,507	2	(26,068)	(1)
8300	本期其他綜合損益	92,507	2	(27,867)	(1)
8500	本期綜合損益總額	\$ 240,480	5	26,440	
每股盈餘(單位：新台幣元)(附註六(十九))					
9750	基本每股盈餘	\$ 0.93		0.34	
9850	稀釋每股盈餘	\$ 0.92		0.34	

董事長：曹月霞



(請詳閱後附合併財務報告附註)

經理人：賴進財

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會計主管：蔡政宏



競國實業股份有限公司及子公司

合併權益變動表

民國一十三年及一十二年一月一日至十二月三十一日

單位：新台幣千元

歸屬於母公司業主之權益

	普通股 股本	資本公積	法定盈 餘公積	特別盈 餘公積	未分配 盈餘	合 計	其他權益項目		合 計	權益總額
							國外營運機 構財務報表 換算之兌換 差 額	透過其他 綜合損益按公允 價值衡量之金融 資產未實現損益		
民國一十二年一月一日餘額	\$ 1,598,993	418,929	614,511	215,722	812,450	1,642,683	(51,411)	7,444	(43,967)	3,616,638
盈餘指撥及分配：										
提列法定盈餘公積	-	-	3,992	-	(3,992)	-	-	-	-	-
提列特別盈餘公積	-	-	-	(171,755)	171,755	-	-	-	-	-
普通股現金股利	-	-	-	-	(79,950)	(79,950)	-	-	-	(79,950)
本期淨利	-	-	-	-	54,307	54,307	-	-	-	54,307
本期其他綜合損益	-	-	-	-	(1,799)	(1,799)	(26,068)	-	(26,068)	(27,867)
本期綜合損益總額	-	-	-	-	52,508	52,508	(26,068)	-	(26,068)	26,440
民國一十二年十二月三十一日餘額	1,598,993	418,929	618,503	43,967	952,771	1,615,241	(77,479)	7,444	(70,035)	3,563,128
盈餘指撥及分配：										
提列法定盈餘公積	-	-	5,250	-	(5,250)	-	-	-	-	-
提列特別盈餘公積	-	-	-	26,068	(26,068)	-	-	-	-	-
普通股現金股利	-	-	-	-	(79,950)	(79,950)	-	-	-	(79,950)
本期淨利	-	-	-	-	147,973	147,973	-	-	-	147,973
本期其他綜合損益	-	-	-	-	-	-	92,507	-	92,507	92,507
本期綜合損益總額	-	-	-	-	147,973	147,973	92,507	-	92,507	240,480
民國一十三年十二月三十一日餘額	\$ 1,598,993	418,929	623,753	70,035	989,476	1,683,264	15,028	7,444	22,472	3,723,658

董事長：曹月霞



經理人：賴進財

(請詳閱後附合併財務報告附註)



會計主管：蔡政宏



競國實業股份有限公司及子公司

合併現金流量表

民國一十三年及一十二年一月一日至十二月三十一日

單位：新台幣千元

	113年度	112年度
營業活動之現金流量：		
本期稅前淨利	\$ 156,937	79,294
調整項目：		
收益費損項目		
折舊費用	285,434	379,312
攤銷費用	2,178	2,648
預期信用減損損失迴轉利益	(1,274)	(6,524)
透過損益按公允價值衡量金融資產及負債之利益	16,393	(23,487)
利息費用	87,997	121,400
利息收入	(106,869)	(114,601)
股利收入	(2,184)	(7,257)
處分及報廢不動產、廠房及設備損失	15,348	8,168
處分無形資產損失	600	-
處分子公司利益	(577,144)	-
租賃修改利益	-	(17)
非金融資產減損損失	104,244	-
收益費損項目合計	(175,277)	359,642
與營業活動相關之資產／負債變動數：		
與營業活動相關之資產之淨變動：		
強制透過損益按公允價值衡量之金融資產	382,907	(471,016)
應收票據	(652)	(2,346)
應收帳款	(167,667)	159,937
其他應收款	87,032	16,368
存貨	(37,778)	112,436
其他流動資產	10,531	(4,448)
與營業活動相關之資產之淨變動合計	274,373	(189,069)
與營業活動相關之負債之淨變動：		
透過損益按公允價值衡量之金融負債	-	(18,158)
應付票據	(9,089)	6,151
應付帳款	174,573	(54,229)
其他應付款	107,531	(3,715)
退款負債	(9,248)	(1,847)
其他流動負債	(7,043)	(10,367)
淨確定福利負債	(5,421)	662
與營業活動相關之負債之淨變動合計	251,303	(81,503)
與營業活動相關之資產及負債之淨變動合計	525,676	(270,572)
調整項目合計	350,399	89,070
營運產生之現金流入	507,336	168,364
收取之利息	92,516	109,798
支付之利息	(91,482)	(120,725)
支付之所得稅	(4,141)	(60,542)
營業活動之淨現金流入	504,229	96,895
投資活動之現金流量：		
取得按攤銷後成本衡量之金融資產	(740,367)	-
處分按攤銷後成本衡量之金融資產	3,099	-
處分子公司債款	904,456	-
取得不動產、廠房及設備	(219,560)	(140,936)
處分不動產、廠房及設備	44,431	7,841
取得無形資產	(555)	(2,691)
其他非流動資產減少(增加)	(5,179)	6,100
收取之股利	2,184	7,257
投資活動之淨現金流出	(11,491)	(122,429)
籌資活動之現金流量：		
短期借款增加	12,404,353	16,918,362
短期借款減少	(13,762,797)	(16,608,557)
應付短期票券增加	190,162	1,320,753
應付短期票券減少	(340,002)	(1,320,807)
舉借長期借款	230,274	23,776
償還長期借款	(233,823)	(53,255)
存入保證金增加(減少)	(676)	5,238
租賃本金償還	(9,864)	(13,894)
發放現金股利	(79,950)	(79,950)
長期遞收入增加	1,600	763
籌資活動之淨現金流入(流出)	(1,600,723)	192,429
匯率變動對現金及約當現金之影響	(60,536)	(12,081)
本期現金及約當現金增加數	(1,168,521)	154,814
期初現金及約當現金餘額	3,853,164	3,698,350
期末現金及約當現金餘額	\$ 2,684,643	3,853,164

董事長：曹月霞

經理人：賴進財

會計主管：蔡政宏

(請詳閱後附合併財務報告附註)

競國實業股份有限公司及子公司
合併財務報告附註
民國一一三年度及一一二年度
(除另有註明者外，所有金額均以新台幣千元為單位)

一、公司沿革

競國實業股份有限公司(以下稱「本公司」)於民國七十年十二月八日奉經濟部核准設立。本公司及子公司(以下併稱「合併公司」)主要營業項目為線路板印刷製造加工買賣業務、多層印刷電路板製造加工買賣及軟性印刷電路板製造加工買賣。

二、通過財務報告之日期及程序

本合併財務報告已於民國一一四年三月七日經董事會通過發布。

三、新發布及修訂準則及解釋之適用

(一)已採用金融監督管理委員會(以下稱金管會)認可之新發布及修訂後準則及解釋之影響
合併公司自民國一一三年一月一日起開始適用下列新修正之國際財務報導準則會計準則，且對合併財務報告未造成重大影響。

- 國際會計準則第一號之修正「負債分類為流動或非流動」
- 國際會計準則第一號之修正「具合約條款之非流動負債」
- 國際會計準則第七號及國際財務報導準則第七號之修正「供應商融資安排」
- 國際財務報導準則第十六號之修正「售後租回中之租賃負債」

(二)尚未採用金管會認可之國際財務報導準則會計準則之影響

合併公司評估適用下列自民國一一四年一月一日起生效之新修正之國際財務報導準則會計準則，將不致對合併財務報告造成重大影響。

- 國際會計準則第二十一號之修正「缺乏可兌換性」
- 國際財務報導準則第九號及國際財務報導準則第七號之修正「金融工具之分類與衡量之修正」有關國際財務報導準則第九號第4.1節之應用指引及國際財務報導準則第七號之相關揭露規定

(三)金管會尚未認可之新發布及修訂準則及解釋

國際會計準則理事會已發布及修正但尚未經金管會認可之準則及解釋，對合併公司可能攸關者如下：

新發布或修訂準則	主要修訂內容	理事會發布之 生效日
國際財務報導準則第18號「財務報表之表達與揭露」	新準則引入三種類收益及費損、兩項損益表小計及一項關於管理階層績效衡量的單一附註。此等三項修正與強化在財務報表中如何對資訊細分之指引，為使用者提供更佳及更一致的資訊奠定基礎，並將影響所有公司。	2027年1月1日

競國實業股份有限公司及子公司合併財務報告附註(續)

新發布或修訂準則	主要修訂內容	理事會發布之 生效日
國際財務報導準則第18號「財務報表之表達與揭露」	<ul style="list-style-type: none"> • 更具結構化之損益表：根據現行準則，公司使用不同的格式來表達其經營成果，使投資者難以比較不同公司間的財務績效。新準則採用更具結構化的損益表，引入新定義之「營業利益」小計，並規定所有收益及費損，將依公司主要經營活動歸類於三個新的不同種類。 • 管理階層績效衡量(MPM)：新準則引入管理階層績效衡量之定義，並要求公司於財務報表之單一附註中，對於每一衡量指標解釋其為何可提供有用之資訊、如何計算及如何將衡量指標與根據國際財務報導準則會計準則所認列的金額進行調節。 • 較細分之資訊：新準則包括公司如何於財務報表強化對資訊分組之指引。此包括資訊是否應列入主要財務報表或於附註中進一步細分之指引。 	2027年1月1日

合併公司現正持續評估上述準則及解釋對合併公司財務狀況與經營結果之影響，相關影響待評估完成時予以揭露。

合併公司預期下列其他尚未認可之新發布及修正準則不致對合併財務報告造成重大影響。

- 國際財務報導準則第十號及國際會計準則第二十八號之修正「投資者與其關聯企業或合資間之資產出售或投入」
- 國際財務報導準則第十七號「保險合約」及國際財務報導準則第十七號之修正
- 國際財務報導準則第十九號「不具公共課責性之子公司：揭露」
- 國際財務報導準則第九號及國際財務報導準則第七號之修正「金融工具之分類與衡量之修正」有關國際財務報導準則第九號第3.1及3.3節之應用指引及國際財務報導準則第七號之相關揭露規定
- 國際財務報導準則會計準則之年度改善
- 國際財務報導準則第九號及國際財務報導準則第七號之修正「仰賴大自然電力合約」

競國實業股份有限公司及子公司合併財務報告附註(續)

四、重大會計政策之彙總說明

本合併財務報告所採用之重大會計政策彙總說明如下。下列會計政策已一致適用於本合併財務報告之所有表達期間。

(一) 遵循聲明

本合併財務報告係依照證券發行人財務報告編製準則（以下簡稱「編製準則」）及金融監督管理委員會認可並發布生效之國際財務報導準則、國際會計準則、解釋及解釋公告（以下簡稱「金管會認可之國際財務報導準則會計準則」）編製。

(二) 編製基礎

1. 衡量基礎

本合併財務報告除另有附註者(請參閱各項會計政策之說明)外，主要係依歷史成本為基礎編製。

2. 功能性貨幣及表達貨幣

合併公司每一個體均係以各營運所處主要經濟環境之貨幣為其功能性貨幣。本合併財務報告係以本公司之功能性貨幣，新台幣表達。所有以新台幣表達之財務資訊均以新台幣千元為單位。

(三) 合併基礎

1. 合併財務報告編製原則

合併財務報告之編製主體包含本公司及本公司之子公司。自取得子公司控制力之日起，開始將其財務報告納入合併財務報告，直至不再具有控制力之日為止。

合併公司間之交易、餘額及任何未實現收益與費用，於編製合併財務報告時均已消除。

合併公司對子公司所有權權益之變動，未導致喪失控制者，作為與業主間之權益交易處理。

2. 列入合併財務報告之子公司

列入本合併財務報告之子公司包含：

投資公司名稱	子公司名稱	業務性質	所持股權百分比		說 明
			113.12.31	112.12.31	
本公司	U-Peak Ltd.	一般投資業務	100.00 %	100.00 %	
"	競國國際有限公司	一般投資業務	100.00 %	100.00 %	
"	競國投資股份有限公司	一般投資業務	100.00 %	100.00 %	
"	益資投資股份有限公司	一般投資業務	100.00 %	100.00 %	
"	Red Noble Limited	一般投資業務	100.00 %	100.00 %	
U-Peak Ltd.	Prosper Plus Limited	一般貿易業務	- %	100.00 %	(註一)
競國國際有限公司	APCB Investment Co., Ltd.	一般投資業務	100.00 %	100.00 %	
"	New Day Limited	一般投資業務	100.00 %	100.00 %	
"	APCB Capital Limited(註二)	一般投資業務	100.00 %	100.00 %	

競國實業股份有限公司及子公司合併財務報告附註(續)

投資公司名稱	子公司名稱	業務性質	所持股權百分比		說明
			113.12.31	112.12.31	
競國投資股份有限公司	APCB Holdings Ltd.	一般投資業務	50.00 %	50.00 %	
益資投資股份有限公司	APCB Holdings Ltd.	一般投資業務	50.00 %	50.00 %	
APCB Investment Co., Ltd.	競陸電子(昆山)有限公司	多層線路板及新型電子之器件設計、開發及生產製造	100.00 %	100.00 %	
New Day Limited	昆山鎬鐸電子有限公司	線路板買賣業務	100.00 %	100.00 %	
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd. (註三)	多層線路板及新型電子之器件設計、開發及生產製造	- %	100.00 %	(註四)
Red Noble Limited	Green Elite Limited	一般貿易事務	- %	100.00 %	(註五)
〃	Smart Explorer Limited	一般貿易事務	100.00 %	100.00 %	

註一：Prosper Plus Limited已於民國一一三年十一月二十五日經董事會決議辦理解散清算，並於民國一一四年一月十三日取得解散證明。

註二：合併公司之子公司競國國際有限公司於民國一一三年八月二十八日經董事會決議同意辦理現金增資APCB Capital Limited計553,559千元(美金17,490千元)，並已於民國一一三年八月二十八日辦理變更登記完竣。於民國一一三年十二月十三日經董事會決議同意辦理減資彌補虧損計770,277千元(美金26,000千元)，並訂定減資基準日為民國一一三年十二月十三日，上述相關變更登記事項已辦理完竣。

註三：合併公司之子公司APCB Capital Limited於民國一一三年八月二十八日經董事會決議同意辦理現金增資APCB Electronics (Thailand) Co., Ltd.計553,559千元(美金17,490千元)，並已於民國一一三年八月二十九日辦理變更登記完竣。

註四：本公司於民國一一三年八月九日經董事會決議出售全數股權，並於民國一一三年八月九日與非關係人簽訂股份轉讓協議，出售APCB Electronics (Thailand) Co., Ltd.全數股權，處分利益577,144千元，於民國一一三年九月二十七日完成股權移轉。

註五：Green Elite Limited已於民國一一三年十一月二十五日經董事會決議辦理解散清算，並於民國一一四年一月十三日取得解散證明。

3.合併公司並無未列入合併財務報告之子公司。

(四)外幣

1.外幣交易

外幣交易依交易日之匯率換算為功能性貨幣。於後續每一報導期間結束日(以下稱報導日)，外幣貨幣性項目依當日之匯率換算為功能性貨幣。以公允價值衡量之外幣非貨幣性項目依衡量公允價值當日之匯率換算為功能性貨幣，以歷史成本衡量之外幣非貨幣性項目則依交易日之匯率換算。

換算所產生之外幣兌換差異通常係認列於損益，惟指定為透過其他綜合損益按公允價值衡量之權益工具換算所產生之外幣兌換差異係認列於其他綜合損益。

競國實業股份有限公司及子公司合併財務報告附註(續)

2. 國外營運機構

國外營運機構之資產及負債，包括收購時產生之商譽及公允價值調整，係依報導日之匯率換算為本合併財務報告之表達貨幣；除高度通貨膨脹經濟者外，收益及費損項目係依當期平均匯率換算為本合併財務報告之表達貨幣，所產生之兌換差額均認列為其他綜合損益。

當處分國外營運機構致喪失控制、共同控制或重大影響時，與該國外營運機構相關之累計兌換差額係全數重分類為損益。部分處分含有國外營運機構之子公司時，相關累計兌換差額係按比例重新歸屬至非控制權益。部分處分含有國外營運機構之關聯企業或合資之投資時，相關累計兌換差額則按比例重分類至損益。

對國外營運機構之貨幣性應收或應付項目，若尚無清償計畫且不可能於可預見之未來予以清償時，其所產生之外幣兌換損益視為對該國外營運機構淨投資之一部分而認列為其他綜合損益。

(五) 資產與負債區分流動與非流動之分類標準

符合下列條件之一之資產列為流動資產，非屬流動資產之所有其他資產則列為非流動資產：

1. 預期於正常營業週期中實現該資產，或意圖將其出售或消耗；
2. 主要為交易目的而持有該資產；
3. 預期於報導期間後十二個月內實現該資產；或
4. 該資產為現金或約當現金，但於報導期間後至少十二個月將該資產交換或用以清償負債或受到其他限制者除外。

符合下列條件之一之負債列為流動負債，非屬流動負債之所有其他負債則列為非流動負債：

1. 預期將於正常營業週期中清償該負債；
2. 主要為交易目的而持有該負債；
3. 預期將於報導期間後十二個月內到期清償該負債；或
4. 未具無條件將清償期限遞延至報導期間後至少十二個月之權利之負債。負債之條款，可能依交易對方之選擇，以發行權益工具而導致其清償者，並不影響其分類。

(六) 現金及約當現金

現金包括庫存現金、活期存款及支票存款。約當現金係指可隨時轉換成定額現金且價值變動風險甚小之短期並具高度流動性之投資。定期存款符合前述定義且持有目的係滿足短期現金承諾而非投資或其他目的者，列報於約當現金。

銀行透支為可立即償還且屬於合併公司整體現金管理之一部分者，於現金流量表列為現金及約當現金之組成項目。

競國實業股份有限公司及子公司合併財務報告附註(續)

(七)金融工具

應收帳款及所發行之債務證券原始係於產生時認列。所有其他金融資產及金融負債原始係於合併公司成為金融工具合約條款之一方時認列。非透過損益按公允價值衡量之金融資產(除不包含重大財務組成部分之應收帳款外)或金融負債原始係按公允價值加計直接可歸屬於該取得或發行之交易成本衡量。不包含重大財務組成部分之應收帳款原始係按交易價格衡量。

1.金融資產

金融資產之購買或出售符合慣例交易者，合併公司對以相同方式分類之金融資產，其所有購買及出售一致地採交易日會計處理。

原始認列時金融資產分類為：按攤銷後成本衡量之金融資產、透過其他綜合損益按公允價值衡量之金融資產或透過損益按公允價值衡量之金融資產。合併公司僅於改變管理金融資產之經營模式時，始自下一個報導期間之首日起重分類所有受影響之金融資產。

(1)按攤銷後成本衡量之金融資產

金融資產同時符合下列條件，且未指定為透過損益按公允價值衡量時，係按攤銷後成本衡量：

- 係在以收取合約現金流量為目的之經營模式下持有該金融資產。
- 該金融資產之合約條款產生特定日期之現金流量，完全為支付本金及流通在外本金金額之利息。

該等資產後續以原始認列金額加減計採有效利息法計算之累積攤銷數，並調整任何備抵損失之攤銷後成本衡量。利息收入、外幣兌換損益及減損損失係認列於損益。除列時，將利益或損失列入損益。

(2)透過其他綜合損益按公允價值衡量之金融資產

合併公司於原始認列時，可作一不可撤銷之選擇，將非持有供交易之權益工具投資後續公允價值變動列報於其他綜合損益。前述選擇係按逐項工具基礎所作成。

屬權益工具投資者後續按公允價值衡量。股利收入(除非明顯代表部分投資成本之回收)係認列於損益。其餘淨利益或損失係認為其他綜合損益且不重分類至損益。

權益投資之股利收入於合併公司有權利收取股利之日認列(通常係除息日)。

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(3)透過損益按公允價值衡量之金融資產

非屬上述按攤銷後成本衡量或透過其他綜合損益按公允價值衡量之金融資產，係透過損益按公允價值衡量，包括衍生性金融資產。合併公司於原始認列時，為消除或重大減少會計配比不當，得不可撤銷地將符合按攤銷後成本衡量或透過其他綜合損益按公允價值衡量條件之金融資產，指定為透過損益按公允價值衡量之金融資產。

該等資產後續按公允價值衡量，其淨利益或損失(包含任何股利及利息收入)係認列為損益。

(4)金融資產減損

合併公司針對按攤銷後成本衡量之金融資產(包括現金及約當現金、應收票據、應收帳款及其他應收款等)之預期信用損失認列備抵損失。

銀行存款及其他應收款之信用風險(即金融工具之預期存續期間發生違約之風險)自原始認列後未顯著增加，係按十二個月預期信用損失金額衡量備抵損失。

應收帳款之備抵損失係按存續期間預期信用損失金額衡量。

存續期間預期信用損失係指金融工具預期存續期間所有可能違約事項產生之預期信用損失。

十二個月預期信用損失係指金融工具於報導日後十二個月內可能違約事項所產生之預期信用損失(或較短期間，若金融工具之預期存續期間短於十二個月時)。

衡量預期信用損失之最長期間為合併公司暴露於信用風險之最長合約期間。

於判定自原始認列後信用風險是否已顯著增加時，合併公司考量合理且可佐證之資訊(無需過度成本或投入即可取得)，包括質性及量化資訊，及根據合併公司之歷史經驗、信用評估及前瞻性資訊所作之分析。

若合約款項已逾期，合併公司假設金融資產之信用風險已顯著增加。

若合約款項逾期超過一百八十一天，或借款人不太可能履行其信用義務支付全額款項予合併公司時，合併公司視為該金融資產發生違約。

預期信用損失為金融工具預期存續期間信用損失之機率加權估計值。信用損失係按所有現金短收之現值衡量，亦即合併公司依據合約可收取之現金流量與合併公司預期收取之現金流量之差額。預期信用損失係按金融資產之有效利率折現。

於每一報導日合併公司評估按攤銷後成本衡量之金融資產是否有信用減損。對金融資產之估計未來現金流量具有不利影響之一項或多項事項已發生時，該金融資產已信用減損。金融資產已信用減損之證據包括有關下列事項之可觀察資料：

- 債務人或發行人之重大財務困難；

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- 違約，諸如延滯或逾期超過一百八十一天；
- 因與債務人之財務困難相關之經濟或合約理由，合併公司給予債務人原本不會考量之讓步；
- 債務人很有可能會聲請破產或進行其他財務重整；或
- 由於財務困難而使該金融資產之活絡市場消失。

按攤銷後成本衡量之金融資產之備抵損失係自資產之帳面金額中扣除。

當合併公司對回收金融資產整體或部分無法合理預期時，係直接減少其金融資產總帳面金額。合併公司係以是否合理預期可回收之基礎個別分析沖銷之時點及金額。合併公司預期已沖銷金額將不會重大迴轉。然而，已沖銷之金融資產仍可強制執行，以符合合併公司回收逾期金額之程序。

(5)金融資產之除列

合併公司僅於對來自該資產現金流量之合約權利終止，或已移轉金融資產且該資產所有權之幾乎所有風險及報酬已移轉予其他企業，或既未移轉亦未保留所有權之幾乎所有風險及報酬且未保留該金融資產之控制時，始將金融資產除列。

合併公司簽訂移轉金融資產之交易，若保留已移轉資產所有權之所有或幾乎所有風險及報酬，則仍持續認列於資產負債表。

2.金融負債及權益工具

(1)負債或權益之分類

合併公司發行之債務及權益工具係依據合約協議之實質與金融負債及權益工具之定義分類為金融負債或權益。

(2)權益交易

權益工具係指表彰合併公司於資產減除其所有負債後剩餘權益之任何合約。合併公司發行之權益工具係以取得之價款扣除直接發行成本後之金額認列。

(3)金融負債

金融負債後續採有效利息法按攤銷後成本衡量。利息費用及兌換損益係認列於損益。除列時之任何利益或損失亦係認列於損益。

(4)金融負債之除列

合併公司係於合約義務已履行、取消或到期時，除列金融負債。當金融負債條款修改且修改後負債之現金流量有重大差異，則除列原金融負債，並以修改後條款為基礎按公允價值認列新金融負債。

除列金融負債時，其帳面金額與所支付或應支付對價總額，包含任何所移轉之非現金資產或承擔之負債間之差額認列為損益。

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(5)金融資產及負債之互抵

金融資產及金融負債僅於合併公司目前有法律上有可執行之權利進行互抵及有意圖以淨額交割或同時變現資產及清償負債時，方予以互抵並以淨額表達於資產負債表。

3.衍生金融工具

合併公司為規避外幣風險之暴險而持有衍生金融工具。嵌入式衍生工具於符合特定條件且該主合約非屬金融資產時，其與主合約分離處理。

衍生工具原始認列時係按公允價值衡量；後續依公允價值衡量，再衡量產生之利益或損失直接列入損益。

(八)存 貨

存貨係以成本與淨變現價值孰低衡量。成本包括使其達可供使用的地點及狀態所發生之取得、產製或加工成本及其他成本，並採月加權平均法計算。淨變現價值係指正常營業下之估計售價減除估計完工尚需投入之估計成本及完成出售所需之估計成本後之餘額。

(九)不動產、廠房及設備

1.認列與衡量

不動產、廠房及設備項目係依成本(包括資本化之借款成本)減累計折舊及任何累計減損衡量。

不動產、廠房及設備之重大組成部分耐用年限不同時，則視為不動產、廠房及設備之單獨項目(主要組成部分)處理。

不動產、廠房及設備之處分利益或損失係認列於損益。

2.後續成本

後續支出僅於其未來經濟效益很有可能流入合併公司時始予以資本化。

3.折 舊

折舊係依資產成本減除殘值計算，並採直線法於每一組成部分之估計耐用年限內認列於損益。

土地不予提列折舊。

當期及比較期間之估計耐用年限如下：

(1)房屋及建築	6至25年
(2)機器設備	2至17年
(3)運輸設備	3至10年
(4)辦公設備	3至10年
(5)其他設備	2至20年

合併公司於每一報導日檢視折舊方法、耐用年限及殘值，並於必要時適當調整。

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(十)租賃－承租人

合併公司係於合約成立日評估合約是否係屬或包含租賃，若合約轉讓對已辨認資產之使用之控制權一段時間以換得對價，則合約係屬或包含租賃。

合併公司於租賃開始日認列使用權資產及租賃負債，使用權資產係以成本為原始衡量，該成本包含租賃負債之原始衡量金額，調整租賃開始日或之前支付之任何租賃給付，並加計所發生之原始直接成本及為拆卸、移除標的資產及復原其所在地點或標的資產之估計成本，同時減除收取之任何租賃誘因。

使用權資產後續於租賃開始日至使用權資產之耐用年限屆滿時或租賃期間屆滿時兩者之較早者以直線法提列折舊。此外，合併公司定期評估使用權資產是否發生減損並處理任何已發生之減損損失，並於租賃負債發生再衡量的情況下配合調整使用權資產。

租賃負債係以租賃開始日尚未支付之租賃給付之現值為原始衡量。若租賃隱含利率容易確定，則折現率為該利率，若並非容易確定，則使用合併公司之增額借款利率。一般而言，合併公司係採用其增額借款利率為折現率。

計入租賃負債衡量之租賃給付包括：

1. 固定給付，包括實質固定給付；
2. 取決於某項指數或費率之變動租賃給付，採用租賃開始日之指數或費率為原始衡量；
3. 預期支付之殘值保證金額；及
4. 於合理確定將行使購買選擇權或租賃終止選擇權時之行使價格或所須支付之罰款。

租賃負債後續係以有效利息法計提利息，並於發生以下情況時再衡量其金額：

1. 用以決定租賃給付之指數或費率變動導致未來租賃給付有變動；
2. 預期支付之殘值保證金額有變動；
3. 標的資產購買選擇權之評估有變動；
4. 對是否行使延長或終止選擇權之估計有所變動，而更改對租賃期間之評估；
5. 租賃標的、範圍或其他條款之修改。

租賃負債因前述用以決定租賃給付之指數或費率變動、殘值保證金額有變動以及購買、延長或終止選擇權之評估變動而再衡量時，係相對應調整使用權資產之帳面金額，並於使用權資產之帳面金額減至零時，將剩餘之再衡量金額認列於損益中。

對於減少租賃範圍之租賃修改，則係減少使用權資產之帳面金額以反映租賃之部分或全面終止，並將其與租賃負債再衡量金額間之差額則認列於損益中。

針對機器設備、辦公設備及運輸設備租賃之短期租賃及低價值標的資產租賃，合併公司選擇不認列使用權資產及租賃負債，而係將相關租賃給付依直線基礎於租賃期間內認列為費用。

競國實業股份有限公司及子公司合併財務報告附註(續)

(十一)無形資產

1.認列及衡量

收購子公司產生之商譽係以成本減累計減損予以衡量。

合併公司取得其他有限耐用年限之無形資產，係以成本減除累計攤銷與累計減損後之金額衡量。

2.後續支出

後續支出僅於可增加相關特定資產之未來經濟效益時始予以資本化。所有其他支出於發生時認列於損益。

3.攤銷

除商譽外，攤銷係依資產成本減除估計殘值計算，並自無形資產達可供使用狀態起，採直線法於其估計耐用年限內認列為損益。

當期及比較期間之估計耐用年限如下：

- | | |
|-----------|-------|
| (1)軟 體 | 2~10年 |
| (2)其他無形資產 | 7年 |

合併公司於每一報導日檢視無形資產之攤銷方法、耐用年限及殘值，並於必要時適當調整。

(十二)非金融資產減損

合併公司於每一報導日評估是否有跡象顯示非金融資產(除存貨及遞延所得稅資產外)之帳面金額可能有減損。若有任一跡象存在，則估計該資產之可回收金額。商譽係每年定期進行減損測試。

為減損測試之目的，係將現金流入大部分獨立於其他個別資產或資產群組之現金流入之一組資產作為最小可辨認資產群組。企業合併取得之商譽係分攤至預期可自合併綜效受益之各現金產生單位或現金產生單位群組。

可回收金額為個別資產或現金產生單位之公允價值減處分成本與其使用價值孰高者。個別資產或現金產生單位之可回收金額若低於帳面金額，則認列減損損失。

減損損失係立即認列於當期損益，且係先減少該現金產生單位受攤商譽之帳面金額，次就該單位內其他各資產帳面金額之比例減少各該資產帳面金額。

商譽減損損失不予迴轉。商譽以外之非金融資產則僅在不超過該資產若未於以前年度認列減損損失時所決定之帳面金額(減除折舊或攤銷)之範圍內迴轉。

(十三)收入之認列

收入係按移轉商品或勞務而預期有權取得之對價衡量。合併公司係於對商品或勞務之控制移轉予客戶而滿足履約義務時認列收入。該產品之控制移轉係指產品已交付給客戶，客戶能完全裁決產品之銷售通路及價格，且已無會影響客戶接受該產品之未履行義務。交付係發生於產品運送至特定地點，其陳舊過時及損失風險已移轉予客戶，及客戶已依據銷售合約接受產品，驗收條款已失效，或合併公司有客觀證據認為已滿足所有驗收條件時。

競國實業股份有限公司及子公司合併財務報告附註(續)

合併公司預期所有客戶合約移轉商品或勞務予客戶之時間與客戶為該商品或勞務付款之時間間隔皆不超過一年，因此，合併公司不調整交易價格之貨幣時間價值。

(十四)員工福利

1.確定提撥計畫

確定提撥計畫之提撥義務係於員工提供服務期間內認列為費用。

2.確定福利計畫

合併公司對確定福利計畫之淨義務係以員工當期或以前期間服務所賺得之未來福利金額折算為現值計算，並減除計畫資產之公允價值。

確定福利義務每年由合格精算師以預計單位福利法精算。當計算結果對合併公司可能有利時，認列資產係以從該計畫退還提撥金或對該計畫減少未來提撥金之形式可得之任何經濟效益之現值為限。計算經濟效益現值時，係考量任何最低資金提撥要求。

淨確定福利負債之再衡量數，包含精算損益、計畫資產報酬(不包括利息)，及資產上限影響數之任何變動(不包括利息)係立即認列於其他綜合損益，並累計於保留盈餘。合併公司決定淨確定福利負債(資產)之淨利息費用(收入)，係使用年度報導期間開始時所決定之淨確定福利負債(資產)及折現率。確定福利計畫之淨利息費用及其他費用係認列於損益。

計畫修正或縮減時，所產生與前期服務成本或縮減利益或損失相關之福利變動數，係立即認列為損益。合併公司於清償發生時，認列確定福利計畫之清償損益。

3.短期員工福利

短期員工福利義務係於服務提供時認列為費用。

若係因員工過去提供服務而使合併公司負有現時之法定或推定支付義務，且該義務能可靠估計時，將該金額認列為負債。

(十五)政府補助

合併公司依國際會計準則公報第二十號「政府補助之會計及政府補助之揭露」規定，與資產有關之政府補助於財務報表之表達列為遞延收入。相關資產於續後攤銷時，遞延收入應依其性質轉列為其他收入或相關費用之減少。

(十六)所得稅

所得稅包括當期及遞延所得稅。除與企業合併、直接認列於權益或其他綜合損益之項目相關者外，當期所得稅及遞延所得稅應認列於損益。

合併公司判斷與所得稅相關之利息或罰款(包括不確定之稅務處理)不符合所得稅之定義，因此係適用國際會計準則第三十七號之會計處理。

當期所得稅包括依據當年度課稅所得(損失)計算之預計應付所得稅或應收退稅款，及任何對以前年度應付所得稅或應收退稅款之調整。其金額係按報導日之法定稅率或實質性立法之稅率衡量預期將支付或收取款項之最佳估計值。

競國實業股份有限公司及子公司合併財務報告附註(續)

遞延所得稅係就資產及負債於報導日之帳面金額與其課稅基礎之暫時性差異予以衡量認列。下列情況產生之暫時性差異不予認列遞延所得稅：

- 1.非屬企業合併之交易原始認列之資產或負債，且於交易當時(i)不影響會計利潤及課稅所得(損失)且(ii)並未產生相等之應課稅及可減除暫時性差異者；
- 2.因投資子公司、關聯企業及合資權益所產生之暫時性差異，合併公司可控制暫時性差異迴轉之時點且很有可能於可預見之未來不會迴轉者；以及
- 3.商譽原始認列所產生之應課稅暫時性差異。

對於未使用之課稅損失及未使用所得稅抵減遞轉後期，與可減除暫時性差異，在很有可能有未來課稅所得可供使用之範圍內，認列為遞延所得稅資產。並於每一報導日予以重評估，就相關所得稅利益非屬很有可能實現之範圍內予以調減；或在變成很有可能有足夠課稅所得之範圍內迴轉原已減少之金額。

遞延所得稅係以預期暫時性差異迴轉時之稅率衡量，採用報導日之法定稅率或實質性立法稅率為基礎。

遞延所得稅資產及遞延所得稅負債僅於同時符合下列條件時予以互抵：

- 1.有法定執行權將當期所得稅資產及當期所得稅負債互抵；且
- 2.遞延所得稅資產及遞延所得稅負債與下列由同一稅捐機關課徵所得稅之納稅主體之一有關；
 - (1)同一納稅主體；或
 - (2)不同納稅主體，惟各主體意圖在重大金額之遞延所得稅資產預期回收及遞延所得稅負債預期清償之每一未來期間，將當期所得稅負債及資產以淨額基礎清償，或同時實現資產及清償負債。

(十七)每股盈餘

合併公司列示歸屬於本公司普通股權益持有人之基本及稀釋每股盈餘。合併公司基本每股盈餘係以歸屬於本公司普通股權益持有人之損益，除以當期加權平均流通在外普通股股數計算之。稀釋每股盈餘則係將歸屬於本公司普通股權益持有人之損益及加權平均流通在外普通股股數，分別調整所有潛在稀釋普通股之影響後計算之。合併公司之潛在稀釋普通股包括員工酬勞。

(十八)部門資訊

營運部門係合併公司之組成部分，從事可能賺得收入並發生費用(包括與合併公司內其他組成部分間交易相關之收入及費用)之經營活動。所有營運部門之營運結果均定期由合併公司主要營運決策者複核，以制定分配資源予該部門之決策並評量其績效。各營運部門均具單獨之財務資訊。

競國實業股份有限公司及子公司合併財務報告附註(續)

五、重大會計判斷、估計及假設不確定性之主要來源

管理階層依金管會認可之國際財務報導準則編製本合併財務報告時，必須對未來(包括氣候相關風險及機會)作出判斷及估計，其將對會計政策之採用及資產、負債、收益及費用之報導金額有所影響。實際結果可能與估計存有差異。

管理階層持續檢視估計及基本假設，其與合併公司之風險管理及氣候相關承諾一致，估計值之變動係於變動期間及受影響之未來期間推延認列。

合併公司無有會計政策涉及重大判斷，且對本合併財務報告已認列金額有重大影響之資訊。

對於假設及估計之不確定性中，存有重大風險將於次一年度造成重大調整之相關資訊為合併公司不動產、廠房及設備之減損評估。因合併公司不動產、廠房及設備有減損跡象，於每一報導日進行減損測試。資產減損評估過程中，其可回收金額之估計係依據管理階層主觀判斷之假設，任何由於經濟狀況之變遷或合併公司策略所帶來之估計改變均可能在未來造成重大減損或迴轉已認列之減損損失。有關不動產、廠房及設備減損評估，請參閱附註六(九)之說明。

六、重要會計項目之說明

(一)現金及約當現金

	113.12.31	112.12.31
現金	\$ 508	514
活期存款	2,680,493	2,526,743
支票存款	3,642	36,297
定期存款	-	1,166,790
約當現金－附買回債券	-	122,820
	<u>\$ 2,684,643</u>	<u>3,853,164</u>

合併公司金融資產及負債之利率風險及敏感度分析之揭露請詳附註六(二十三)。

(二)透過損益按公允價值衡量之金融資產及負債

明細如下：

	113.12.31	112.12.31
強制透過損益按公允價值衡量之金融資產：		
上市(櫃)公司股票	\$ 138,482	131,089
國內開放型基金	-	1,001
結構型存款	-	432,703
合 計	<u>\$ 138,482</u>	<u>564,793</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

合併公司民國一一二年十二月三十一日持有結構型理財商品，其預期收益率為2.72%~2.98%，於民國一一三年一月陸續到期。民國一一三年十二月三十一日未持有結構型理財商品。

合併公司按公允價值再衡量認列於損益之金額請詳附註六(二十二)。

民國一一三年及一一二年十二月三十一日，合併公司之透過損益按公允價值衡量之金融資產均未有提供作質押擔保之情形。

(三)透過其他綜合損益按公允價值衡量之金融資產－非流動

	113.12.31	112.12.31
透過其他綜合損益按公允價值衡量之權益工具：		
國內非上市(櫃)公司股票	\$ 24,795	24,795

1.透過其他綜合損益按公允價值衡量之權益工具投資

合併公司持有該等權益工具投資為長期策略性投資且非為交易目的所持有，故已指定為透過其他綜合損益按公允價值衡量。

合併公司因上列指定為透過其他綜合損益按公允價值衡量之權益工具投資，於民國一一三年度及一一二年度認列之股利收入分別為1,180千元及1,735千元，帳列其他收入項下。

2.市場風險資訊請詳附註六(二十三)。

(四)按攤銷後成本衡量之金融資產

	113.12.31	112.12.31
流 動：		
原始到期日超過三個月之定期存款	\$ 740,367	-
非 流 動：		
受限制定期存款	-	3,095
受限制活期存款	187,226	-
	187,226	3,095
合 計	\$ 927,593	3,095

合併公司評估係持有該等資產至到期日以收取合約現金流量，且該等金融資產之現金流量完全為支付本金及流通在外本金金額之利息，故列報於按攤銷後成本衡量之金融資產。

合併公司持有之定期存款，其於民國一一三年度及一一二年度之加權平均年利率分別為5.78%及0.70%，分別於民國一一四年一月及一一三年三月到期。上述受限制之定期存款到期後將再續存並提供作電力保證質押擔保。

競國實業股份有限公司及子公司合併財務報告附註(續)

民國一一三年十二月三十一日之受限制活期存款，請詳附註六(八)。

上述受限制銀行存款作為電力保證及股份轉讓協議之明細，請詳附註八。

信用風險資訊請詳附註六(二十三)。

(五)應收票據及應收帳款

	113.12.31	112.12.31
應收票據	\$ 5,660	5,008
應收帳款	1,371,340	1,652,001
減：備抵損失	(141)	(5,448)
	<u>\$ 1,376,859</u>	<u>1,651,561</u>

合併公司與銀行簽訂具追索權之應收帳款承購合約，銀行對轉讓之應收款於民國一一三年及一一二年十二月三十一日皆為預支九成，合併公司因保留該應收帳款之所有風險，故將所取得之預支款認列為銀行信用借款。於民國一一三年及一一二年十二月三十一日，相關帳款承購資訊明細如下：

	113.12.31			
	借款額度	應收帳款 承購金額	已預支餘額	已預支金額之 利率區間%
永豐銀行	\$ 163,925	95,059	-	-

	112.12.31			
	借款額度	應收帳款 承購金額	已預支餘額	已預支金額之 利率區間%
永豐銀行	\$ 153,525	92,677	-	-

於民國一一三年及一一二年十二月三十一日，合併公司應收帳款提供作為擔保品情形請詳附註八。

合併公司針對所有應收票據及應收帳款採用簡化作法估計預期信用損失，亦即使用存續期間預期信用損失衡量，為此衡量目的，該等應收票據及應收帳款係按代表客戶依據合約條款支付所有到期金額能力之共同信用風險特性予以分組，並已納入前瞻性之資訊，包括總體經濟及相關產業資訊。

合併公司應收票據按歷史經驗並無信用損失之情事，另，考量截至報導期間帳列應收票據未有已逾期者，亦無其他跡象顯示應收票據信用品質較原始授信日發生改變，因此合併公司評估應收票據尚無應認列之預期信用損失。

競國實業股份有限公司及子公司合併財務報告附註(續)

合併公司台灣營運主體應收帳款之預期信用損失分析如下：

	113.12.31		
	應收帳款 帳面金額	存續期間預期 信用損失率 (%)	備抵存續期間 預期信用損失
未逾期	\$ 394,657	-	-
逾期1~30天	8,852	-	-
逾期31~60天	1,142	-	-
逾期61~90天	367	-	-
逾期121~150天	15	-	-
逾期151~180天	40	37.50	15
逾期超過181天	65	100.00	65
	<u>\$ 405,138</u>		<u>80</u>

	112.12.31		
	應收帳款 帳面金額	存續期間預期 信用損失率 (%)	備抵存續期間 預期信用損失
未逾期	\$ 379,085	-	-
逾期1~30天	3,440	-	-
逾期91~120天	189	42.33	80
	<u>\$ 382,714</u>		<u>80</u>

合併公司大陸營運主體應收帳款之預期信用損失分析如下：

	113.12.31		
	應收帳款 帳面金額	存續期間預期 信用損失率 (%)	備抵存續期間 預期信用損失
未逾期	\$ 919,578	-	-
逾期1~30天	23,323	-	-
逾期31~60天	10,123	-	-
逾期61~90天	7,944	-	-
逾期91~120天	2,822	-	-
逾期151~180天	2,412	2.53	61
	<u>\$ 966,202</u>		<u>61</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	112.12.31		
	應收帳款 帳面金額	存續期間預期 信用損失率 (%)	備抵存續期間 預期信用損失
未逾期	\$ 877,368	-	308
逾期1~30天	16,829	0.00~1.15	124
逾期31~60天	19,793	0.00~4.30	851
逾期61~90天	1,073	0.00~7.66	82
逾期91~120天	412	37.00	152
逾期151~180天	503	100.00	503
逾期超過181天	57	100.00	57
	<u>\$ 916,035</u>		<u>2,077</u>

合併公司泰國營運主體應收帳款之預期信用損失分析如下：

	112.12.31		
	應收帳款 帳面金額	存續期間預期 信用損失率 (%)	備抵存續期間 預期信用損失
未逾期	\$ 349,093	0.13	470
逾期1~30天	830	7.17	60
逾期31~60天	339	17.93	61
逾期61~90天	376	39.23	147
逾期91~120天	113	55.56	63
逾期121~150天	103	88.56	92
逾期151~180天	299	100.00	299
逾期超過181天	2,099	100.00	2,099
	<u>\$ 353,252</u>		<u>3,291</u>

合併公司應收帳款之備抵損失變動表如下：

	113年度	112年度
期初餘額	\$ 5,448	37,221
減損損失迴升利益	(1,274)	(6,524)
本年度因無法收回而沖銷之金額	-	(25,368)
本期處分子公司	(4,100)	-
外幣換算損益	67	119
期末餘額	<u>\$ 141</u>	<u>5,448</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

(六)其他應收款

	113.12.31	112.12.31
其他應收款	\$ <u>107,029</u>	<u>52,995</u>

民國一一三年及一一二年十二月三十一日，合併公司之其他應收款並無提列備抵損失之情形。

(七)存 貨

	113.12.31	112.12.31
原 料	\$ 18,296	77,540
物 料	83,390	148,359
在 製 品	98,644	134,984
製成品(含商品)	<u>206,968</u>	<u>226,270</u>
	\$ <u>407,298</u>	<u>587,153</u>

合併公司除由正常銷貨將存貨轉列營業成本以外，其他直接列入營業成本之費損(收益)總額如下：

	113年度	112年度
存貨跌價及報廢損失(回升利益)	\$ (20,451)	(49,234)
存貨盤損(盈)	-	4
未分攤製造費用	366,068	305,360
出售下腳及廢料收益	<u>(366,402)</u>	<u>(373,768)</u>
	\$ <u>(20,785)</u>	<u>(117,638)</u>

民國一一三年及一一二年十二月三十一日，合併公司之存貨均未有提供作質押擔保之情形。

(八)處分子公司

合併公司於民國一一三年八月九日經董事會決議通過處分子公司APCB Electronics (Thailand) Co., Ltd.之100%股權，分別出售90%及10%股權予Victory Giant Technology (Singapore) Pte. Ltd.及Pole Star Limited。依股權轉讓協議書規定於民國一一三年九月二十七日處分上述公司之100%股權，其處分總價款為1,260,560千元(人民幣278,700千元)，於民國一一三年十月四日已全數收回。上述已收款之款項中，約187,226千元(人民幣41,805千元)為受限制銀行存款，帳列按攤銷後成本衡量之金融資產－非流動項下。依照雙方簽訂之股份轉讓協議中，自交割日一一三年九月二十七日起，未來一年半期間，如有雙方簽訂之股份轉讓協議中8.1項目的相關損害，買方可自受限制銀行存款中取得相關賠償，其賠償最高上限為126,056千元(人民幣27,870千元)，已提列相關負債準備，帳列負債準備－非流動項下。此交易產生處分利益577,144千元已帳列其他利益及損失項下，該處分利益已扣除累積外幣兌換差額貸方餘額94,009千元及負債準備126,056千元(人民幣27,870千元)。

競國實業股份有限公司及子公司合併財務報告附註(續)

APCB Electronics (Thailand) Co., Ltd.於處分日之淨資產帳面金額明細如下：

	113.9.27
現金及約當現金	\$ 230,048
應收帳款及其他應收款	448,158
存貨淨額	217,633
不動產、廠房及設備	585,639
無形資產	19
其他流動資產	<u>14,363</u>
	<u>1,495,860</u>
短期借款	293,051
應付帳款與其他應付款	428,454
其他流動負債	4,644
長期借款	83,272
其他非流動負債	<u>35,070</u>
	<u>844,491</u>
處分之淨資產	<u><u>\$ 651,369</u></u>

(九)不動產、廠房及設備

合併公司民國一一三年度及一一二年度不動產、廠房及設備之變動明細如下：

	土 地	房 屋 及 建 築	機 器 設 備	運 輸 設 備	辦 公 設 備	其 他 設 備	未完工程及 待驗設備	總 計
成本或認定成本：								
民國113年1月1日餘額	\$ 389,360	1,167,718	5,958,471	39,834	205,694	782,449	61,894	8,605,420
增 添	-	-	14,515	397	921	7,798	176,810	200,441
處 分	-	(102,370)	(332,438)	(5,631)	(1,273)	(5,943)	(28,925)	(476,580)
處分子公司	(272,071)	(564,608)	(2,160,929)	(13,840)	(17,355)	(23,800)	(1,700)	(3,054,303)
重 分 類	-	-	71,655	-	895	49,616	(122,166)	-
匯率變動	23,462	67,864	293,952	1,427	7,813	26,661	2,181	423,360
民國113年12月31日餘額	<u>\$ 140,751</u>	<u>568,604</u>	<u>3,845,226</u>	<u>22,187</u>	<u>196,695</u>	<u>836,781</u>	<u>88,094</u>	<u>5,698,338</u>
民國112年1月1日餘額	\$ 387,263	1,172,386	6,088,064	40,650	207,731	740,803	81,453	8,718,350
增 添	-	-	349	467	1,809	8,372	130,428	141,425
處 分	-	-	(188,032)	(1,562)	(1,309)	(889)	-	(191,792)
重 分 類	-	1,272	99,809	272	713	46,891	(148,957)	-
匯率變動之影響	2,097	(5,940)	(41,719)	7	(3,250)	(12,728)	(1,030)	(62,563)
民國112年12月31日餘額	<u>\$ 389,360</u>	<u>1,167,718</u>	<u>5,958,471</u>	<u>39,834</u>	<u>205,694</u>	<u>782,449</u>	<u>61,894</u>	<u>8,605,420</u>
折舊及減損損失：								
民國113年1月1日餘額	\$ -	969,730	4,868,707	33,211	183,845	647,041	-	6,702,534
折 舊	-	28,212	192,826	2,093	2,891	51,057	-	277,079
處 分	-	(101,271)	(305,573)	(5,299)	(1,132)	(3,526)	-	(416,801)
處分子公司	-	(448,404)	(1,968,352)	(11,971)	(16,053)	(23,884)	-	(2,468,664)
減損損失	-	-	95,776	862	655	6,951	-	104,244
匯率變動	-	55,202	251,868	1,189	7,019	22,222	-	337,500
民國113年12月31日餘額	<u>\$ -</u>	<u>503,469</u>	<u>3,135,252</u>	<u>20,085</u>	<u>177,225</u>	<u>699,861</u>	<u>-</u>	<u>4,535,892</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	土 地	房 屋 及 建 築	機 器 設 備	運 輸 設 備	辦 公 設 備	其 他 設 備	未完工程及 待驗設備	總 計
民國112年1月1日餘額	\$ -	938,467	4,799,326	32,153	183,901	607,279	-	6,561,126
本年度折舊	-	36,826	272,250	2,518	4,004	50,983	-	366,581
處 分	-	-	(172,291)	(1,485)	(1,166)	(841)	-	(175,783)
匯率變動之影響	-	(5,563)	(30,578)	25	(2,894)	(10,380)	-	(49,390)
民國112年12月31日餘額	\$ -	<u>969,730</u>	<u>4,868,707</u>	<u>33,211</u>	<u>183,845</u>	<u>647,041</u>	-	<u>6,702,534</u>
帳面價值：								
民國113年12月31日餘額	\$ <u>140,751</u>	<u>65,135</u>	<u>709,974</u>	<u>2,102</u>	<u>19,470</u>	<u>136,920</u>	<u>88,094</u>	<u>1,162,446</u>
民國112年12月31日餘額	\$ <u>389,360</u>	<u>197,988</u>	<u>1,089,764</u>	<u>6,623</u>	<u>21,849</u>	<u>135,408</u>	<u>61,894</u>	<u>1,902,886</u>

1.減損測試

合併公司於每一財務報導日檢視現金產生單位之營運狀況及未來可能變化方向，並進行減損測試。民國一一三年度由於台灣廠停止相關生產計畫，合併公司於民國一一三年十二月三十一日針對設備提列減損損失104,244千元。民國一一二年度經執行減損測試評估，均無需額外提列減損損失。

2.處分損益請詳附註六(二十二)。

3.合併公司之不動產、廠房及設備提供作為擔保情形，請詳附註八。

合併公司將接受政府補助之購置設備補助款予以遞延，帳列長期遞延收入，民國一一三年度及一一二年度之變動明細如下：

	113年度	112年度
期初餘額	\$ 5,233	6,252
本期增加	1,600	763
本期攤銷	(1,898)	(1,681)
匯率影響數	182	(101)
期末餘額	<u>\$ 5,117</u>	<u>5,233</u>

(十)使用權資產

合併公司承租土地、房屋及建築、機器設備及運輸設備等之成本及折舊，其變動明細如下：

	土 地	房 屋 及 建 築	機器設備	運輸設備	總 計
使用權資產成本：					
民國113年1月1日餘額	\$ 51,401	84,843	-	-	136,244
增 添	-	1,885	7,753	168	9,806
處 分	-	(15,581)	-	-	(15,581)
匯率變動之影響	741	417	42	-	1,200
民國113年12月31日餘額	\$ <u>52,142</u>	<u>71,564</u>	<u>7,795</u>	<u>168</u>	<u>131,669</u>
民國112年1月1日餘額	\$ 51,798	88,186	-	925	140,909
增 添	-	126	-	-	126
處 分	-	(3,207)	-	(922)	(4,129)
匯率變動之影響	(397)	(262)	-	(3)	(662)
民國112年12月31日餘額	\$ <u>51,401</u>	<u>84,843</u>	<u>-</u>	<u>-</u>	<u>136,244</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	土 地	房 屋 及 建 築	機器設備	運輸設備	總 計
使用權資產之折舊：					
民國113年1月1日餘額	\$ 14,258	37,751	-	-	52,009
本期折舊	2,909	4,898	2,369	77	10,253
處 分	-	(15,581)	-	-	(15,581)
匯率變動之影響	311	415	13	1	740
民國113年12月31日餘額	<u>\$ 17,478</u>	<u>27,483</u>	<u>2,382</u>	<u>78</u>	<u>47,421</u>
民國112年1月1日餘額	\$ 11,519	29,030	-	845	41,394
本期折舊	2,903	11,429	-	80	14,412
處 分	-	(2,462)	-	(922)	(3,384)
匯率變動之影響	(164)	(246)	-	(3)	(413)
民國112年12月31日餘額	<u>\$ 14,258</u>	<u>37,751</u>	<u>-</u>	<u>-</u>	<u>52,009</u>
帳面價值：					
民國113年12月31日餘額	<u>\$ 34,664</u>	<u>44,081</u>	<u>5,413</u>	<u>90</u>	<u>84,248</u>
民國112年12月31日餘額	<u>\$ 37,143</u>	<u>47,092</u>	<u>-</u>	<u>-</u>	<u>84,235</u>

合併公司之使用權資產提供作為擔保情形，請詳附註八。

(十一)無形資產

合併公司無形資產之成本、攤銷及減損損失變動明細如下：

	商 譽	電腦軟體	其 他 無形資產	總 計
成 本：				
民國113年1月1日餘額	\$ 6,197	15,152	33,313	54,662
本期增添	-	555	-	555
本期處分	-	-	(33,313)	(33,313)
處分子公司	-	(3,444)	-	(3,444)
匯率變動影響數	420	298	-	718
民國113年12月31日餘額	<u>\$ 6,617</u>	<u>12,561</u>	<u>-</u>	<u>19,178</u>
民國112年1月1日餘額	\$ 6,199	12,585	33,318	52,102
本期增添	-	2,691	-	2,691
匯率變動影響數	(2)	(124)	(5)	(131)
民國112年12月31日餘額	<u>\$ 6,197</u>	<u>15,152</u>	<u>33,313</u>	<u>54,662</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	商 譽	電腦軟體	其 他 無形資產	總 計
攤銷及減損損失：				
民國113年1月1日餘額	\$ -	11,352	33,313	44,665
本期攤銷	-	2,178	-	2,178
本期處分	-	600	(33,313)	(32,713)
處分子公司	-	(3,425)	-	(3,425)
匯率變動影響數	-	215	-	215
民國113年12月31日餘額	<u>\$ -</u>	<u>10,920</u>	<u>-</u>	<u>10,920</u>
民國112年1月1日餘額	\$ -	8,783	33,318	42,101
本期攤銷	-	2,648	-	2,648
匯率變動影響數	-	(79)	(5)	(84)
民國112年12月31日餘額	<u>\$ -</u>	<u>11,352</u>	<u>33,313</u>	<u>44,665</u>
帳面價值：				
民國113年12月31日餘額	<u>\$ 6,617</u>	<u>1,641</u>	<u>-</u>	<u>8,258</u>
民國112年12月31日餘額	<u>\$ 6,197</u>	<u>3,800</u>	<u>-</u>	<u>9,997</u>

民國一一三年度及一一二年度無形資產攤銷費用分別列報於合併綜合損益表之下
列項目：

	113年度	112年度
營業成本	\$ -	264
營業費用	2,178	2,384
合 計	<u>\$ 2,178</u>	<u>2,648</u>

(十二)短期借款

	113.12.31	112.12.31
無擔保銀行借款	\$ 1,097,364	2,643,049
擔保銀行借款	949,973	1,055,783
合 計	<u>\$ 2,047,337</u>	<u>3,698,832</u>
尚未使用額度	<u>\$ 4,563,219</u>	<u>4,591,933</u>
利率區間(%)	<u>1.98~3.00</u>	<u>1.74~7.06</u>

合併公司以資產設定抵押供銀行借款之擔保情形請詳附註八。

競國實業股份有限公司及子公司合併財務報告附註(續)

(十三)應付短期票券

合併公司應付短期票券之明細如下：

	112.12.31		
	保證或承兌機構	利率%	金 額
應付商業本票	中華票券金融股份有限公司	1.35	\$ 50,000
	台灣票券金融股份有限公司	1.71	50,000
	兆豐票券金融股份有限公司	1.72	50,000
			150,000
減：應付短期票券折價			(160)
合 計			<u>\$ 149,840</u>

合併公司民國一一三年未有應付短期票券之情形。

民國一一三年及一一二年十二月三十一日合併公司未動用之商業本票發行額度分別為100,000千元及50,000千元。

(十四)長期借款

合併公司長期借款之明細、條件與條款如下：

	112.12.31	
	借款期間	金 額
臺灣銀行無擔保借款	111.12~116.12	\$ 86,821
減：一年內到期部分		12,403
合 計		<u>\$ 74,418</u>
尚未使用額度		<u>\$ -</u>
利率區間(%)		<u>1.88~6.8</u>

合併公司民國一一三年度未有長期借款之動用情形，尚未使用額度為300,000千元。

合併公司以資產設定抵押供銀行借款之擔保情形請詳附註八。

(十五)租賃負債

合併公司租賃負債之帳面金額如下：

	113.12.31	112.12.31
流 動	\$ 9,800	6,950
非 流 動	64,550	67,430
合 計	<u>\$ 74,350</u>	<u>74,380</u>

到期分析請詳附註六(二十三)金融工具。

競國實業股份有限公司及子公司合併財務報告附註(續)

認列於損益之金額如下：

	113年度	112年度
租賃負債之利息費用	\$ <u>1,109</u>	<u>1,363</u>
不計入租賃負債衡量之變動租賃給付	\$ <u>765</u>	<u>1,674</u>
短期租賃之費用	\$ <u>2,965</u>	<u>6,469</u>
低價值租賃資產之費用(不包含短期租賃之低價值租賃)	\$ <u>586</u>	<u>683</u>

認列於現金流量表之金額如下：

	113年度	112年度
營業活動之現金流出總額	\$ 5,425	10,189
籌資活動之現金流出總額	<u>9,864</u>	<u>13,894</u>
租賃之現金流出總額	\$ <u>15,289</u>	<u>24,083</u>

1. 土地、房屋及建築之租賃

合併公司承租土地、房屋及建築作為工廠廠房、辦公處所及員工宿舍，工廠廠房及辦公處所之租賃期間通常為十五年，員工宿舍則為五年至十年，部分租賃包含在租賃期間屆滿時得延長與原合約相同期間之選擇權。

2. 其他租賃

合併公司承租機器及運輸設備之租賃期間為二至三年。

另，合併公司所承租之部分機器設備、辦公設備及運輸設備之租賃期間為一至五年，該等租賃為短期或低價值標的租賃，合併公司選擇適用豁免認列規定而不認列其相關使用權資產及租賃負債。

(十六) 員工福利

1. 確定福利計畫

合併公司中本公司及APCB Electronics (Thailand) Co., Ltd.訂有確定福利計畫。

合併公司確定福利義務現值與計劃資產公允價值之調節如下：

	112.12.31
確定福利義務現值	\$ (53,847)
計畫資產之公允價值	<u>17,062</u>
淨確定福利負債	\$ <u>(36,785)</u>

本公司之確定福利計畫提撥至台灣銀行之勞工退休準備金專戶。適用勞動基準法之每位員工之退休支付，係依據服務年資所獲得之基數及其退休前六個月之平均薪資計算。

競國實業股份有限公司及子公司合併財務報告附註(續)

(1)計畫資產組成

本公司依勞動基準法提撥之退休基金係由勞動部勞動基金運用局(以下簡稱勞動基金局)統籌管理，依「勞工退休基金收支保管及運用辦法」規定，基金之運用，其每年決算分配之最低收益，不得低於依當地銀行二年定期存款利率計算之收益。

本公司於民國一一二年十二月與員工達成協議結清舊制年資，按相關規定結清退休金為8,504千元，於民國一一三年十二月三十一日本公司之台灣銀行勞工退休準備金專戶餘額2,150千元，加計一一三年度收益分配190千元，故民國一一三年十二月三十一日應付退休金負債為6,164千元，該專戶業於民國一一四年二月申請結清。勞工退休基金運用之資料包括基金收益率以及基金資產配置，請詳勞動部基金運用局網站公布之資訊。

(2)確定福利義務現值之變動

合併公司民國一一二年度確定福利義務現值變動如下：

	112年度
1月1日確定福利義務	\$ (57,574)
當期服務成本及利息	(2,085)
淨確定福利負債再衡量數	
—因人口統計假設變動所產生之精算(損)益	(417)
—因財務假設變動所產生之精算(損)益	(8)
—經驗調整之精算(損)益	(1,903)
國外計劃之兌換差額	(172)
計畫支付之福利	966
計畫清償影響數	7,346
12月31日確定福利義務	\$ <u>(53,847)</u>

(3)計畫資產公允價值之變動

合併公司民國一一二年度確定福利計畫資產公允價值之變動如下：

	112年度
1月1日計畫資產之公允價值	\$ 23,249
利息收入	314
淨確定福利負債再衡量數—計畫資產報酬(不含當期利息)	290
已提撥至計畫之金額	2,812
計畫已支付之福利	(117)
計畫已支付之清償	(9,486)
12月31日計畫資產之公允價值	\$ <u>17,062</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

(4)認列為損益之費用

合併公司民國一一二年度列報為費用之明細如下：

	112年度
當期服務成本	\$ 1,140
淨確定福利負債之淨利息	631
清償損益	<u>2,140</u>
	<u>\$ 3,911</u>
營業成本	\$ 1,434
推銷費用	187
管理費用	<u>2,290</u>
	<u>\$ 3,911</u>

(5)認列為其他綜合損益之淨確定福利資產(負債)之再衡量數

合併公司累計認列於其他綜合損益之淨確定福利資產(負債)之再衡量數如下：

	112年度
1月1日累積餘額	\$ 23,033
本期認列利益	<u>(2,249)</u>
12月31日累積餘額	<u>\$ 20,784</u>

(6)精算假設

合併公司於報導日用以決定確定福利義務現值之重大精算假設如下：

	112.12.31
折現率	1.20~2.60%
未來薪資增加	1.10~2.00%

(7)敏感度分析

合併公司民國一一二年十二月三十一日當採用之主要精算假設變動對確定福利義務現值之影響如下：

	<u>對確定福利義務之影響</u>	
	<u>增加0.25%</u>	<u>減少0.25%</u>
民國112年12月31日		
折現率(原假設1.30%~2.40%)	(1,205)	1,249
未來薪資調薪率(原假設1.10%~2.00%)	1,247	(1,209)

上述之敏感度分析係基於其他假設不變的情況下分析單一假設變動之影響。實務上許多假設的變動則可能是連動的。敏感度分析係與計算資產負債表之淨退休金負債所採用的方法一致。

本期未編製敏感度分析。

競國實業股份有限公司及子公司合併財務報告附註(續)

2.確定提撥計畫

本公司之確定提撥計畫係依勞工退休金條例之規定，依勞工每月工資6%之提繳率，提撥至勞工保險局之勞工退休金個人專戶。在此計畫下本公司提撥固定金額至勞工保險局後，即無支付額外金額之法定或推定義務。

本公司民國一一三年度及一一二年度確定提撥退休金辦法下之退休金費用分別為9,156千元及9,498千元。

其餘合併子公司民國一一三年度及一一二年度依當地法令計提之退休金費用分別為47,783千元及46,253千元。

(十七)所得稅

1.合併公司民國一一三年度及一一二年度之所得稅費用(利益)明細如下：

	<u>113年度</u>	<u>112年度</u>
當期所得稅費用(利益)		
當期產生	\$ (22,358)	3,701
以前年度所得稅低(高)估數	<u>908</u>	<u>(8,657)</u>
小計	<u>(21,450)</u>	<u>(4,956)</u>
遞延所得稅費用		
暫時性差異之發生及迴轉	30,414	13,949
以前年度遞延所得稅低估數	<u>-</u>	<u>15,994</u>
小計	<u>30,414</u>	<u>29,943</u>
所得稅費用	<u><u>\$ 8,964</u></u>	<u><u>24,987</u></u>

合併公司民國一一三年度及一一二年度認列於其他綜合損益項下的所得稅利益(費用)明細如下：

	<u>113年度</u>	<u>112年度</u>
不重分類至損益之項目：		
確定福利計畫之再衡量數	<u>\$ -</u>	<u>450</u>
後續可能重分類至損益之項目：		
國外營運機構財務報表換算之兌換差額	<u><u>\$ (19,132)</u></u>	<u><u>6,507</u></u>

競國實業股份有限公司及子公司合併財務報告附註(續)

合併公司民國一一三年度及一一二年度所得稅費用(利益)與稅前淨利之關係調節如下：

	113年度	112年度
稅前淨利	\$ <u>156,937</u>	<u>79,294</u>
依本公司所在地國內稅率計算之所得稅	\$ 31,387	15,859
外國轄區稅率差異影響數	6,199	32,886
金融資產評價損益	4,278	(1,418)
研發投抵	(34,336)	(34,295)
國內處分證券交易	(1,000)	880
不得扣抵之費用	-	1
股利收入	(437)	(1,451)
權益法認列投資損益	(43)	76
未分配盈餘加徵	-	5,932
以前年度所得稅低(高)估數	908	(8,657)
以前年度遞延所得稅負債低估數	-	15,994
其 他	<u>2,008</u>	<u>(820)</u>
合 計	\$ <u><u>8,964</u></u>	<u><u>24,987</u></u>

2. 遞延所得稅資產及負債

民國一一三年度及一一二年度已認列之遞延所得稅資產及負債之變動如下：

遞延所得稅負債：

	權益法認列 之轉投資損益	未實現 兌換利益	合併產生 之資產增值	合 計
民國113年1月1日	\$ 65,758	1,184	9,008	75,950
借記損益表	154,067	3,316	(9,008)	148,375
匯率影響數	-	930	-	930
民國113年12月31日	\$ <u>219,825</u>	<u>5,430</u>	<u>-</u>	<u>225,255</u>
民國112年1月1日	\$ 54,022	-	8,942	62,964
借記損益表	11,736	1,184	-	12,920
匯率影響數	-	-	66	66
民國112年12月31日	\$ <u>65,758</u>	<u>1,184</u>	<u>9,008</u>	<u>75,950</u>

遞延所得稅資產：

	未實 現兌 換損失	備抵 存貨跌 價及報 廢損失	備抵 壞帳、 備抵銷 貨退回 及折讓	國外 營運機 構財務 報表換 算之兌 換差額	退休金 超限數	未實現 資產減 損損失	虧損 扣抵	其 他	合 計
民國113年1月1日	\$ -	11,638	1,886	19,364	4,937	-	697	2,296	40,818
貸記(借記)損益表	-	(7,374)	(175)	-	-	20,849	99,680	4,981	117,961
借記其他綜合損益	-	-	-	(19,132)	-	-	-	-	(19,132)
匯率影響數	-	-	-	-	-	-	-	49,219	49,219
民國113年12月31日	\$ <u>-</u>	<u>4,264</u>	<u>1,711</u>	<u>232</u>	<u>4,937</u>	<u>20,849</u>	<u>100,377</u>	<u>56,496</u>	<u>188,866</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	未實現 兌換損失	備抵 存貨跌 價及報 廢損失	備抵 壞帳、 備抵銷 貨退回 及折讓	國外 營運機 構財務 報表換 算之兌 換差額	退休金 超限數	未實現 資產減 損損失	虧損 扣抵	其 他	合 計
民國112年1月1日	\$ 7,998	19,340	3,097	12,853	4,560	-	736	2,342	50,926
借記損益表	(7,998)	(7,702)	(1,211)	-	(73)	-	(39)	-	(17,023)
貸記其他綜合損益	-	-	-	6,507	450	-	-	-	6,957
匯率影響數	-	-	-	4	-	-	-	(46)	(42)
民國112年12月31日	\$ -	11,638	1,886	19,364	4,937	-	697	2,296	40,818

3.所得稅之徵收及核定情形

本公司營利事業所得稅結算申報已奉稽徵機關核定至民國一一一年度。

(十八)資本及其他權益

民國一一三年及一一二年十二月三十一日，本公司額定股本總額皆為2,000,000千元，每股面額10元，皆為200,000千股。前述額定股本總額為普通股，已發行股份皆為普通股159,899千股。所有已發行股份之股款均已收取。

1.資本公積

本公司資本公積餘額內容如下：

	113.12.31	112.12.31
現金增資股本溢價	\$ 214,731	214,731
應付公司債轉換股本溢價	204,198	204,198
	<u>\$ 418,929</u>	<u>418,929</u>

依公司法規定，資本公積需優先填補虧損後，始得按股東原有股份之比例以已實現之資本公積發給新股或現金。前項所稱之已實現資本公積，包括超過票面金額發行股票所得之溢額及受領贈與之所得。依發行人募集與發行有價證券處理準則規定，得撥充資本之資本公積，每年撥充之合計金額，不得超過實收資本額百分之十。

2.保留盈餘

本公司章程規定，年度決算如有盈餘，應先提繳稅款，彌補以往年度虧損，次提百分之十為法定盈餘公積，並按法令規定提列特別公積，其餘加計以前年度未分配盈餘後，由董事會擬定分派議案，提請股東會決議分派。

依本公司章程訂定之股利政策，配合本公司未來更新設備及擴充需求，現金股利分派之比例以不低於股利分派總額百分之十，餘以股票股利分派之。

(1)法定盈餘公積

公司無虧損時，得經股東會決議，以法定盈餘公積發給新股或現金，惟以該項公積超過實收資本額百分之二十五之部分為限。

競國實業股份有限公司及子公司合併財務報告附註(續)

(2)特別盈餘公積

依金管會規定，本公司於分派可分配盈餘時，就當年度發生之帳列其他股東權益減項淨額，自當期損益與前期未分配盈餘提列相同數額之特別盈餘公積；屬前期累積之其他股東權益減項金額，則自前期未分配盈餘提列相同數額之特別盈餘公積不得分派。嗣後其他股東權益減項數額有迴轉時，得就迴轉部份分派盈餘。

(3)盈餘分配

本公司分別於民國一一三年六月十九日及一一二年六月十四日經股東常會決議民國一一二年度及一一一年度盈餘分配案，分派之每股股利分別如下：

	112年度	111年度
每股現金股利(單位：新台幣元)	\$ <u>0.50</u>	<u>0.50</u>

本公司於民國一一四年三月七日經董事會擬議民國一一三年度盈餘分配案，有關分派予業主股利之金額如下：

	113年度
分派予普通股業主之現金股利	\$ <u>79,950</u>

上列盈餘分配相關資訊可至公開資訊觀測站查詢。

3.其他權益(稅後淨額)

	國外營運機構 財務報表換算 之兌換差額	透過其他綜 合損益按公允 價值衡量之金融 資產未實現損益	合 計
民國113年1月1日餘額	\$ (77,479)	7,444	(70,035)
換算國外營運機構財務報表所產生之兌換差額	92,507	-	92,507
民國113年12月31日餘額	\$ <u>15,028</u>	<u>7,444</u>	<u>22,472</u>
民國112年1月1日餘額	\$ (51,411)	7,444	(43,967)
換算國外營運機構財務報表所產生之兌換差額	(26,068)	-	(26,068)
民國112年12月31日餘額	\$ <u>(77,479)</u>	<u>7,444</u>	<u>(70,035)</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

(十九)每股盈餘

本公司基本每股盈餘及稀釋每股盈餘之計算如下：

	113年度	112年度
股數單位：千股		
基本每股盈餘：		
歸屬於本公司普通股之淨利	\$ 147,973	54,307
普通股加權平均流通在外股數	159,899	159,899
基本每股盈餘(單位：新台幣元)	\$ 0.93	0.34
稀釋每股盈餘：		
歸屬於本公司普通股之淨利	\$ 147,973	54,307
普通股加權平均流通在外股數	159,899	159,899
具稀釋作用之潛在普通股之影響		
員工酬勞影響	934	393
普通股加權平均流通在外股數(調整稀釋性 潛在普通股影響數後)	160,833	160,292
稀釋每股盈餘(單位：新台幣元)	\$ 0.92	0.34

(二十)客戶合約之收入

1.收入之細分

	113年度			
	台灣	大陸	泰國	合計
主要地區市場：				
臺灣	\$ 362,317	18,027	140	380,484
大陸	773,462	2,065,627	2,058	2,841,147
泰國	72,248	31,065	692,357	795,670
韓國	174	62,691	10,197	73,062
越南	9,090	275,302	13,926	298,318
其他國家	2,900	416,800	287,044	706,744
	<u>\$ 1,220,191</u>	<u>2,869,512</u>	<u>1,005,722</u>	<u>5,095,425</u>
主要產品/服務線：				
雙面印刷電路板	\$ 472,163	297,487	471,730	1,241,380
多層印刷電路板	737,090	2,571,632	527,711	3,836,433
其他	10,938	393	6,281	17,612
	<u>\$ 1,220,191</u>	<u>2,869,512</u>	<u>1,005,722</u>	<u>5,095,425</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	112年度			
	台灣	大陸	泰國	合計
主要地區市場：				
臺灣	\$ 364,001	39,516	44	403,561
大陸	875,355	2,135,742	2,449	3,013,546
泰國	22,952	925	1,032,482	1,056,359
韓國	3,510	561,070	7,831	572,411
越南	7,411	431,235	18,076	456,722
其他國家	2,796	100,669	344,898	448,363
	<u>\$ 1,276,025</u>	<u>3,269,157</u>	<u>1,405,780</u>	<u>5,950,962</u>
主要產品/服務線：				
雙面印刷電路板	\$ 429,677	199,656	685,342	1,314,675
多層印刷電路板	835,431	3,069,455	711,344	4,616,230
其他	10,917	46	9,094	20,057
	<u>\$ 1,276,025</u>	<u>3,269,157</u>	<u>1,405,780</u>	<u>5,950,962</u>

2.合約餘額

	113.12.31	112.12.31	112.1.1
應收票據	\$ 5,660	5,008	2,662
應收帳款	1,371,340	1,652,001	1,837,187
減：備抵損失	(141)	(5,448)	(37,221)
合計	<u>\$ 1,376,859</u>	<u>1,651,561</u>	<u>1,802,628</u>
合約負債(帳列其他流動負債)	<u>\$ 5,485</u>	<u>3,158</u>	<u>2,613</u>

應收票據及帳款及其減損之揭露請詳附註六(五)。

民國一一三年及一一二年一月一日合約負債期初餘額於民國一一三年度及一一二年度認列為收入之金額分別為1,727千元及2,600千元。

(二十一)員工及董事酬勞

依本公司章程規定，年度如有獲利，應提撥不低於百分之五為員工酬勞及不高於百分之三為董事酬勞。但公司尚有累積虧損時，應預先保留彌補數額。

本公司民國一一三年度及一一二年度員工酬勞估列數分別為14,742千元及7,451千元，董事酬勞估列數分別為6,000千元及2,856千元，係以本公司該段期間之稅前淨利扣除員工及董事酬勞前之金額乘上本公司章程所訂之分派成數為估計基礎，並列報為該期間之營業費用，若次年度實際分派金額與估列數有差異時，則依會計估計變動處理，並將該差異認列為次年度損益。前述董事會決議分派之員工及董事酬勞與本公司民國一一三年度及一一二年度合併財務報告估列金額並無差異。

上述相關資訊可至公開資訊觀測站查詢。

競國實業股份有限公司及子公司合併財務報告附註(續)

(二十二)營業外收入及支出

1.利息收入

	113年度	112年度
銀行存款利息	\$ <u>106,869</u>	<u>114,601</u>

2.其他收入

	113年度	112年度
股利收入	\$ 2,184	7,257
其他收益	<u>53,287</u>	<u>81,416</u>
合 計	\$ <u>55,471</u>	<u>88,673</u>

3.其他利益及損失

	113年度	112年度
外幣兌換利益淨額	\$ 120,929	52,942
處分及報廢不動產、廠房及設備損失淨額	(15,348)	(8,168)
透過損益按公允價值衡量之金融資產及負債 損益	(16,393)	23,487
處分子公司利益	577,144	-
處分無形資產損失	(600)	-
租賃修改利益	-	17
減損損失	(104,244)	-
其 他	<u>-</u>	<u>(812)</u>
合 計	\$ <u>561,488</u>	<u>67,466</u>

4.財務成本

	113年度	112年度
利息費用		
銀行借款	\$ 86,888	120,037
租賃負債	<u>1,109</u>	<u>1,363</u>
合 計	\$ <u>87,997</u>	<u>121,400</u>

(二十三)金融工具

1.信用風險

(1)信用風險之暴險

金融資產之帳面金額代表最大信用暴險金額。

(2)信用風險集中情況

合併公司於民國一一三年及一一二年十二月三十一日，應收票據及帳款餘額中分別有42%及40%係由特定客戶組成，使合併公司有風險顯著集中之情形。

競國實業股份有限公司及子公司合併財務報告附註(續)

(3)應收款項及按攤銷後成本衡量之金融資產之信用風險

應收帳款之信用風險暴險資訊請詳附註六(五)。

其他應收款提列減損情形請詳附註六(六)。合併公司之其他應收款及按攤銷後成本衡量之金融資產屬信用風險低之金融資產，因此按十二個月預期信用損失金額衡量該期間之備抵損失，按攤銷後成本衡量之金融資產主要為定期存款，評估無重大預期信用損失金額。

2.流動性風險

下表為金融負債之合約到期日，不包含估計利息之影響。

	帳面 金額	合約現 金流量	1年以內	1-2年	2-5年	超過5年
113年12月31日						
非衍生金融負債						
短期借款	\$ 2,047,337	2,047,337	2,047,337	-	-	-
應付款項	886,186	886,186	886,186	-	-	-
租賃負債	74,350	74,350	9,800	9,931	22,714	31,905
存入保證金	61,104	61,104	37,884	14,264	-	8,956
	<u>\$ 3,068,977</u>	<u>3,068,977</u>	<u>2,981,207</u>	<u>24,195</u>	<u>22,714</u>	<u>40,861</u>
112年12月31日						
非衍生金融負債						
短期借款	\$ 3,698,832	3,698,832	3,698,832	-	-	-
應付短期票券	149,840	149,840	149,840	-	-	-
應付款項	1,064,229	1,064,229	1,064,229	-	-	-
長期借款	86,821	86,821	12,403	12,403	62,015	-
租賃負債	74,380	74,380	6,950	7,054	21,803	38,573
存入保證金	61,780	61,780	47,750	130	6,058	7,842
	<u>\$ 5,135,882</u>	<u>5,135,882</u>	<u>4,980,004</u>	<u>19,587</u>	<u>89,876</u>	<u>46,415</u>

合併公司並不預期到期日分析之現金流量發生時點會顯著提早，或實際金額會有顯著不同。

3.匯率風險

(1)匯率風險之暴險

合併公司暴露於重大外幣匯率風險之金融資產及負債如下：

	113.12.31			112.12.31		
	外幣	匯率	台幣	外幣	匯率	台幣
<u>金融資產</u>						
<u>貨幣性項目</u>						
美金	\$ 85,326	32.2903	2,755,207	136,972	30.6649	4,200,228
<u>金融負債</u>						
<u>貨幣性項目</u>						
美金	6,837	32.7390	223,841	41,762	30.9588	1,292,894

競國實業股份有限公司及子公司合併財務報告附註(續)

(2) 敏感性分析

合併公司之匯率風險主要來自於以外幣計價之現金及約當現金、應收帳款及其他應收款、借款、應付帳款及其他應付款等，於換算時產生外幣兌換損益。於民國一一三年及一一二年十二月三十一日當新台幣、人民幣及泰銖相對於美金升值或貶值1%，而其他所有因素維持不變之情況下，民國一一三年度及一一二年度之稅前淨利將分別增加或減少約25,314千元及37,857千元。兩期分析係採用相同基礎。

(3) 貨幣性項目之兌換損益

由於合併公司功能性貨幣種類繁多，故採彙整方式揭露貨幣性項目之兌換損益資訊，民國一一三年度及一一二年度外幣兌換利益(含已實現及未實現)分別為120,929千元及52,942千元。

4. 其他價格風險

如報導日權益證券價格變動(兩期分析係採用相同基礎，且假設其他變動因素不變)，對綜合損益之影響如下：

報導日證券價格	113年度		112年度	
	其他綜合 損益稅後 金 額	稅後損益	其他綜合 損益稅後 金 額	稅後損益
上漲1%	\$ 248	1,385	248	1,311
下跌1%	\$ (248)	(1,385)	(248)	(1,311)

第三等級權益證券價格變動請詳本附註6.(5)「對第三等級之公允價值衡量，公允價值對合理可能替代假設之敏感度分析」說明。

5. 利率風險

合併公司之金融負債利率曝險於本附註之流動性風險管理中說明。

下列敏感度分析係依非衍生工具於報導日之利率暴險而決定。對於浮動利率負債，其分析方式係假設報導日流通在外之負債金額於整年度皆流通在外。合併公司內部向主要管理階層報告利率時所使用之變動率為利率增加或減少1%，此亦代表管理階層對利率之合理可能變動範圍之評估。

若利率增加或減少1%，在所有其他變數維持不變之情況下，民國一一三年度及一一二年度之稅前淨利將分別減少或增加20,473千元及37,857千元，主因係合併公司之變動利率借款。

競國實業股份有限公司及子公司合併財務報告附註(續)

6.公允價值資訊

(1)金融工具之種類及公允價值

合併公司金融資產及金融負債之帳面金額及公允價值(包括公允價值等級資訊，但非按公允價值衡量金融工具之帳面金額為公允價值之合理近似值者，及租賃負債，依規定無須揭露公允價值資訊)列示如下：

113.12.31					
帳面金額	公允價值				合 計
	第一級	第二級	第三級		
透過損益按公允價值衡量之金融資產					
國內上市(櫃)股票	\$ 138,482	138,482	-	-	138,482
透過其他綜合損益按公允價值衡量之金融資產					
按公允價值衡量之無公開報價權益工具	24,795	-	-	24,795	24,795
按攤銷後成本衡量之金融資產					
現金及約當現金	2,684,643	-	-	-	-
應收票據及應收帳款	1,376,859	-	-	-	-
其他應收款	107,029	-	-	-	-
按攤銷後成本衡量之金融資產	927,593	-	-	-	-
存出保證金	1,669	-	-	-	-
小 計	5,097,793	-	-	-	-
合 計	\$ 5,261,070	138,482	-	24,795	163,277
按攤銷後成本衡量之金融負債					
短期借款	\$ 2,047,337	-	-	-	-
應付款項	886,186	-	-	-	-
租賃負債	74,350	-	-	-	-
存入保證金	61,104	-	-	-	-
合 計	\$ 3,068,977	-	-	-	-
112.12.31					
帳面金額	公允價值				合 計
	第一級	第二級	第三級		
透過損益按公允價值衡量之金融資產					
國內上市(櫃)股票	\$ 131,089	131,089	-	-	131,089
國內開放型基金	1,001	1,001	-	-	1,001
結構型存款	432,703	-	-	432,703	432,703
小 計	564,793	132,090	-	432,703	564,793

競國實業股份有限公司及子公司合併財務報告附註(續)

	112.12.31				
	帳面金額	公允價值			合 計
		第一級	第二級	第三級	
透過其他綜合損益按公允價值衡量之金融資產					
按公允價值衡量之無公開報價權益工具	\$ 24,795	-	-	24,795	24,795
按攤銷後成本衡量之金融資產					
現金及約當現金	3,853,164	-	-	-	-
應收票據及應收帳款	1,651,561	-	-	-	-
其他應收款	52,995	-	-	-	-
按攤銷後成本衡量之金融資產	3,095	-	-	-	-
存出保證金	3,560	-	-	-	-
小 計	5,564,375	-	-	-	-
合 計	<u>\$ 6,153,963</u>	<u>132,090</u>	<u>-</u>	<u>457,498</u>	<u>589,588</u>
按攤銷後成本衡量之金融負債					
短期借款	\$ 3,711,235	-	-	-	-
應付短期票券	149,840	-	-	-	-
應付款項	1,064,229	-	-	-	-
長期借款	74,418	-	-	-	-
租賃負債	74,380	-	-	-	-
存入保證金	61,780	-	-	-	-
合 計	<u>\$ 5,135,882</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

(2)公允價值評價技術

A.非衍生金融工具

金融工具如有活絡市場公開報價時，則以活絡市場之公開報價為公允價值。主要交易所公告之市價，皆屬上市(櫃)權益工具公允價值之基礎。

若能及時且經常自交易所、經紀商、承銷商、產業公會、訂價服務機構或主管機關取得金融工具之公開報價，且該價格代表實際且經常發生之公平市場交易者，則該金融工具有活絡市場公開報價。如上述條件並未達成，則該市場視為不活絡。一般而言，買賣價差甚大、買賣價差顯著增加或交易量甚少，皆為不活絡市場之指標。

合併公司持有之金融工具如屬有活絡市場者，其公允價值依類別及屬性列示：

- 上市(櫃)公司股票及國內開放型基金係具標準條款與條件並於活絡市場交易之金融資產，其公允價值係分別參照市場報價決定。

競國實業股份有限公司及子公司合併財務報告附註(續)

除上述有活絡市場之金融工具外，其餘金融工具之公允價值係以評價技術或參考交易對手報價取得。透過評價技術所取得之公允價值可參照其他實質上條件及特性相似之金融工具之現時公允價值、現金流量折現法或以其他評價技術，包括以合併資產負債表日可取得之市場資訊運用模型計算而得。

合併公司持有之金融工具如屬無活絡市場者，其公允價值依類別及屬性列示如下：

- 無公開報價之權益工具：係使用市場可比公司法估算公允價值，其主要假設係以被投資者之股價淨值及可比上市(櫃)公司市場報價所推導之股價淨值乘數為基礎衡量。該估計數已調整該權益證券缺乏市場流通性之折價影響。
- 無公開報價之結構型存款：係按合約所訂利率估計未來現金流量，並以反映信用風險之折現率折現。

B.衍生金融工具

係根據廣為市場使用者所接受之評價模型評價。遠期外匯合約通常係根據目前之遠期匯率評價。換匯合約通常係根據金融機構所提供之報價資訊。

(3)第三等級之變動明細表

	透過損益按 公允價值衡量	透過其他綜 合損益按公 允價值衡量
民國113年1月1日	\$ 432,703	24,795
總利益或損失		
認列於損益	7,585	-
匯率變動影響數	12,727	-
購 買	1,269,478	-
處 分	(1,722,493)	-
民國113年12月31日	\$ -	24,795
民國112年1月1日	\$ 15,428	24,795
總利益或損失		
認列於損益	1,563	-
匯率變動影響數	(6,885)	-
購 買	857,109	-
處 分	(434,512)	-
民國112年12月31日	\$ 432,703	24,795

競國實業股份有限公司及子公司合併財務報告附註(續)

(4)重大不可觀察輸入值（第三等級）之公允價值衡量之量化資訊

合併公司公允價值衡量歸類為第三等級主要有透過其他綜合損益按公允價值衡量之金融資產及強制透過損益按公允價值衡量之非衍生金融資產－結構型存款。

合併公司無活絡市場之權益工具投資具有複數重大不可觀察輸入值。無活絡市場之權益工具投資之重大不可觀察輸入值因彼此獨立，故不存在相互關聯性。

合併公司之結構型存款，因實務上無法充分掌握重大不可觀察輸入值及公允價值之關係，故不納入重大不可觀察輸入值之量化資訊及公允價值對合理可能替代假設之敏感性分析之揭露範圍。

重大不可觀察輸入值之量化資訊列表如下：

項目	評價技術	重大不可觀察輸入值	重大不可觀察輸入值與公允價值關係
透過其他綜合損益按公允價值衡量之金融資產－無活絡市場之權益工具投資	市場法(可類比上市上櫃公司)	<ul style="list-style-type: none"> 股價淨值比乘數(113.12.31及112.12.31分別為1.86及2.18) 缺乏市場流通性折價(113.12.31及112.12.31皆為40%) 	<ul style="list-style-type: none"> 乘數愈高，公允價值愈高 缺乏市場流通性折價愈高，公允價值愈低

(5)對第三等級之公允價值衡量，公允價值對合理可能替代假設之敏感度分析

合併公司對金融工具之公允價值衡量係屬合理，惟若使用不同之評價模型或評價參數可能導致評價之結果不同。針對分類為第三等級之金融工具，若評價參數變動，則對本期其他綜合損益之影響如下：

		公允價值變動 反應於其他綜合損益			
		輸入值	向上或 下變動	有利變動	不利變動
113年12月31日					
透過其他綜合損益按公允價值衡量之 金融資產					
無活絡市場之權益工具投資	股價淨值比 乘數	5%		4,704	(4,704)
	缺乏市場流 通性折價	5%		7,841	(7,841)
112年12月31日					
透過其他綜合損益按公允價值衡量之 金融資產					
無活絡市場之權益工具投資	股價淨值比 乘數	5%		4,392	(4,392)
	缺乏市場流 通性折價	5%		7,319	(7,319)

競國實業股份有限公司及子公司合併財務報告附註(續)

合併公司有利及不利變動係指公允價值之波動，而公允價值係根據不同程度之不可觀察之投入參數，以評價技術計算而得。若金融工具之公允價值受一個以上輸入值之影響，上表僅反應單一輸入值變動所產生之影響，並不將輸入值間之相關性及變異性納入考慮。

民國一一三年度及一一二年度金融資產(負債)之公允價值層級並無任何移轉情況。

(二十四)財務風險管理

1.概要

合併公司因金融工具之使用而暴露於下列風險：

- (1)信用風險
- (2)流動性風險
- (3)市場風險

本附註表達合併公司上述各項風險之暴險資訊、合併公司衡量及管理風險之目標、政策及程序。進一步量化揭露請詳合併財務報告各該附註。

2.風險管理架構

董事會負責監督合併公司之風險管理架構。合併公司由各部門主管組成跨部門之經營管理會議，負責控管合併公司之各風險管理政策，並定期向董事會報告其運作。

各部門主管辨認及分析合併公司所面臨之風險，覆核外部因素對營運之衝擊以及時反映市場情況並適時調整合併公司運作以因應市場變化。合併公司透過訓練、管理辦法及作業程序，使所有員工了解其角色及義務。

合併公司之監察人及審計委員會監督管理階層如何監控合併公司風險管理政策及程序之遵循，內部稽核人員協助合併公司監察人及審計委員會扮演監督角色。該等人員進行定期及例外覆核風險管理控制及程序，並將覆核結果報告予監察人及審計委員會。

3.信用風險

信用風險係合併公司因客戶或金融工具之交易對手無法履行合約義務而產生財務損失之風險，主要來自於合併公司應收款項、銀行存款及其他金融工具。

(1)應收款項

合併公司之信用風險暴險主要受每一客戶個別狀況影響。依合併公司的授信政策，在給予付款條件及授信額度前，合併公司使用公開可取得之財務資訊及彼此交易紀錄對主要客戶進行評等。授信額度係依個別客戶建立交易限額並須定期覆核。

合併公司設置有備抵損失帳戶以反映對應收票據及帳款已發生損失之估計，備抵帳戶主要組成部份包含了與個別重大暴險相關之特定損失組成部份。

競國實業股份有限公司及子公司合併財務報告附註(續)

(2)銀行存款及其他金融工具

銀行存款及其他金融工具之信用風險，係由合併公司財務部門衡量並監控。由於合併公司之交易對象及履約他方均係信用良好之銀行，無重大之履約疑慮，故無重大之信用風險。

(3)保 證

合併公司政策規定僅能提供財務保證予完全擁有之子公司。民國一一三年及一一二年十二月三十一日，合併公司未提供保證予子公司以外之對象。

4.流動性風險

流動性風險係合併公司無法交付現金或其他金融資產以清償金融負債，未能履行相關義務之風險。合併公司管理流動性之方法係盡可能確保合併公司在一般及具壓力之情況下，皆有足夠之流動資金以支應到期之負債，而不致發生不可接受之損失或使合併公司之聲譽遭受到損害之風險。

合併公司財務部門監控現金流量需求及規劃閒置資金最適之投資現金報酬。一般而言，合併公司確保有足夠之現金以支應一年之預期營運支出需求，包括金融義務之履行，但排除極端情況下無法合理預期的潛在影響，如：自然災害。另外，合併公司於民國一一三年及一一二年十二月三十一日未使用之長短期借款(含商業本票)額度分別為4,963,219千元及4,641,933千元。

5.市場風險

市場風險主要係指匯率變動、利率變動及權益證券市場價格變動之公平價值風險，而使合併公司因從事相關交易而遭受之可能損失。為管理匯率風險，合併公司將持有外幣之淨部位維持於一定限額；同時，合併公司從事遠期外匯交易均選擇信譽良好之銀行，透過專業經理人管理市場風險。另，合併公司具利率變動之公平價值風險之金融資產為銀行存款，金融負債為短期借款、應付短期票券及長期借款，惟市場利率變動不大。此外，合併公司所持有之開放型基金及上市(櫃)公司股票，因其係以公平價值衡量，因此合併公司將曝露於權益證券市場價格變動之風險，合併公司從事相關交易均審慎選擇投資標的，並控制持有之部位，以管理市場風險。綜上所述，相關金融資產及金融負債因匯率、利率及權益證券市場價格變動之公平價值變動產生風險之影響並不重大。

(二十五)資本管理

董事會之政策係維持健全之資本基礎，以維繫投資人、債權人及市場之信心以及支持未來營運之發展。資本包含合併公司之股本、資本公積及保留盈餘。董事會控管負債資本比率，同時控管普通股股利水準。

競國實業股份有限公司及子公司合併財務報告附註(續)

	113.12.31	112.12.31
負債總額	\$ 3,497,134	5,335,830
減：現金及約當現金	2,684,643	3,853,164
淨負債	\$ <u>812,491</u>	<u>1,482,666</u>
權益總額	\$ <u>3,723,658</u>	<u>3,563,128</u>
負債資本比率	<u>21.82</u> %	<u>41.61</u> %

截至民國一一三年十二月三十一日，本年度合併公司資本管理之方式並未改變。

(二十六)非現金交易之投資及籌資活動

來自籌資活動之負債調節如下表：

		現金流量		非現金之變動						
	113.1.1	增	加	減	少	增	添	匯率變動	處分 子公司	113.12.31
長期借款	\$ 86,821	230,274		(233,823)		-		-	(83,272)	-
短期借款	3,698,832	12,404,353		(13,762,797)		-		-	(293,051)	2,047,337
應付短期票券	149,840	190,162		(340,002)		-		-	-	-
租賃負債	74,398	-		(9,864)		9,806		10	-	74,350
來自籌資活動 之負債總額	\$ 4,009,891	12,824,789		(14,346,486)		9,806		10	(376,323)	2,121,687

		現金流量		非現金之變動							
	112.1.1	增	加	減	少	增	添	匯率變動	處	分	112.12.31
長期借款	\$ 116,300	23,776		(53,255)		-		-	-		86,821
短期借款	3,389,027	16,918,362		(16,608,557)		-		-	-		3,698,832
應付短期票券	149,894	1,320,753		(1,320,807)		-		-	-		149,840
租賃負債	88,917	-		(13,894)		126		11	(762)		74,398
來自籌資活動 之負債總額	\$ 3,744,138	18,262,891		(17,996,513)		126		11	(762)		4,009,891

七、關係人交易

(一)關係人名稱及關係

關係人名稱	與合併公司之關係
賴進財	合併公司之主要管理階層
曹月霞	合併公司之主要管理階層

(二)與關係人間之重大交易事項

1.合併公司因業務需要向關係人承租土地及房屋之租金支出內容如下：

關係人 類別	承租標的物	租賃期間	113年度	112年度
合併公司主要管理階層	益資投資股份有限公司辦公室	一年	\$ 144	144
	競國投資股份有限公司辦公室	一年	144	144
			\$ <u>288</u>	<u>288</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

益資投資公司與競國投資公司向合併公司之主要管理階層承租辦公室之租金支出，每月均為12千元，並一次預付一整年之租金。於民國一一三年及一一二年十二月三十一日皆無應付租金餘額。

合併公司向主要管理階層承租土地，於民國一一三年度及一一二年度分別認列之利息支出為366千元及401千元，截至民國一一三年及一一二年十二月三十一日止之租賃負債餘額分別為23,233千元及25,627千元。

2.其 他

民國一一三年度及一一二年度，合併公司主要管理階層提供登記在其個人名下之土地予銀行作為合併公司向銀行短期借款之抵押品。

(三)主要管理階層人員報酬

主要管理階層人員報酬包括：

	113年度	112年度
短期員工福利	\$ 24,791	23,077
退職後福利	297	344
	<u>\$ 25,088</u>	<u>23,421</u>

民國一一三年度及一一二年度之短期員工福利中不包含提供予董事長、總經理及副總經理配車，成本共計分別為10,206千元及10,193千元，民國一一三年及一一二年十二月三十一日，其帳面價值共計分別為295千元及1,047千元，列於不動產、廠房及設備。

八、質押之資產

合併公司提供質押擔保之資產帳面價值明細如下：

資產名稱	質押擔保標的	113.12.31	112.12.31
應收帳款	短期借款	\$ 95,059	92,677
按攤銷後成本衡量之金融資產－非流動：			
受限制之活期存款	股份轉讓協議	187,226	-
受限制之定期存款	電力保證	-	3,095
不動產、廠房及設備：			
土 地	長、短期借款	134,060	134,060
房屋及建築	長、短期借款	64,498	84,033
使用權資產：			
土 地	短期借款	19,776	24,719
		<u>\$ 500,619</u>	<u>338,584</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

九、重大或有負債及未認列之合約承諾

(一)合併公司未認列之合約承諾如下：

	113.12.31	112.12.31
取得不動產、廠房及設備	\$ 82,337	43,788

(二)合併公司之銀行借款由本公司背書保證而開立之保證票據如下：

	113.12.31	112.12.31
背書保證	\$ 965,283	2,281,288

(三)銀行替合併公司提供電力保證額度如下：

	113.12.31	112.12.31
電力保證	\$ -	2,705

十、重大之災害損失：無。

十一、重大之期後事項

(一)有關盈餘分配案請詳附註六(十八)。

(二)本公司於民國一一四年三月七日經董事會決議通過，預計註銷股份2,905,000股，擬訂定一一四年三月二十日為減資基準日。

十二、其 他

員工福利、折舊、折耗及攤銷費用功能別彙總如下

功 能 別 性 質 別	113年度			112年度		
	屬於營業 成本者	屬於營業 費用者	合 計	屬於營業 成本者	屬於營業 費用者	合 計
員工福利費用						
薪資費用	1,158,961	268,714	1,427,675	1,144,108	215,520	1,359,628
勞健保費用	71,214	14,961	86,175	63,739	19,598	83,337
退休金費用	52,910	4,029	56,939	48,729	10,933	59,662
其他員工福利費用	13,555	20,590	34,145	17,734	33,136	50,870
折舊費用	272,641	12,793	285,434	364,561	14,751	379,312
攤銷費用	-	2,178	2,178	264	2,384	2,648

競國實業股份有限公司及子公司合併財務報告附註(續)

十三、附註揭露事項

(一)重大交易事項相關資訊

民國一一三年度合併公司依證券發行人財務報告編製準則之規定，應再揭露之重大交易事項相關資訊如下：

1.資金貸與他人：

單位：千元

編號	貸出資金 之 公 司	貸與 對象	往來 科目	是否為 關係人	本期最 高金額 (註3)	期末 餘額 (註3)	實際動 支金額 (註4)	利率 區 間 %	資金貸 與性質 (註1)	業務往 來金額	有短期融 通資金必 要之原因	提列備 抵損失 金 額	擔 保 品		對個別對 象資金貸 與 限 額 (註2)	資金貸與 總 限 額 (註2)
													名稱	價值		
1	U-Peak Ltd.	APCB Electronics (Thailand) Co., Ltd.	其他應 收款－ 關係人	是	160,647 (USD 4,900)	-	-	-	2	-	營運資金 需求	-	-	-	-	-
1	U-Peak Ltd.	競國國際有 限公司	其他應 收款－ 關係人	是	1,465,162 (USD 44,690)	1,465,162 (USD 44,690)	1,465,162 (USD 44,690)	-	2	-	營運資金 需求	-	-	1,869,883 (USD 57,035)	1,869,883 (USD 57,035)	-
2	APCB Holdings Limited	APCB Electronics (Thailand) Co., Ltd.	其他應 收款－ 關係人	是	314,408 (USD 9,590)	-	-	-	2	-	營運資金 需求	-	-	-	-	-
2	"	競國國際有 限公司	其他應 收款－ 關係人	是	314,736 (USD 9,600)	314,736 (USD 9,600)	314,736 (USD 9,600)	-	2	-	營運資金 需求	-	-	315,045 (USD 9,609)	315,045 (USD 9,609)	-
3	Prosper Plus Limited	APCB Electronics (Thailand) Co., Ltd.	其他應 收款－ 關係人	是	98,355 (USD 3,000)	-	-	-	2	-	營運資金 需求	-	-	-	-	-
3	Prosper Plus Limited	競國國際有 限公司	其他應 收款－ 關係人	是	65,570 (USD 2,000)	-	-	-	2	-	營運資金 需求	-	-	-	-	-

註1：資金貸與性質之說明如下：

- 1.有業務往來者請輸入1。
- 2.有短期融通資金之必要者請輸入2。

註2：依本公司訂定之「轉投資公司資金貸與他人作業辦法」中規定，本公司直接及間接持有表決權股份百分之百之國外公司間，從事資金貸與不受貸與企業淨值之百分之四十限額及期限一年之限制。但總額仍不得超過貸與企業淨值之百分之百為限；個別限額不得超過貸與企業淨值之百分之百為限，期限不得逾五年為限。

註3：資金貸與他人額度。

註4：合併個體之子公司間交易，已於編製合併報表時予以沖銷。

註5：上述金額係採民國一一三年十二月三十一日之匯率計算(美金兌新台幣之匯率為1：32.785)。

2.為他人背書保證：

編號	背書保證者公司名稱	被背書保證對象		對單一企業背書保證限額(註1)	本期最高背書保證餘額	期末背書保證餘額	本期實際動支金額	以財產擔保之背書保證金額	累計背書保證金額佔最近期財務報表淨值之比率	背書保證最高限額(註1)	屬母公司對子公司背書保證	屬子公司對母公司背書保證	屬對大陸地區背書保證
		公司名稱	關係(註2)										
0	本公司	競陸電子(昆山)有限公司	2	2,978,926	1,271,823	965,283	44,780	-	25.92 %	3,723,658	Y	N	Y
0	"	APCB Electronics (Thailand) Co., Ltd.	2	2,978,926	1,151,212	-	-	-	- %	3,723,658	Y	N	N

註1：依本公司訂定之「背書保證作業程序」中規定，本公司背書保證之總額以本公司最近期財務報表淨值100%為限，對單一企業之背書保證以不超過本公司最近期財務報表淨值80%為限。如因業務往來關係從事背書保證者則不得超過最近一年度與本公司交易之總額(雙方間進貨或銷貨金額孰高者)。

註2：背書保證者與被背書保證對象之關係有下列七種，標示種類即可：

- 1.有業務往來之公司。
- 2.公司直接及間接持有表決權之股份超過百分之五十之公司。
- 3.直接及間接對公司持有表決權之股份超過百分之五十之公司。
- 4.公司直接及間接持有表決權股份達百分之九十以上之公司間。
- 5.基於承攬工程需要之同業間或共同起造人間依合約規定互保之公司。
- 6.因共同投資關係由全體出資股東依其持股比率對其背書保證之公司。
- 7.同業間依消費者保護法規範從事預售屋銷售合約之履約保證連帶擔保。

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3. 期末持有有價證券情形(不包含投資子公司、關聯企業及合資權益部分)：

持有 之公司	有價證券 種類及名稱	與有價證券 發行人之關係	帳列科目	期 末				期中最高持 股或出賣情形	備 註
				股數(千股)	帳面金額	持股比例	公允價值		
本公司	股票：								
	茂迪股份有限公司	—	透過損益按公允價 值衡量之金融資產 — 流動	132	2,743	0.03 %	2,743	0.03 %	
"	華邦電子股份有限公司	—	"	600	8,880	0.01 %	8,880	0.01 %	
"	國泰金融控股股份有限 公司	—	"	200	13,660	-	13,660	- %	
"	穩懋半導體股份有限公 司	—	"	140	15,680	0.03 %	15,680	0.03 %	
"	聯茂電子股份有限公司	—	"	100	7,870	0.03 %	7,870	0.03 %	
"	金居開發股份有限公司	—	"	50	2,925	0.02 %	2,925	0.02 %	
"	泰鼎國際股份有限公司	—	"	50	1,670	0.03 %	1,670	0.03 %	
"	威剛科技股份有限公司	—	"	50	3,920	0.02 %	3,920	0.02 %	
"	台灣積體電路製造股份 有限公司	—	"	10	10,750	-	10,750	- %	
"	瀚宇彩晶股份有限公司	—	"	2,700	22,734	0.09 %	22,734	0.09 %	
"	南亞科技股份有限公司	—	"	70	2,047	- %	2,047	- %	
"	廣達電腦股份有限公司	—	"	60	17,220	- %	17,220	- %	
"	大同股份有限公司	—	"	170	8,143	0.01 %	8,143	0.01 %	
"	鴻海精密工業股份有限 公司	—	"	110	20,240	- %	20,240	- %	
					<u>138,482</u>		<u>138,482</u>		
"	股票：								
	連伸科技股份有限公司	—	透過其他綜合損益 按公允價值衡量之 金融資產—非流動	1,735	<u>24,795</u>	16.58 %	<u>24,795</u>	16.58 %	

4. 累積買進或賣出同一有價證券之金額達新台幣三億元或實收資本額百分之二十以上：

單位：千元

買、賣之公 司	有價證券 種類及 名 稱	帳列 科目	交易 對象	關係	期 初		買 入		賣 出				期 末	
					股數	金額	股數	金額	股數	售價	帳面 成本	處分 損益	股數	金額 (註)
競陸電子(昆 山)有限公司	富邦華一銀 行-結構性存 款等有價證 券	透過損益按 公允價值衡 量之金融資 產			-	64,905 (RMB 15,000)	-	89,086 (RMB 20,000)	-	156,645 (RMB 35,167)	155,901 (RMB 35,000)	744 (RMB 167)	-	-
"	首都銀行-持 有至到期保 本型結構性 存款	"			-	367,798 (RMB 85,000)	-	1,180,392 (RMB 265,000)	-	1,565,848 (RMB 351,536)	1,559,007 (RMB 350,000)	6,841 (RMB 1,536)	-	-
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd.	採權益法之 投資	法人	非關係人	34,033	49,374 (USD 1,608)	5,927	601,995 (USD 18,972)	39,960	1,260,560 (RMB 278,700)	651,369 (USD 20,580)	577,144 (USD 18,016)	-	(註)

註：處分損益包含累計外幣兌換差額貸方餘額94,009千元及負債準備126,056千元。

5. 取得不動產之金額達新台幣三億元或實收資本額百分之二十以上：無。

6. 處分不動產之金額達新台幣三億元或實收資本額百分之二十以上：無。

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7.與關係人進、銷貨之金額達新台幣一億元或實收資本額百分之二十以上者：

進(銷)貨 之公司	交易對象 名 稱	關 係	交易情形				交易條件與一般交易 不同之情形及原因		應收(付)票據、帳款		備註
			進(銷)貨	金 額	佔總進 (銷)貨之 比率(%)	授信 期間	單 價	授信期間	餘 額	佔總應收 (付)票據、帳 款之比率(%)	
競陸電子(昆 山)有限公司	本公司	母子公司	銷貨	(381,644)	11.86	(註1)	(註1)	(註1)	188,388	18.25	
"	Smart Explorer Limited	聯屬公司	銷貨	(359,436)	11.12	(註1)	(註1)	(註1)	189,050	18.23	

註1：價格係按雙方議定價格計算，付款期間視本公司對客戶之收款狀況而定。

註2：本公司與合併個體之子公司間交易，已於編製合併財務報告時予以沖銷。

8.應收關係人款項達新台幣一億元或實收資本額百分之二十以上：

帳列應收款項 之 公 司	交易對象名稱	關 係	應收關係人 款項餘額	週轉率%	逾期應收關係人款項		應收關係人款項 期後收回金額 (註四)	提列備抵 損失金額
					金 額	處理方式		
競陸電子(昆山)有 限公司	本公司	母子公司	188,388 (USD 5,746) (註一)	2.16	-		17,376 (USD 530)	-
"	Smart Explorer Limited	聯屬公司	189,050 (USD 5,766) (註一)	2.62	-		62,718 (USD 1,913)	-
U-Peak Ltd.	競國國際有限公司	聯屬公司	1,465,162 (USD 44,690) (註二)	-	-		-	-
APCB Holdings Limited	競國國際有限公司	聯屬公司	314,736 (USD 9,600) (註二)	-	-		-	-

單位：千元

註一：銷貨收入之款項。

註二：資金貸與之本金。

註三：係包含應收帳款及代採購零配件之款項。

註四：截至民國一十三年三月十一日止。

9.從事衍生工具交易：無。

10.母子公司間業務關係及重要交易往來情形：

編號 (註一)	交易人名稱	交易往來對象	與交易 人之關係 (註二)	交易往來情形			
				科 目	金 額	交易條件	佔合併總營業收入 總資產之比率
1	競陸電子(昆 山)有限公司	本公司	2	應收帳款	188,388	視本公司對客戶收款 狀況而定	2.61 %
1	"	本公司	2	銷貨收入	381,644	係參考市場行情依雙 方議定價格計算之	7.49 %
1	"	Smart Explorer Limited	3	銷貨收入	359,436	係參考市場行情依雙 方議定價格計算之	7.05 %
1	"	Smart Explorer Limited	3	應收帳款	189,050	視本公司對客戶收款 狀況而定	2.62 %
2	U-peak Ltd.	競國國際有限 公司	2	其他應收款	1,465,162	資金貸與，未計息， 無一般客戶可供比較	20.29 %
3	APCB Holdings Limited	競國國際有限 公司	3	其他應收款	314,736	係參考市場行情依雙 方議定價格計算之	4.36 %
4	昆山鎬鐸有限 公司	競陸電子(昆 山)有限公司	3	進貨	59,959	係參考市場行情依雙 方議定價格計算之	1.18 %

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註一、編號之填寫方式如下：

- 1.0代表母公司。
- 2.子公司依公司別由阿拉伯數字1開始依序編號。

註二、與交易人之關係種類標示如下：

- 1.母公司對子公司。
- 2.子公司對母公司。
- 3.子公司對子公司。

註三、茲就該科目金額屬資產負債表科目占合併總資產1%以上及損益科目占合併總營收1%以上予以揭露。

(二)轉投資事業相關資訊：

民國一一三年度之轉投資事業資訊如下(不包含大陸被投資公司)：

單位：千元/千股

投資公司 名稱	被投資公司 名稱	所在地 地區	主要營 業項目	原始投資金額		期末持有			期中最高持股 或出賣情形%	被投資公司 本期損益 (註2)	本期認列 之投資損益 (註2及4)	備註
				本期期末	去年年底	股數	比率%	帳面金額 (註2及4)				
競國實業股份有限公司	競國國際有限公司	British Virgin Islands	一般投資業務	2,039,260 (USD 62,201)	2,708,212 (USD 88,201)	(註1)	100.00	1,581,614	100.00	522,793	522,793	本公司之子公司
"	U-Peak Ltd.	Samoa	"	103,273 (USD 3,150)	96,721 (USD 3,150)	(註1)	100.00	1,869,883	100.00	111	111	本公司之子公司
"	競國投資股份有限公司	台灣	"	87,000	87,000	8,700	100.00	144,694	100.00	76	76	本公司之子公司
"	益資投資股份有限公司	台灣	"	87,000	87,000	8,700	100.00	142,817	100.00	141	141	本公司之子公司
"	Red Noble Limited	Samoa	"	9,836 (USD 300)	9,212 (USD 300)	(註1)	100.00	107,333	100.00	17,463	17,463	本公司之子公司
競國國際有限公司	APCB Investment Co., Ltd.	Mauritius	一般投資業務	874,540 (USD 26,675)	819,056 (USD 26,675)	(註1)	100.00	1,842,353	100.00	(18,400)	(18,400)	本公司之孫公司
"	New Day Limited	Samoa	"	6,885 (USD 210)	6,448 (USD 210)	(註1)	100.00	68,881	100.00	7,193	7,193	本公司之孫公司
"	APCB Capital Limited	Samoa	"	2,753,088 (USD 83,974)	2,839,721 (USD 92,484)	(註1)	100.00	1,120,296	100.00	533,573	533,573	本公司之孫公司
U-Peak Ltd.	Prosper Plus Limited	Samoa	貿易業務	-	30,705 (USD 1,000)	(註6)	-	-	-	193	193	本公司之孫公司
益資投資股份有限公司	APCB Holdings Limited	British Virgin Islands	一般投資業務	78,684 (USD 2,400)	73,692 (USD 2,400)	(註1)	50.00	157,510	50.00	584	292	本公司之孫公司
競國投資股份有限公司	APCB Holdings Limited	British Virgin Islands	"	78,684 (USD 2,400)	73,692 (USD 2,400)	(註1)	50.00	157,535	50.00	584	292	本公司之孫公司
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd.	泰國	多層線路板及新型電子之器件設計、開發及生產製造	-	2,836,804 (USD 92,389)	(註5)	-	-	-	11,372	11,372	本公司之孫公司之子公司
Red Noble Limited	Green Elite Limited	Somoa	貿易業務	-	3,071 (USD 100)	(註7)	-	-	-	(64)	(64)	本公司之孫公司
"	Smart Explorer Limited	Somoa	貿易業務	3,279 (USD 100)	3,071 (USD 100)	(註1)	100.00	62,849	100.00	17,533	17,533	本公司之孫公司

註1：係有限公司組織。

註2：本期認列之長期股權投資及投資損益係依經台灣母公司簽證會計師查核之財務報表依權益法認列投資損益。

註3：除本期認列之投資損益及被投資公司本期損益係採加權平均匯率(美金兌新台幣之匯率為1：32.1120)外，其餘以民國一一三年十二月三十一日之匯率計算(美金兌新台幣之匯率為1：32.785)。

註4：本公司與合併個體之各子公司間之長期股權投資帳面價值及本期認列之投資損益均已於編製合併報表時予以沖銷。

註5：本公司於民國一一三年八月九日經董事會決議出售全數股權，於民國一一三年八月九日與非關係人簽訂股份買賣合約，出售APCB Electronics (Thailand) Co., Ltd.全數股權，於民國一一三年九月二十七日完成股權移轉。

註6：Prosper Limited 已於民國一一三年十一月二十五日經董事會決議辦理解散清算，並於民國一一四年一月十三日取得解散證明。

註7：Green Elite Limited已於民國一一三年十一月二十五日經董事會決議辦理解散清算，並於民國一一四年一月十三日取得解散證明。

競國實業股份有限公司及子公司合併財務報告附註(續)

(三)大陸投資資訊：

1.大陸被投資公司名稱、主要營業項目等相關資訊：

單位：千元

大陸被投資公司名稱	主要營業項目	實收資本額	投資方式(註1)	本期期初自台灣匯出累積投資金額	本期匯出或收回投資金額		本期期末自台灣匯出累積投資金額	被投資公司本期損益(註2)	本公司直接或間接投資之持股比例%	期中最高持股或出資情形%	本期認列投資損益(註2及4)	期末投資帳面價值(註2及4)	截至本期止已匯回投資收益
					匯出	收回							
競陸電子有限公司	多層線路板及新型電子之器件設計、開發及生產製造	874,540 (USD 26,675)	(二)	844,263 (USD 26,675)	-	-	844,263 (USD 26,675)	(18,464) (USD (575))	100.00	100.00	(18,464) (USD (575))	1,835,501 (USD 55,986)	-
昆山錦輝有限公司	線路板買賣業務	6,885 (USD 210)	(二)	6,647 (USD 210)	-	-	6,647 (USD 210)	7,193 (USD 224)	100.00	100.00	7,193 (USD 224)	68,881 (USD 2,101)	-

註1：投資方式區分為下列三種，標示種類即可：

- (一)直接赴大陸地區從事投資。
- (二)透過第三地區公司競國國際有限公司再投資大陸。
- (三)其他方式。

註2：係本公司透過競國國際有限公司再轉投資之金額，本公司揭露之投資損益及帳面金額，係直接或間接投資之各該項目之數額，該公司所認列之長期股權投資及投資收益係依據被投資公司經台灣母公司簽證會計師查核之財務報表，以權益法評價列。

註3：除被投資公司截至本期已匯回投資收益係採歷史匯率及被投資公司本期損益及本期認列之投資損益係採加權平均匯率(美金兌新台幣之匯率為1：32.1120)外，其餘以民國一一三年十二月三十一日之匯率計算(美金兌新台幣之匯率為1：32.785)。

註4：長期股權投資帳面價值及本期認列投資損益均已於編製合併報表時予以沖銷。

2.赴大陸地區投資限額：

單位：千元

本期期末累計自台灣匯出赴大陸地區投資金額	經濟部投審會核准投資金額	依經濟部投審會規定赴大陸地區投資限額
881,425 (USD 26,885)(註1)	881,425 (USD 26,885)(註1)	2,234,195 (註2)

註1：上述對大陸地區之投資金額係指本公司透過競國國際有限公司之投資金額。截至民國一一三年十二月三十一日止本公司向投審會申請且已匯出資金為美金26,885千元。

註2：淨值60%。

註3：以上大陸地區投資之相關金額，本期期末累計自台灣匯出金額及經濟部投審會核准金額係以民國一一三年十二月三十一日之匯率計算(美金兌新台幣之匯率為1：32.785)。

3.與大陸被投資公司間之重大交易事項：

合併公司與大陸子公司間重大交易事項，請詳(一)重大交易事項相關資訊說明，前述與大陸地區之直接與間接交易事項於編製合併財務報表時已予以沖銷。

競國實業股份有限公司及子公司合併財務報告附註(續)

(四)主要股東資訊：

主要股東名稱	股份	持有股數	持股比例
賴進財		10,299,803	6.44 %
曹月霞		9,924,708	6.20 %

註：(1)本表主要股東資訊係由集保公司以每季底最後一個營業日，計算股東持有公司已完成無實體登錄交付(含庫藏股)之普通股及特別股合計達百分之五以上資料。至於公司財務報告所記載股本與公司實際已完成無實體登錄交付股數，可能因編製計算基礎不同或有差異。

(2)上開資料如屬股東將持股交付信託，係以受託人開立信託專戶之委託人個別分戶揭示。至於股東依據證券交易法令辦理持股超過百分之十之內部人股權申報，其持股包括本人持股加計其交付信託且對信託財產具有運用決定權股份等，有關內部人股權申報資料請參閱公開資訊觀測站。

(3)持股比例以無條件捨去至小數點後兩位計算。

十四、部門資訊

(一)一般性資訊

合併公司有三個應報導部門：台灣、大陸及泰國，各部門分別自行製造及銷售相關產品。合併公司之應報導部門係地區性事業單位，並針對不同地區客戶之需求提供不同之產品。由於每一地區性事業單位需要不同技術及行銷策略，故須分別管理。合併公司未分攤所得稅費用至應報導部門。此外，所有應報導部門之損益均包含折舊與攤銷及其以外之重大非現金項目。報導之金額與營運決策者使用之報告一致。合併公司營運部門損益係以稅前淨利衡量，並作為評估績效之基礎。

(二)應報導部門損益、部門資產、部門負債及其調節資訊

	113年度					調整 及銷除	合 併
	台 灣	大 陸	泰 國	其 他			
收 入：							
來自外部客戶收入	\$ 1,220,191	2,869,512	1,005,722	-	-	-	5,095,425
部門間收入	(4,774)	900,765	16,870	-	(922,409)	(922,409)	(9,548)
收入總計	<u>\$ 1,215,417</u>	<u>3,770,277</u>	<u>1,022,592</u>	<u>-</u>	<u>(922,409)</u>	<u>(922,409)</u>	<u>5,085,877</u>
利息費用	\$ 31,434	37,456	19,107	-	-	-	87,997
折舊與攤銷	\$ 45,964	163,188	78,460	-	-	-	287,612
部門損益	<u>\$ 225,628</u>	<u>(24,583)</u>	<u>(44,976)</u>	<u>867</u>	<u>-</u>	<u>-</u>	<u>156,936</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

	112年度					合 併
	台 灣	大 陸	泰 國	其 他	調整 及銷除	
收 入：						
來自外部客戶收入	\$ 1,276,025	3,269,157	1,405,780	-	-	5,950,962
部門間收入	4,660	819,221	5,116	-	(828,997)	-
收入總計	<u>\$ 1,280,685</u>	<u>4,088,378</u>	<u>1,410,896</u>	<u>-</u>	<u>(828,997)</u>	<u>5,950,962</u>
利息費用	<u>\$ 43,788</u>	<u>43,865</u>	<u>33,747</u>	<u>-</u>	<u>-</u>	<u>121,400</u>
折舊與攤銷	<u>\$ 51,355</u>	<u>173,006</u>	<u>157,599</u>	<u>-</u>	<u>-</u>	<u>381,960</u>
部門損益	<u>\$ 84,907</u>	<u>186,932</u>	<u>(134,133)</u>	<u>(58,412)</u>	<u>-</u>	<u>79,294</u>

民國一一三年度及一一二年度之應報導部門收入合計數分別應銷除部門間收入922,409千元及828,997千元。

(三)產品別及勞務別資訊

合併公司來自外部客戶收入資訊如下：

產品及勞務名稱	113年度	112年度
雙面印刷電路板	\$ 1,241,380	1,314,675
多層印刷電路板	3,836,433	4,616,230
其 他	17,612	20,057
合 計	<u>\$ 5,095,425</u>	<u>5,950,962</u>

(四)地區別資訊

合併公司地區別資訊如下，其中收入係依據客戶所在地理位置為基礎歸類，而非流動資產則依據資產所在地理位置歸類。

來自外部客戶收入：

地 區	113年度	112年度
美 洲	\$ 93,978	75,378
歐 洲	73,343	151,487
亞 洲	4,928,104	5,724,097
合 計	<u>\$ 5,095,425</u>	<u>5,950,962</u>

非流動資產：

地 區	113.12.31	112.12.31
台 灣	\$ 207,540	357,839
大 陸	1,063,992	1,042,545
泰 國	-	604,995
其他國家	6,617	6,197
合 計	<u>\$ 1,278,149</u>	<u>2,011,576</u>

競國實業股份有限公司及子公司合併財務報告附註(續)

非流動資產包含不動產、廠房及設備、使用權資產、無形資產、長期預付款及其他資產，惟不包含金融工具、遞延所得稅資產、退職後福利之資產及由保險合約產生之權利之非流動資產。

(五)重要客戶資訊

合併公司民國一一三年度及一一二年度銷貨收入佔損益表上之營業收入10%以上之客戶明細如下：

	113年度		112年度	
	金 額	%	金 額	%
S-31公司	\$ 687,839	13.50	1,002,402	16.84
G-15公司	\$ 414,745	8.14	547,973	9.21

社團法人台北市會計師公會會員印鑑證明書

北市財證字第 1141297 號

會員姓名：
(1) 趙敏如
(2) 呂莉莉

事務所名稱： 安侯建業聯合會計師事務所

事務所地址： 台北市信義區信義路五段7號68樓

事務所統一編號： 04016004


事務所電話： (02)81016666

委託人統一編號： 36084833

會員書字號：
(1) 北市會證字第 3954 號
(2) 北市會證字第 2253 號

印鑑證明書用途： 辦理 競國實業股份有限公司

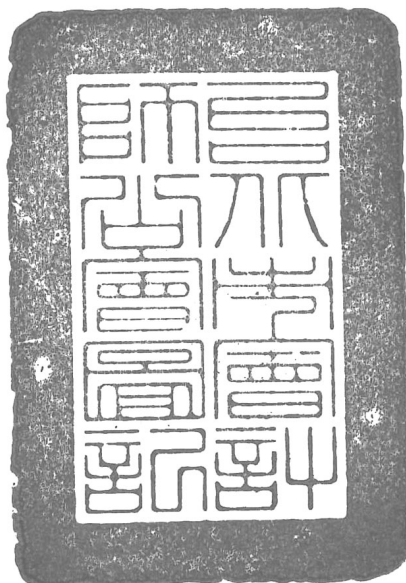
113 年 01 月 01 日 至
113 年度 (自民國 113 年 12 月 31 日) 財務報表之查核簽證。

簽名式 (一)		存會印鑑 (一)	
簽名式 (二)		存會印鑑 (二)	

理事長：



核對人：



中華民國 114 年 02 月 05 日

APCB Inc.
Consolidated Financial Statements and
Independent Auditors' Report
2024 and 2023

Company address: No. 6, Lane 84, Junying St., Shulin Dist., New Taipei City
TEL: (02)2683-2626

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Statement

The companies that are required to be included in the consolidated financial statements of affiliates in accordance with the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” for 2024 (from January 1 to December 31, 2024) are the same as the companies that are required to be included in the consolidated financial statements of parent and subsidiary companies as provided in International Financial Reporting Standard 10 “Consolidated Financial Statements.” All relevant information that should be disclosed in the consolidated financial statements of affiliates has already been disclosed in the consolidated financial statements of parent and subsidiary companies. Therefore, the Company has not prepared a separate set of consolidated financial statements for affiliates.

Sincerely yours

Name of the Company: APCB INC.

Chairperson: Tsao, Yueh-Hsia

Date: March 17, 2025

Independent Auditors' Report

To Board of Directors, APCB INC.

Audit opinions

We have audited the accompanying consolidated financial statements of APCB INC. and its subsidiaries (the “Group”), which comprise the consolidated balance sheets as of January 1 to December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies as of January 1 to December 31, 2024 and 2023.

In our opinion, the aforementioned consolidated financial statements fairly present in all material respects the financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and cash flows for each of the years starting January 1 and ending December 31, 2024 and 2023 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the entrusted Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements section of our report. The auditors of the firm, subject to the independence regulations, have maintained independence from the Group in accordance with the Code of Ethics and perform other obligations of such Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the Group for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The key audit matters determined by our accountants to be stated on the auditors’ report are as follows:

Recognition of revenue

Please refer to Note 4 (13) in the consolidated financial statements for the accounting policy of the recognition of revenue; please refer to Note 6 (20) in the consolidated financial statements for the disclosure of revenue items.

Description of key audit matters:

Sales revenue is one of the key indicators for the investors and the management to assess the financial or business performance of the Group. In addition, the Company is a TWSE listed company, which receives high attention of the investors. In addition, the judgment of the timing of revenue recognition and the transfer of control of goods are extremely important for the fair presentation of the financial statements. Therefore, we consider revenue recognition as one of the key audit matters in auditing the current year's financial report.

Responding audit procedure

We have executed the following responding audit procedure on the aforementioned key audit items:

- Conduct tests on the effectiveness of the design and implementation of internal control related to the recognition of revenues, including randomly selecting samples to verify the basic information, transaction terms, and payment receipts of customers.
- Conduct trend analysis on the top 10 customers in terms of sales, including comparing the customer list and the amount of sales revenue in the current period, last period, and the same period in the previous year, to analyze whether or not there is any significant abnormality. In case of any significant changes, we will verify them and analyze the causes.
- Randomly inspect the annual sales transactions to assess the truthfulness of sales transactions, the correctness of recognition amount of the sales revenue, and the reasonableness of the time being recognized.
- Test the samples of sales transactions prior to and after the end of the fiscal year to assess whether or not the timing of recognizing the revenue is appropriate.

Other matters

APCB INC. has prepared the 2024 and 2023 parent company only financial reports, and we have presented an unqualified audit report for reference.

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

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

In preparing the unconsolidated financial statements, management is also 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.

Auditor's 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 auditing standards will always detect a material misstatement when it exists in the consolidated financial statements. Misstatements can arise from fraud or error. Misstatements 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 the consolidated financial statements.

As part of an audit in accordance with the auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also performed the following tasks:

1. Identify and assess the risk of material misstatement of the consolidated financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the 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 internal control of the Group.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.
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 ability of the Group to continue as a going concern. In cases where we consider that such events or circumstances have a material uncertainty, then relevant disclosure of the consolidated financial statements is required to be provided in our audit report to allow users of consolidated financial statements to be aware of such events or circumstances, or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including relevant notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the individual entities of the Group, and express an opinion on consolidated financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the consolidated financial statements.

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

We also provide the governance units with statements that we have complied with relevant matters that may reasonably be thought to bear on our independence, and we have also communicated with the governance units on all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of auditors.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Group's 2024 consolidated financial statements 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.

KPMG Taiwan

Jhao, Min-Ru

CPA:

Lu, Li-Li

Securities Competent
Authority Approval :
number

Jin-Guan-Cheng-Shen-Zi Letter
No. 1050036075
Jin-Guan-Cheng-Liu-Zi Letter No.
0940100754

March 17, 2025

APCB Inc.
Consolidated Balance Sheets
December 31, 2024 and 2023

Unit: NTD thousand

Asset		December 31, 2024		2023.12.31		Liabilities and Equity		December 31, 2024		2023.12.31	
		Amount	%	Amount	%			Amount	%	Amount	%
11xx	Current asset:					21xx	Current liabilities:				
1100	Cash and cash equivalents (Note 6 (1))	\$ 2,684,643	37	3,853,164	43	2100	Short-term borrowings (Note 6 (4), (5), (9), (10), (12), 7, 8, and 9)	\$ 2,047,337	28	3,698,832	42
1110	Financial assets at fair value through profit or loss (FVTPL) - Current (Note 6 (2))	138,482	2	564,793	6	2110	Short-term notes payable (Note 6 (13))	-	-	149,840	2
1136	Financial assets measured at amortized cost – Current (Note 6 (4))	740,367	10	-	-	2150	Notes payable	86,875	1	95,964	1
1150	Net notes receivable (Note 6 (5) and (20))	5,660	-	5,008	-	2170	Accounts payable	363,879	5	500,320	6
1170	Net accounts receivable (Note 6 (5), (12), (20) and 8)	1,371,199	19	1,646,553	20	2209	Other payables (Note 6 (21))	414,962	6	428,356	5
1200	Other receivables (Note 6 (6))	107,029	1	52,995	1	2213	Equipment payable	20,470	-	39,589	-
1220	Current tax assets	70,820	1	64,296	1	2280	Lease liabilities – Non-current (Note 6 (15) and 7)	9,800	-	6,950	-
130x	Inventories (Note 6 (7))	407,298	6	587,153	7	2322	Long-term borrowings mature within a year (Note 6 (9), (14), 8, and 9)	-	-	12,403	-
1479	Other current asset	16,258	-	41,152	-	2365	Refund liabilities - Current	27,460	-	36,708	-
	Total current asset	5,541,756	76	6,815,114	78	2399	Other current liabilities (Note 6 (20))	33,585	1	45,272	1
15xx	Non-current assets:						Total current liabilities	3,004,368	41	5,014,234	57
1520	Financial assets through other comprehensive income at FVTPL - Non-current (Note 6 (3))	24,795	-	24,795	-	25xx	Non-current liabilities:				
1536	Financial assets measured at amortized cost – Non-current (Note 6 (4), 6 (8), (12) and 8)	187,226	3	3,095	-	2540	Long-term borrowings (Note 6 (9), (14), 8, and 9)	-	-	74,418	1
1600	Property, Plant and Equipment (Note 6 (9), (12), (14), 7, 8, and 9)	1,162,446	17	1,902,886	21	2550	Liability reserve – non-current (Note 6(8))	130,576	2	-	-
1755	Right-of-use assets (Note 6 (10), (12), (15), 7, and 8)	84,248	1	84,235	1	2570	Deferred tax liabilities (Note 6 (17))	225,255	3	75,950	1
1780	Intangible assets (Note 6 (11))	8,258	-	9,997	-	2580	Lease liabilities – Non-current (Note 6 (15) and 7)	64,550	1	67,430	1
1840	Deferred tax assets (Note 6 (17))	188,866	3	40,818	-	2630	Long-term deferred income (Note 6 (9))	5,117	-	5,233	-
1990	Other non-current assets (Note 8)	23,197	-	18,018	-	2640	Net defined benefit liabilities – Non-current (Note (16))	6,164	-	36,785	-
	Total non-current asset	1,679,036	24	2,083,844	22	2645	Guarantee deposit	61,104	1	61,780	1
							Total non-current liabilities	492,766	7	321,596	4
						2xxx	Total Liabilities	3,497,134	48	5,335,830	61
						31xx	Equity attributable to owners of the parent company (Note 6 (8) and (18)):				
						3110	Common share capital	1,598,993	22	1,598,993	18
						3200	Capital surplus	418,929	6	418,929	5
						33xx	Retained earnings:				
						3310	Legal reserve	623,753	9	618,503	7
						3320	Special reserve	70,035	1	43,967	-
						3350	Unappropriated retained earnings	989,476	14	952,771	10
							Subtotal of retained earnings	1,683,264	24	1,615,241	17
						34xx	Other equities:				
						3410	Exchange Differences on Translation of Foreign Financial Statements	15,028	-	(77,479)	(1)
						3420	Unrealized profit or loss of financial assets through other comprehensive income at FVTPL	7,444	-	7,444	-
							Other equities:	22,472	-	(70,035)	(1)
						3xxx	Total equity	3,723,658	52	3,563,128	39
1xxx	Total assets	\$ 7,220,792	100	8,898,958	100	2-3xxx	Total liabilities and equities	\$ 7,220,792	100	8,898,958	100

(Please refer to the notes of the consolidated financial reports for details)

Chairperson: Tsao, Yueh-Hsia Managerial Officer: Lai, Jin-Tsai Accounting Officer: Tsai, Cheng-Hong

APCB Inc.
Statements of Consolidated Comprehensive Income
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (Note 6 (20)):	\$ 5,095,425	100	5,950,962	100
5111	Operating costs (Note 6 (7), (9), (10), (11), (15), (16), and 12)	4,925,244	97	5,370,160	90
5950	Gross profit	170,181	3	580,802	10
6000	Operating expenses (Note 6 (5), (9), (10), (11), (15), (16), (21), 7 and 12):				
6100	Selling expenses	152,941	3	200,761	3
6200	Administrative expenses	497,408	9	456,611	8
6450	Losses on Expected Credit Impairment (gains from reversal)	(1,274)	-	(6,524)	-
	Total operating expenses	649,075	12	650,848	11
6900	Net operating loss	(478,894)	(9)	(70,046)	(1)
7000	Non-operating income and expense (Note 6 (2), (3), (8), (9), (10) (15), (22), 7):				
7100	Interest income	106,869	2	114,601	2
7010	Other income	55,471	1	88,673	1
7020	Other gains or losses	561,488	11	67,466	1
7050	Financial costs	(87,997)	(2)	(121,400)	(2)
	Total non-operating incomes and expenses	635,831	12	149,340	2
7900	Net income before tax	156,937	3	79,294	1
7950	Less: Tax expenses (Note 6 (17))	8,964	-	24,987	-
8200	Current period net profit	147,973	3	54,307	1
8300	Other comprehensive income (Note 6 (8), (16), (17), and 6 (18)):				
8310	Items not reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit programs	-	-	(2,249)	-
8349	Less: Income taxes related to the items not re-classified	-	-	(450)	-
	Total amount of items not reclassified subsequently to profit or loss	-	-	(1,799)	-
8360	Components of Other Comprehensive Income that May Be Reclassified to Profit or Loss:				
8361	Exchange Differences on Translation of Foreign Financial Statements	111,639	2	(32,575)	(1)
8399	Less: Income taxes related to the items that may be reclassified	19,132	-	(6,507)	-
	Total Components of Other Comprehensive Income that May Be Reclassified to Profit or Loss	92,507	2	(26,068)	(1)
8300	Comprehensive income in the current period	92,507	2	(27,867)	(1)
8500	Total comprehensive income in the current period	<u>\$ 240,480</u>	<u>5</u>	<u>26,440</u>	
Earnings per share (Unit: NTD) (Note 6 (19))					
9750	Basic earnings per share	<u>\$ 0.93</u>		<u>0.34</u>	
9850	Diluted earnings per share	<u>\$ 0.92</u>		<u>0.34</u>	

(Please refer to the notes of the consolidated financial reports for details)

Chairperson: Tsao, Yueh-Hsia

Managerial Officer: Lai, Jin-Tsai

Accounting Officer: Tsai, Cheng-Hong

APCB Inc.
Statements of Changes in Consolidated Equity
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	Equity attributed to the owner of the parent company						Other equities components			
	Retain earnings					Total	Exchange Differences on Translation of Foreign Financial Statements	Unrealized profit or loss of financial assets through other comprehensive income at FVTPL	Total	Total equity
	Common share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings					
Balance as of January 1, 2023	\$ 1,598,993	418,929	614,511	215,722	812,450	1,642,683	(51,411)	7,444	(43,967)	3,616,638
Earnings appropriation and distribution:										
Set aside legal reserve	-	-	3,992	-	(3,992)	-	-	-	-	-
Set aside special reserve	-	-	-	(171,755)	171,755	-	-	-	-	-
Cash dividends of common shares	-	-	-	-	(79,950)	(79,950)	-	-	-	(79,950)
Current period net profit	-	-	-	-	54,307	54,307	-	-	-	54,307
Comprehensive income in the current period	-	-	-	-	(1,799)	(1,799)	(26,068)	-	(26,068)	(27,867)
Total comprehensive income in the current period	-	-	-	-	52,508	52,508	(26,068)	-	(26,068)	26,440
Balance as of December 31, 2023	1,598,993	418,929	618,503	43,967	952,771	1,615,241	(77,479)	7,444	(70,035)	3,563,128
Earnings appropriation and distribution:										
Set aside legal reserve	-	-	5,250	-	(5,250)	-	-	-	-	-
Set aside special reserve	-	-	-	26,068	(26,068)	-	-	-	-	-
Cash dividends of common shares	-	-	-	-	(79,950)	(79,950)	-	-	-	(79,950)
Current period net profit	-	-	-	-	147,973	147,973	-	-	-	147,973
Comprehensive income in the current period	-	-	-	-	-	-	92,507	-	92,507	92,507
Total comprehensive income in the current period	-	-	-	-	147,973	147,973	92,507	-	92,507	240,480
Balance as of December 31, 2024	\$ 1,598,993	418,929	623,753	70,035	989,476	1,683,264	15,028	7,444	22,472	3,723,658

(Please refer to the notes of the consolidated financial reports for details)

Chairperson: Tsao, Yueh-Hsia

Managerial Officer: Lai, Jin-Tsai

Accounting Officer: Tsai, Cheng-Hong

APCB Inc.
Statements of Consolidated Cash Flows
January 1 to December 31, 2024 and 2023

Unit: NTD thousand

	2024	2023
Cash flows from operating activities:		
Current net profit before income tax	\$ 156,937	79,294
Adjustment item:		
Income/expenses items		
Depreciation expense	285,434	379,312
Amortization expenses	2,178	2,648
Losses on Expected Credit Impairment (gains from reversal)	(1,274)	(6,524)
Gain or loss on financial assets and liabilities at FVTPL	16,393	(23,487)
Interest expenses	87,997	121,400
Interest income	(106,869)	(114,601)
Dividend income	(2,184)	(7,257)
Loss on disposal and scraps of property, plant and equipment	15,348	8,168
Loss from disposal of intangible assets	600	-
Gains from disposal of subsidiary	(577,144)	-
Gains from modification of lease	-	(17)
Loss from impairment of non-financial assets	104,244	-
Total income/expenses items	(175,277)	359,642
Asset/liability variation related to operating activities		
Net asset variation related to operating activities		
Financial assets designated as at FVTPL	382,907	(471,016)
Notes receivable	(652)	(2,346)
Accounts receivable	(167,667)	159,937
Other receivables	87,032	16,368
Inventories	(37,778)	112,436
Other current asset	10,531	(4,448)
Total net asset variation related to operating activities	274,373	(189,069)
Net liabilities variation related to operating activities		
Financial liabilities at FVTPL	-	(18,158)
Notes payable	(9,089)	6,151
Accounts payable	174,573	(54,229)
Other payables	107,531	(3,715)
Refunds liabilities	(9,248)	(1,847)
Other current liabilities	(7,043)	(10,367)
Net defined benefit liability	(5,421)	662
Total net liabilities variation related to operating activities	251,303	(81,503)
Total net assets and liabilities variation related to operating activities	525,676	(270,572)
Total adjustment item	350,399	89,070
Cash inflow provided by operating activities	507,336	168,364
Interest received	92,516	109,798
Interest paid	(91,482)	(120,725)
Tax paid	(4,141)	(60,542)
Net cash inflow from operating activities	504,229	96,895
Cash flows from investment activities:		
Acquisition of financial assets measured at amortized cost	(740,367)	-
Disposal of financial assets measured at amortized cost	3,099	-
Payment from disposal of subsidiary	904,456	-
Acquisition of property, plant and equipment	(219,560)	(140,936)
Disposal of property, plant and equipment	44,431	7,841
Acquisition of Intangible Assets	(555)	(2,691)
Decrease (increase) of other non-current assets	(5,179)	6,100
Dividends received	2,184	7,257
Net cash outflow from investment activities	(11,491)	(122,429)
Cash flows from financing activities:		
Increase in short-term borrowings	12,404,353	16,918,362
Decrease in short-term borrowings	(13,762,797)	(16,608,557)
Increase in short-term notes payable	190,162	1,320,753
Decrease in short-term notes payable	(340,002)	(1,320,807)
Borrowed Long-term borrowings	230,274	23,776
Repayments of long-term borrowings	(233,823)	(53,255)
Increase (decrease) in guarantee deposit	(676)	5,238
Repaid principal of lease	(9,864)	(13,894)
Distribution of cash dividends	(79,950)	(79,950)
Increase in long-term income	1,600	763
Net cash inflow (outflow) provided by financing activities	(1,600,723)	192,429
Effect of changes in exchange rate on cash and cash equivalents	(60,536)	(12,081)
Increase in current cash and equivalents	(1,168,521)	154,814
Cash and cash equivalents at the beginning of the year	3,853,164	3,698,350
Cash and cash equivalents at the end of the year	\$ 2,684,643	3,853,164

(Please refer to the notes of the consolidated financial reports for details)

Chairperson: Tsao, Yueh-Hsia

Managerial Officer: Lai, Jin-Tsai

Accounting Officer: Tsai, Cheng-Hong

APCB Inc.
Notes to Consolidated Financial Statements
2024 and 2023

(Unless otherwise provided, all amounts are expressed in thousand NTD)

1. Company History

APCB INC. (hereinafter referred to as “the Company”) was incorporated on December 8, 1981 with the approval by the Ministry of Economics. The main businesses of the Company and its subsidiaries (the Group) are the manufacturing, processing, and sales of printed circuit board (PCB), multi-layer PCB, and flexible PCB.

2. Approval Date and Procedures of the Financial Statements

The disclosure of these consolidated financial statements were approved and published by the Board of Directors on March 7, 2025.

3. Application of New Standards, Amendments and Interpretations

- (1) The influence of adoption of new and amended International Financial Reporting Standards (IFRS) endorsed and published by the Financial Supervisory Commission, R.O.C (hereinafter referred to as “FSC”) and interpretations

The Group has adopted the following amended IFRSs since January 1, 2024, which do not have a significant impact on the consolidated financial reports.

- The amendments to IAS 1 “Classification of Liabilities as Current or Non-current”
- The amendments to IAS 1 “Classification of Liabilities with Covenants”
- Amendments to IAS 7 and IFRS 7 “Supplier Financing Arrangements”
- The amendments to IFRS 16 “Lease Liabilities for Leasebacks”

- (2) The influence of not adopting the new or Amendments amended IFRSs endorsed by the FSC

The Group has adopted the following amended IFRSs since January 1, 2025, which will not have a significant impact on the consolidated financial reports.

- The amendments to IAS 21 “Lack of Convertibility”
- The amendments to IFRS 9 and IFRS 7 “Classification and Measurement of Financial Instruments” with respect to the application guidance on IFRS 9, Section 4.1 and disclosure requirements in IFRS 7

- (3) New and amended standards and interpretation not yet endorsed by FSC

The standards and interpretations newly issued and revised by the IASB but not yet endorsed by the FSC that may be relevant to the Group are as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Newly issued or revised standards	Major amendments	Effective Date per IASB
IFRS 18 "Presentation and Disclosure in Financial Statements"	The new standards introduce three types of income and expense, two subtotals in income statements, and one single note on management performance measurement. These three amendments and enhancements provide a guide for how to divide information in financial statements, and provide users with better and more consistent information to lay the foundation. This will affect all companies.	December 1, 2027
IFRS 18 "Presentation and Disclosure in Financial Statements"	<ul style="list-style-type: none"> More structured income statements: According to the existing standards, the Company uses different formats to express operating results, so that investors can easily compare the financial performance of different companies. The new standards use a more structured income statement and introduce the newly defined subtotal of "operating profits." All income and expenses are classified into three new types based on the Company's main business activities. Management Performance Measurement (MPM): The new standards introduce a definition of management performance measurement. They require the Company to provide the information on each measurement indicator in a single note in the financial statements and explain the calculation and how to adjust the measurement indicator and the amount recognized according to the IFRSs. More detailed information: The new standards include a guide about how companies can strengthen the information classification in financial statements. This includes the guidance about whether the information should be included in the main financial statements or further divided in the notes. 	December 1, 2027

The Group is continually evaluating the impact of these standards and interpretations on the financial position and operating results of the Group, and will disclose the impact when

Notes of the Consolidated Financial Reports of APCB INC. (continued)

the evaluation is complete.

The Group expects that the following new and amended standards not yet endorsed will not have a significant impact on the consolidated financial reports.

- The amendments to IFRS 10 and IAS 28 “The Sale or Contribution of Assets between An Investor and Its Joint Venture or Associate”
- IFRS 17 “Insurance Contracts” and its amendments
- IFRS 19 “Subsidiaries without Public Accountability: Disclosures”
- The amendments to IFRS 9 and IFRS 7 “Classification and Measurement of Financial Instruments” with respect to the application guidance on IFRS 9, Sections 3.1 and 3.3 and disclosure requirements in IFRS 7
- Annual Improvements to IFRSs
- Amendment to IFRS 9 and IFRS 7 “Nature-dependent Electricity Contracts”

4. Summary of Significant Accounting Policies

The main accounting policies adopted for preparation of this consolidated financial report are described below. These policies are applicable in all reporting periods of the consolidated financial reports.

(1) Compliance Statement

The consolidated financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, interpretations, and announcements (IFRSs).

(2) Basis of preparation

1. Basis of measurement

Unless otherwise noted (please refer to the description of all accounting policies), the consolidated financial statements have been prepared on a historical cost basis.

2. Functional currency and presentation currency

The currency of the main economic environment where the operation of each entity of the Group is located is the functional currency. The consolidated financial statements were expressed in New Taiwan dollars, which is the Company’s functional currency. The unit of the financial information expressed in NTD is in thousand NTD.

(3) Basis of Consolidation

1. Principles for the Preparation of Consolidated Financial Statements

The consolidated financial statements consist of the Company and the subsidiaries controlled by the Company. The subsidiaries are included in the consolidated financial reports from the date the Group acquires the ownership and are excluded from the consolidated report from the date the Group loses the ownership.

When preparing the consolidated financial statements, the transactions, account

Notes of the Consolidated Financial Reports of APCB INC. (continued)

balances, and any unrealized profit and loss among all entities have been written off.

When the changes in the ownership of equity on subsidiaries by the Group do not result in the loss of control over subsidiaries, such changes are considered equity transactions.

2. Subsidiaries included in the consolidated financial statements

Subsidiaries included in the consolidated financial statements are:

Name of investing company	Name of Subsidiaries	Nature of Business	Ownership Percentage		Description
			December 31, 2024	2023.12.31	
The Company	U-Peak Ltd.	Investment business	100.00%	100.00%	
"	APCB International Co., Ltd.	Investment business	100.00%	100.00%	
"	APCB Investment Co., Ltd.	Investment business	100.00%	100.00%	
"	I Tzu Investment Co., Ltd.	Investment business	100.00%	100.00%	
"	Red Noble Limited	Investment business	100.00%	100.00%	
U-Peak Ltd.	Prosper Plus Limited	Trade business	- %	100.00%	(Note 1)
APCB International Co., Ltd.	APCB Investment Co., Ltd.	Investment business	100.00%	100.00%	
"	New Day Limited	Investment business	100.00%	100.00%	
"	APCB Capital Limited (Note 2)	Investment business	100.00%	100.00%	
APCB Investment Co., Ltd.	APCB Holdings Ltd.	Investment business	50.00%	50.00%	
I Tzu Investment Co., Ltd.	APCB Holdings Ltd.	Investment business	50.00%	50.00%	
APCB Investment Co., Ltd.	APCB Electronics (Kunshan) Co., Ltd.	Design, development and manufacturing of multi-layer PCB and new electronic parts	100.00%	100.00%	
New Day Limited	Kunshan Hao Duo Electronics Co., Ltd.	PCB business	100.00%	100.00%	
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd. (Note 3)	Design, development and manufacturing of multi-layer PCB and new electronic parts	- %	100.00%	(Note 4)
Red Noble Limited	Green Elite Limited	Trade business	- %	100.00%	(Note 5)
"	Smart Explorer Limited	Trade business	100.00%	100.00%	

Note 1: Prosper Plus Limited was dissolved and liquidated as resolved by Board of Directors on November 25, 2024. The dissolution certificate was acquired on January 13, 2025.

Note 2: On August 28, 2024, the Board of Directors of the Group's subsidiary, APCB International Co.,

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Ltd., approved the capital increase of NT\$553,559 thousand (US\$17,490 thousand) for APCB Capital Limited. The change was registered on August 28, 2024. On December 13, 2024, the Board of Directors approved a capital reduction to make up for the loss of NT\$770,277 thousand (US\$26,000 thousand), and set December 13, 2024 as the base date of the capital reduction. Registration of this change has been completed.

Note 3: On August 28, 2024, the Board of Directors of the Group's subsidiary, APCB Capital Limited, approved the capital increase of NT\$553,559 thousand (US\$17,490 thousand) for APCB Electronics (Thailand) Co., Ltd. The change was registered on August 29, 2024.

Note 4: On August 9, 2024, the Board of Directors of the Company approved to sell all of the shares. On August 9, 2024, the Company signed a share transfer agreement with a non-related party to sell all the shares in APCB Electronics (Thailand) Co., Ltd. The disposal gain was NT\$577,144 thousand, and the equity was transferred on September 27, 2024.

Note 5: Green Elite Limited was dissolved and liquidated as resolved by Board of Directors on November 25, 2024. The dissolution certificate was acquired on January 13, 2025.

3. Subsidiaries not included in the consolidated financial statements

(4) Foreign currency

1. Foreign currency trading

Foreign currencies are converted into functional currency based on the spot exchange rate of the transaction date. The monetary items denominated in foreign currencies are converted into the functional currency based on the exchange rate of each subsequent end date of reporting period (hereinafter referred to as the reporting date). Non-monetary items denominated in foreign currencies that are measured at fair value are converted into the functional currency at the exchange rate of the date the fair value was determined. Non-monetary items measured at historical cost that are denominated in a foreign currency are converted at the exchange rate of the transaction date.

The exchange difference from foreign currency conversion is usually recognized as profit or loss. However, the exchange difference from the conversion of equity instrument through other comprehensive income at FVTPL is recognized in other comprehensive income

2. Overseas operating institutions

The assets and liabilities of overseas operating institutions, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency of the consolidated financial reports at the exchange rate at the reporting date. Apart from the high inflation economics, the income and expenses for overseas operating institutions are translated into the presentation currency of the consolidated financial reports at the average exchange rate. The exchange difference is recognized in other comprehensive income.

When a overseas operating institution is disposed of that the Company loses control, significant influence, joint control, the cumulative amount in the translation difference related to the overseas operating institutions is reclassified to profit or loss. When the Company partially disposes the subsidiaries of the overseas operating institutions, the relevant proportion of the cumulative amount is attributed to non-controlling equity. When the Company partially disposes its investments in the associates or joint ventures of the

Notes of the Consolidated Financial Reports of APCB INC. (continued)

overseas operating institutions, the relevant proportion of the cumulative amount is reclassified to profit or loss.

When the settlement of a monetary receivable from or payable to an overseas operating institution is neither planned nor likely to occur in the foreseeable future, exchange difference arising from such monetary item that are considered to for part of the net investment in the overseas operating institution are recognized in other comprehensive income.

(5) Classification of Current and Non-current Assets and Liabilities

Assets meeting one of the following conditions are classified as current assets, and other assets are classified as non-current assets:

- 1.Expect to realize, or intends to sell or consume the asset, in its normal operating cycle.
- 2.Hold primarily for the purpose of trading.
- 3.Assets that are expected to be realized within twelve months from the balance sheet date;
and
- 4.Cash and cash equivalent, unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

Liabilities meeting one of the following conditions are classified as current liabilities, and other liabilities are classified as non-current liabilities:

- 1.Expects to settle in its normal operating cycle.
- 2.Hold primarily for the purpose of trading.
- 3.Liabilities that are expected to be repaid within twelve months from the balance sheet date;
or
- 4.Liabilities for which the repayment date cannot be extended unconditionally to more than twelve months after the reporting period. If a liability has terms that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments, these terms do not affect its classification.

(6) Cash and cash equivalents

Cash includes cash on hand, demand deposits, and check deposits. Cash equivalents refer to investments with short maturities and high liquidity, readily convertible to a known amount of cash and 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 instead of for investment or other purposes are recognized as cash equivalents.

Bank overdrafts that can be repaid immediately and belong to part of the overall cash management of the Group are listed as a component of the cash and cash equivalents in the Statements of Cash Flows.

(7) Financial instruments

Trade receivables and debt securities are initially recognized when originated. All other financial assets and liabilities are initially recognized when the Group becomes a party to the

Notes of the Consolidated Financial Reports of APCB INC. (continued)

contractual provisions of the instrument. A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

1. Financial assets

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

On initial recognition, a financial asset is classified as measured at: amortized costs; fair value through other comprehensive income or fair value through profit or loss. Financial assets are not reclassified subsequent to their initial recognition unless the company changes its business model for management financial assets.

(1) Financial assets measured at amortized cost

A financial asset is measure at amortized cost if it meets the following conditions and is not designated as at FVTPL:

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

These assets are subsequently measured at amortized cost, which is the amount at which the financial asset is measured at initial recognition plus or less the cumulative amortization using the effective interest method, adjusted for any loss allowance. Interest income, foreign exchange gains and losses, and impairment loss are recognized in profit or loss. When derecognizing such assets, any gain or loss is recognized in profit or loss.

(2) Financial assets at FVTPL through other comprehensive income

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably choose to present subsequent changes in the investment's fair value in other comprehensive income. The choice is made on an instrument-by-instrument basis.

Equity investments are subsequently measured at fair value. Dividend income (unless the dividend clearly presents the recovery of part of the cost of the investment) is recognized in profit or loss. Other net gains or losses are recognized in other comprehensive income and are not reclassified as profit or loss.

Dividend income from equity investment is recognized in profit or loss on the date (usually the ex-dividend date) on which the Group's right to receive payment is established.

(3) Financial assets measured at FVTPL

All financial assets not classified as amortized cost or fair value of other comprehensive income described as above are measured at FVTPL, including derivative

Notes of the Consolidated Financial Reports of APCB INC. (continued)

financial assets. On initial recognition, the Group may irrevocably designate a financial asset, which meets the requirements to be measured at amortized costs or at fair value of other comprehensive income, as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

These assets are subsequently measured at fair value, and their net gains and losses, including any interest or dividend income, are recognized in profit or loss.

(4) Impairment of financial asset

The Group recognizes loss allowances for expected credit losses on financial assets measured at amortized costs (including cash and cash equivalents, notes and accounts receivable, and other receivables).

The Group recognizes the loss allowance for 12 months expected credit losses of cash in banks and other receivables if there has not been a significant increase in credit risk (the risk of default during the expected lifetime of financial instrument) since initial recognition.

The Company always recognizes lifetime expected credit losses for accounts receivables.

Expected credit losses during the lifetime reflect the expected credit losses with the respective risks of a default occurring during the expected lifetime.

12-month expected credit losses represents the portion of lifetime expected credit losses that are expected to result from default events on a financial instrument that are possible within 12 months after the reporting date (or within 12 months if the expected lifetime of a financial is less than 12 months).

The maximum period for measuring expected credit losses is the maximum contractual term for which the Group is exposed to credit risk.

When judging whether or not the credit risk is significantly increasing after the initial recognition, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed. This information includes both qualitative and quantitative information and is based on the Group's historical experiences and informed credit assessment, as well as forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is past due.

The Group considers a financial asset to be in default when the financial asset is more than 181 days past due or the borrower is unlikely to fulfill its credit duty and repay the whole amount to the Company.

The expected credit losses are a probability-weighted estimate of credit losses of the expected lifetime of the financial instruments. Credit losses are measured as the present value of all cash shortfalls, which is the difference between the cash flows due to the

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Group in accordance with the contract and the cash flows that the Group expects to receive. The expected credit losses are discounted at the effective interest rate of the financial asset.

The Group assesses whether or not the financial assets at amortized costs are credit impaired at each reporting date. A financial asset is credit-impaired when one or more events that have an unfavorable impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit impaired includes the following observable data:

- Major financial difficulties of the debtor or issuer; a breach of contract, such as a default or being more than 181 days past due;
- the Group provides the debtor concessions that would not have been considered due to the economic or contractual reasons related to the financial difficulties of the debtor;
- the debtor is highly likely to file for bankruptcy or conduct financial restructure; or
- the active market of financial assets being disappearing due to financial difficulties.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off to the extent that there is no realistic prospect of recovery. The Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group expects no significant reversal of the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group procedures for recovery of amounts due.

(5) Derecognition of financial assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or when it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The transaction for transferring the financial asset the Group entered is still recognized in the balance sheet if it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred.

2. Financial liabilities and equity instrument

(1) Classification of debt or equity

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

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(2) Equity transaction

An equity instrument is any contract that evidences residual equity in the assets of the Group after deducing all of its liabilities. Equity instrument issued by the Group are recognized as the amount of consideration received, less the direct cost of issuance.

(3) Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method. The interest expenses and exchange profit or loss are recognized in profit or loss. Any gains or loss during the derecognition are also recognized in profit or loss.

(4) Derecognition of financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or canceled or expired. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

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

(5) Offsetting of financial liabilities

Financial assets and liabilities are offset and the net amount presented in the statement of balance sheet only when the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

3. Derivative financial instruments

The Group holds derivative financial instruments to hedge its foreign currency and interest rate exposure. The embedded derivative instruments shall be handled separately with the main contract when they meet certain conditions and the main contract is not a financial asset.

Derivatives are recognized initially at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are recognized in profit or loss.

(8) Inventory

Inventories are measured at the lower of cost and net realizable value. The cost of inventories is calculated using the monthly weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. Net realizable value is determined based on the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses at the end of the period.

(9) Property, plant and equipment

Notes of the Consolidated Financial Reports of APCB INC. (continued)

1. Recognition and measurement

Items of property, plant and equipment are measured at cost (including the borrowings costs of capitalization) less accumulated depreciation and accumulated impairment losses.

Where the useful lives of significant part of property, plant and equipment are different, they shall be handled as a separate item (major components) of property, plant and equipment.

The gain or loss arising from the disposal of property, plant and equipment shall be recognized in profit or loss.

2. Subsequent cost

The subsequent expenditures are only capitalized if the future economic benefits are likely to flow to the Group.

3. Depreciation

The depreciable amount of an asset is determined after using the cost of an asset to deduct its residual amount and it shall be recognized in profit or loss using straight-line method within the estimated useful life.

Land is not depreciated.

The estimated useful lives for the current and comparative years are as follows:

(1) Building	6-25 years
(2) Machinery equipment	2-17 years
(3) Transportation equipment	3-10 years
(4) Office equipment	3-10 years
(5) Other equipment	2-20 years

The Group reviews the depreciation methods, useful lives, and residual values on each reporting date and makes proper adjustments if necessary.

(10) Leasing - Lessee

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the Group assesses whether the right-of-use asset is reduced by impairment losses on a regular basis, if any, and adjusted for certain remeasurements of the

Notes of the Consolidated Financial Reports of APCB INC. (continued)

lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. If the interest rate is implicit, the discount rate is its interest rate; if that rate cannot be reliably determined, then use the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- 1.fixed payments, including in-substance fixed payments;
- 2.variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- 3.amounts expected to be payable under a residual value guarantee; and
- 4.payments or penalties for purchase or termination options that are reasonably certain to be exercised.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when the following situations occur:

- 1.there is a change in future lease payments arising from the change in an index or rate;
- 2.there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee;
- 3.there is a change in the Group's evaluation of purchase options;
- 4.there is a change of its assessment on whether it will exercise a purchase, extension or termination option; or
- 5.there is any lease modification to the assets, scope and other terms of the lease.

When the lease liability is remeasured, other than lease modifications above, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero.

When the lease liability is remeasured to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease, the Company accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease, and recognize in profit or loss any gain or loss relating to the partial or full termination of the lease.

The Group has chosen not to recognize lease liabilities for short-term leases of machinery equipment and office equipment and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(11) Intangible assets

1.Recognition and measurement

The goodwill incurred from the acquisition of subsidiaries was measured using costs less the cumulative impairment.

Intangible assets that are acquired by the Group and have finite useful lives are

Notes of the Consolidated Financial Reports of APCB INC. (continued)

measured at cost less accumulated amortization and any accumulated impairment losses.

2.Subsequent expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as occurred.

3.Amortization

Apart from the goodwill, amortization is calculated over the cost of the asset, less its residual value, and is recognized in profit or loss on a straight-line basis 2 years within the estimated useful lives of intangible assets from the date that they are available for use.

The estimated useful lives for the current and comparative years are as follows:

- | | |
|-----------------------------|------------|
| (1) Software | 2–10 years |
| (2) Other Intangible Assets | 7 years |

The Group reviews the amortization method for intangible assets, useful lives, and residual values on each reporting date and makes proper adjustments if necessary.

(12) Impairment of non-financial asset

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units (CGUs). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(13) Recognition of revenue

Revenue is measured basing on the consideration to which the Company expects to be entitled in exchange for transferring goods or services to a customer. The Group recognizes revenue when it satisfies a performance obligation by transferring control of a good or a service to a customer. The transfer of control of the products refers to that when the products are

Notes of the Consolidated Financial Reports of APCB INC. (continued)

delivered to the customer, the customers have complete power in determination of the sales channel and price of product, and there is no unfulfilled obligations that affect the acceptance of the product. 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, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

The Group does not expect to have all contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

(14) Employee benefits

1. Defined contribution plans

Obligations for contributions to defined contribution plans are recognized as expenses as the related service is provided.

2. Defined benefit plan

The Group's net obligation in respect of defined benefit plans is calculated separately for each the plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income, and accumulated in retained earnings. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset). Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in profit or loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

3. Short-term employee benefits

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Short-term employee benefits are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(15) Government grants

In accordance with IAS 20 “Accounting for Government Grants and Disclosure of Government Assistance,” the Group recognized the government grants related to assets in deferred income in the financial statements. During the subsequent amortization, the deferred income of the relevant assets shall be transferred to other income or the decrease of related expenses based on their natures.

(16) Income tax

The income tax comprises current and deferred tax. Except for expenses related to corporate merger, items recognized directly in equity or other comprehensive income, all current and deferred taxes shall be recognized in profit or loss.

The Group determines that the interest or penalty related to income tax (including the uncertain tax treatment) does not meet the definition of income tax, and therefore the accounting treatment of IAS 37 is applied.

Current taxes comprise the expected tax payables or receivables on the taxable profits (losses) for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payables or receivables are the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Deferred taxes arise due to temporary differences between the carrying amounts of assets and liabilities on the reporting day and their respective tax bases. Deferred taxes are recognized except for the following:

- 1.Assets or liabilities originally recognized in a transaction that is not a business merger, and at the time of the transaction (i) does not affect accounting profits and taxable income (loss), and (ii) does not generate equivalent taxable and deductible temporary difference;
- 2.temporarily differences related to investments in subsidiaries, associates and joint equity to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- 3.taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized for the carry forward of unused tax losses, unused tax credits, and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realized; such reductions are reversed when the probability of future taxable profits improves.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Deferred taxes are measured at tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if the following criteria are met:

1. the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and
2. the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either:
 - (1) the same taxable entity; or
 - (2) different taxable entities which intend to settle current tax assets and liabilities on a net basis, or to realize the assets and liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

(17) Earnings per share

The Group discloses the basic and diluted earnings per share attributable to ordinary equity holders of the Group. The calculation of basic earnings per share is based on the profit attributable to the ordinary shareholder of the Group divided by weighted average number of ordinary shares outstanding. The calculation of diluted earnings per share is based on the profit attributable to ordinary shareholders of the Company, divided by weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares. The dilutive potential ordinary shares include employees' remuneration.

(18) Segment Information

The Group consists of operating segments, which engage in operating activities that may incur income and expense (including income and expense related to the transactions with other segments in the Group). The chief operating decision maker reviews the performance result of all operating segments on a regular basis to determine resource allocation and assess their performance result. Each operating segment has individual financial information.

5. Significant Accounting Assumptions and Judgment, And Major Sources of Estimation Uncertainty

In preparing these consolidated financial statements in accordance with IFRSs recognized by the FSC, the management has to make judgments and estimates of the future (including climate-related risks and opportunities), which will have an impact on the application of the accounting policies and the reported amount of assets, liabilities, income, and expenses. Actual results may be different from the estimates.

Management reviews estimates and underlying assumptions on an ongoing basis to make sure they are consistent with the Group's risk management and climate-related commitments; changes in estimates are recognized in the period of change and in the future periods affected.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

There are no critical judgments in applying company accounting policies that have significant effect on the amounts recognized in the consolidated financial statements.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year is the impairment assessment for the impairment of property, plant and equipment of the Group. As there were signs of impairment on property, plant and equipment, we conducted impairment test at each reporting date. In the assessment of asset impairment, the estimate of the recoverable amount is based on the assumption of the subjective judgment of the management of the Group. Any change in the economics or the change in the estimate of the Company's strategy may cause significant impairment and reverse the recognized impairment loss in the future. Please refer to Note 6 (9) for the assessment on the impairment of property, plant and equipment.

6. Summary of Significant Accounting Items

(1) Cash and cash equivalents

	December 31, 2024	2023.12.31
Cash	\$ 508	514
Demand (current) deposit	2,680,493	2,526,743
Check deposit	3,642	36,297
Time deposit	-	1,166,790
Cash equivalent – with repurchase agreement	-	122,820
	\$ 2,684,643	3,853,164

Please refer to Note 6 (23) for the disclosure of the interest rate risk of financial assets and liabilities and sensitivity analysis of the Group.

(2) Financial assets and liabilities at FVTPL

The statement is as follows:

	December 31, 2024	2023.12.31
Financial assets designated as at FVTPL:		
Listed stocks	\$ 138,482	131,089
Domestic open-end fund	-	1,001
Structured deposit	-	432,703
Total	\$ 138,482	564,793

The Group held structured financial instruments as of December 31, 2023, and the expected yield was 2.72%–2.98%, and the financial instruments would mature in January. The Group did not hold structured financial instruments as of December 31, 2024.

Please refer to Note 6 (22) for the amount of remeasurement recognized in profit or loss at fair value of the Group.

As of December 31, 2024 and 2023, the Group did not use the financial assets at FVTPL

Notes of the Consolidated Financial Reports of APCB INC. (continued)

for pledge or guarantees.

(3) Financial assets through other comprehensive income at FVTPL - Non-current

	December 31, 2024	2023.12.31
Equity instruments at FVTPL through other comprehensive income:		
Unlisted stocks	\$ 24,795	24,795

1. Equity instruments investment at FVTPL through other comprehensive income:

The Group designated the investments shown above as equity securities as at fair value through other comprehensive income because these equity securities represented those investments that the Group intended to hold for long-term for strategic purposes.

Due to the equity instrument investments measured at fair value through other comprehensive income specified above, the Group recognized NT\$1,180 thousand and NT\$1,735 thousand of dividend income, respectively, in 2024 and 2023 as other income.

2. Please refer to Note 6 (23) for the market risk.

(4) Financial assets measured at amortized cost

	December 31, 2024	2023.12.31
Current:		
Time deposit with an initial maturity date over 3 months	\$ 740,367	-
Non-current:		
Restricted time deposit	-	3,095
Restricted demand deposit	187,226	-
	187,226	3,095
Total	\$ 927,593	3,095

The Group assesses the contractual cash flow to be received when holding such asset until maturity, and the cash flow of such financial assets is completely for the payment of principal and outstanding principal. Therefore, the Group recognizes such asset in financial assets measured at amortized cost.

The weighted average annual interest rate for the time deposit held by the Group as of December 31, 2024 and 2023 was 5.78% and 0.70%, respectively, which matured in January 2025 and March 2023. The restricted time deposit mentioned above will be deposited again upon maturity for the pledge and guarantee for electricity guarantee.

Please refer to Note 6 (8) for the restricted time deposits as of December 31, 2024.

Please refer Note 8 for the statement of restricted bank deposits for electricity guarantee and share transfer agreement.

Please refer to Note 6 (23) for the credit risk.

(5) Notes and accounts receivable

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	December 31, 2024	2023.12.31
Notes receivable	\$ 5,660	5,008
Accounts receivable	1,371,340	1,652,001
Less: Loss allowance	(141)	(5,448)
	<u>\$ 1,376,859</u>	<u>1,651,561</u>

The Group entered into factoring agreements with banks to acquire their accounts receivable. The banks both prepaid 90% of the transferred accounts receivable on December 31, 2024 and 2023. As the Group retains all risks associated with the accounts receivable, the acquired prepayment was recognized in bank loans. As of December 31, 2024 and 2023, the relevant accounts receivable acquisition statement is as follows:

December 31, 2024			
	Credit line	Acquisition amount of accounts receivable	Advance balance
Bank SinoPac	<u>\$ 163,925</u>	<u>95,059</u>	<u>-</u>
			Interest range % of the advance amount
			-
2023.12.31			
	Credit line	Acquisition amount of accounts receivable	Advance balance
Bank SinoPac	<u>\$ 153,525</u>	<u>92,677</u>	<u>-</u>
			Interest range % of the advance amount
			-

Please refer to Note 8 for the status of accounts receivable provided by the Group as guarantee as of December 31, 2024 and 2023.

The Group applied the simplified approach to provide for expected credit losses, i.e. the use of lifetime expected loss provision for all receivables. To measure the expected credit losses, notes and trade receivables had been grouped based on shared credit risk characteristics and the days past due, as well as incorporating forward-looking information, including macroeconomic and relevant industry information.

The Group has not suffered credit loss of notes receivable in the past. In addition, the recognized notes receivables have not passed due as of the reporting period, and there is no sign indicating that the credit quality of notes receivable has changed compared to the initial credit extension date. Therefore, the Group assesses that there is no expected credit loss to be recognized for notes receivable.

The analysis on the expected credit loss of accounts receivable of the operating entity of the Group in Taiwan is as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	December 31, 2024		
	Carrying amount of accounts receivable	Expected credit loss rate during the lifetime (%)	Expected credit loss during the allowance lifetime
Current	\$ 394,657	-	-
1 - 30 days past due	8,852	-	-
31 - 60 days past due	1,142	-	-
61 - 90 days past due	367	-	-
121 - 150 days past due	15	-	-
151 - 180 days past due	40	37.50	15
181 days past due	65	100.00	65
	<u>\$ 405,138</u>		<u>80</u>

	2023.12.31		
	Carrying amount of accounts receivable	Expected credit loss rate during the lifetime (%)	Expected credit loss during the allowance lifetime
Current	\$ 379,085	-	-
1 - 30 days past due	3,440	-	-
91 - 120 days past due	189	42.33	80
	<u>\$ 382,714</u>		<u>80</u>

The analysis on the expected credit loss of accounts receivable of the operating entity of the Group in Mainland China is as follows:

	December 31, 2024		
	Carrying amount of accounts receivable	Expected credit loss rate during the lifetime (%)	Expected credit loss during the allowance lifetime
Current	\$ 919,578		-
1 - 30 days past due	23,323	-	-
31 - 60 days past due	10,123	-	-
61 - 90 days past due	7,944	-	-
91 - 120 days past due	2,822	-	-
151 - 180 days past due	2,412	2.53	61
	<u>\$ 966,202</u>		<u>61</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	2023.12.31		
	Carrying amount of accounts receivable	Expected credit loss rate during the lifetime (%)	Expected credit loss during the allowance lifetime
Current	\$ 877,368	-	308
1 - 30 days past due	16,829	0.00~1.15	124
31 - 60 days past due	19,793	0.00~4.30	851
61 - 90 days past due	1,073	0.00~7.66	82
91 - 120 days past due	412	37.00	152
151 - 180 days past due	503	100.00	503
181 days past due	57	100.00	57
	<u>\$ 916,035</u>		<u>2,077</u>

The analysis on the expected credit loss of accounts receivable of the operating entity of the Group in Thailand is as follows:

	2023.12.31		
	Carrying amount of accounts receivable	Expected credit loss rate during the lifetime (%)	Expected credit loss during the allowance lifetime
Current	\$ 349,093	0.13	470
1 - 30 days past due	830	7.17	60
31 - 60 days past due	339	17.93	61
61 - 90 days past due	376	39.23	147
91 - 120 days past due	113	55.56	63
121 - 150 days past due	103	88.56	92
151 - 180 days past due	299	100.00	299
181 days past due	2,099	100.00	2,099
	<u>\$ 353,252</u>		<u>3,291</u>

The table of change of loss allowance of accounts receivable of the Group is as follows:

	2024	2023
Balance on January 1	\$ 5,448	37,221
Losses on Impairment (gains from price recovery)	(1,274)	(6,524)
Amount written off	-	(25,368)
Disposal of subsidiary in the current period	(4,100)	-
Profit or loss from foreign currency conversion	67	119
Balance on December 31	<u>\$ 141</u>	<u>5,448</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(6) Other receivables

	December 31, 2024	2023.12.31
Other receivables	\$ 107,029	52,995

The Group did not set aside the loss allowance for other receivables as of December 31, 2024 and 2023.

(7) Inventory

	2024.12.31	2023.12.31
Raw materials	\$ 18,296	77,540
Materials	83,390	148,359
Work in progress	98,644	134,984
Finished goods (including commodities)	206,968	226,270
	<u>\$ 407,298</u>	<u>587,153</u>

Apart from normal sales of goods that transferred inventories in operating costs, the total amount of loss (income) that is directly recognized as operating costs is as follows:

	2024	2023
Loss on valuation of inventories and scrapped (gain from price recovery)	\$ (20,451)	(49,234)
Loss (gain) on inventory physical count	-	4
Unallocated manufacturing overhead	366,068	305,360
Income from sale of scraps	(366,402)	(373,768)
	<u>\$ (20,785)</u>	<u>(117,638)</u>

As of December 31, 2024 and 2023, the Group did not use the inventories for pledge or guarantees.

(8) Disposal of subsidiary

On August 9, 2024, the Board of Directors of the Group approved the disposal of 100% equity in the subsidiary, APCB Electronics (Thailand) Co., Ltd. by selling 90% and 10% of the shares to Victory Giant Technology (Singapore) Pte. Ltd. and Pole Star Limited respectively. According to the equity transfer agreement, 100% of the equity in the above company was disposed of on September 27, 2024. The total disposal amount of NT\$1,260,560 thousand (RMB 278,700 thousand) was fully collected on October 4, 2024. Of the above-mentioned amount collected, approximately NT\$187,226 thousand (RMB 41,805 thousand) is restricted bank deposit and recorded under the financial assets at amortized cost – non-current. According to the share transfer agreement signed between both parties, the buyer may receive compensation from the restricted bank deposit if the damage stated in 8.1 of the agreement occurs within one and a half years from the settlement date on September 27, 2024. The maximum limit of the compensation is NT\$126,056 thousand (RMB 27,870 thousand), for which a provision has been recorded for the provision for liabilities – non-current. The

Notes of the Consolidated Financial Reports of APCB INC. (continued)

transaction generated a disposal gain of NT\$577,144 thousand, which was recorded under other gains and losses. The credit balance of accumulated foreign exchange differences amounts to NT\$94,009 thousand and a provision for liabilities of NT\$126,056 thousand (RMB 27,870,000) has been deducted from the disposal gain.

The net asset carrying amount of APCB Electronics (Thailand) Co., Ltd. on the date of disposal is detailed as follows:

	2024.9.27
Cash and cash equivalents	\$ 230,048
Accounts receivable and other receivables	448,158
Net inventory	217,633
Property, plant and equipment	585,639
Intangible assets	19
Other current asset	<u>14,363</u>
	<u>1,495,860</u>
Short-term borrowings	293,051
Accounts payable and other payables	428,454
Other current liabilities	4,644
Long-term borrowings	83,272
Other non-current liabilities	<u>35,070</u>
	<u>844,491</u>
Net assets disposed	<u><u>\$ 651,369</u></u>

(9) Property, plant and equipment

The statement of changes of property, plant and equipment of the Group in 2024 and 2023 is as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	Land	Buildin g	Machin ery equipm ent	Transp ortatio n equipm ent	Office equipm ent	Other equipm ent	Incomple te construct ion and equipmen t to be accepted	Total
Costs or deemed cost:								
Balance as of January 1, 2024	\$ 389,360	1,167,718	5,958,471	39,834	205,694	782,449	61,894	8,605,420
Addition	-	-	14,515	397	921	7,798	176,810	200,441
Disposal	-	(102,370)	(332,438)	(5,631)	(1,273)	(5,943)	(28,925)	(476,580)
Disposal of subsidiary	(272,071)	(564,608)	(2,160,929)	(13,840)	(17,355)	(23,800)	(1,700)	(3,054,303)
Reclassification	-	-	71,655	-	895	49,616	(122,166)	-
Changes in exchange rate	23,462	67,864	293,952	1,427	7,813	26,661	2,181	423,360
Balance as of December 31, 2024	<u>\$ 140,751</u>	<u>568,604</u>	<u>3,845,226</u>	<u>22,187</u>	<u>196,695</u>	<u>836,781</u>	<u>88,094</u>	<u>5,698,338</u>
Balance as of January 1, 2023	\$ 387,263	1,172,386	6,088,064	40,650	207,731	740,803	81,453	8,718,350
Addition	-	-	349	467	1,809	8,372	130,428	141,425
Disposal	-	-	(188,032)	(1,562)	(1,309)	(889)	-	(191,792)
Reclassification	-	1,272	99,809	272	713	46,891	(148,957)	-
Effect of changes in exchange rate	2,097	(5,940)	(41,719)	7	(3,250)	(12,728)	(1,030)	(62,563)
Balance as of December 31, 2023	<u>\$ 389,360</u>	<u>1,167,718</u>	<u>5,958,471</u>	<u>39,834</u>	<u>205,694</u>	<u>782,449</u>	<u>61,894</u>	<u>8,605,420</u>
Depreciation and impairment loss:								
Balance as of January 1, 2024	\$ -	969,730	4,868,707	33,211	183,845	647,041	-	6,702,534
Depreciation	-	28,212	192,826	2,093	2,891	51,057	-	277,079
Disposal	-	(101,271)	(305,573)	(5,299)	(1,132)	(3,526)	-	(416,801)
Disposal of subsidiary	-	(448,404)	(1,968,352)	(11,971)	(16,053)	(23,884)	-	(2,468,664)
Impairment loss	-	-	95,776	862	655	6,951	-	104,244
Changes in exchange rate	-	55,202	251,868	1,189	7,019	22,222	-	337,500
Balance as of December 31, 2024	<u>\$ -</u>	<u>503,469</u>	<u>3,135,252</u>	<u>20,085</u>	<u>177,225</u>	<u>699,861</u>	<u>-</u>	<u>4,535,892</u>
Balance as of January 1, 2023	\$ -	938,467	4,799,326	32,153	183,901	607,279	-	6,561,126
Depreciation of the current year	-	36,826	272,250	2,518	4,004	50,983	-	366,581
Disposal	-	-	(172,291)	(1,485)	(1,166)	(841)	-	(175,783)
Effect of changes in exchange rate	-	(5,563)	(30,578)	25	(2,894)	(10,380)	-	(49,390)
Balance as of December 31, 2023	<u>\$ -</u>	<u>969,730</u>	<u>4,868,707</u>	<u>33,211</u>	<u>183,845</u>	<u>647,041</u>	<u>-</u>	<u>6,702,534</u>
Book value:								
Balance as of December 31, 2024	<u>\$ 140,751</u>	<u>65,135</u>	<u>709,974</u>	<u>2,102</u>	<u>19,470</u>	<u>136,920</u>	<u>88,094</u>	<u>1,162,446</u>
Balance as of December 31, 2023	<u>\$ 389,360</u>	<u>197,988</u>	<u>1,089,764</u>	<u>6,623</u>	<u>21,849</u>	<u>135,408</u>	<u>61,894</u>	<u>1,902,886</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

1. Impairment test

The Group reviews the operating condition and possible changes in the future of cash-generating units at each reporting date and conducts impairment test. As the Taiwan Plant suspended the production plan in 2024, the Group recorded an impairment loss of equipment amounting to NT\$104,244 thousand on December 31, 2024. The impairment test in 2023 indicates that additional loss allowance is not required.

2. Please refer to Note 6 (22) for the gains or loss from disposal.

3. Please refer to Note 8 for the Group using property, plant and equipment as guarantee.

The Group deferred the equipment payment from government grants and recognized it in long-term deferred income. The statement of changes in 2024 and 2023 is as follows:

	2024	2023
Balance on January 1	\$ 5,233	6,252
Current increase	1,600	763
Current amortization	(1,898)	(1,681)
Exchange rate effects	182	(101)
Balance on December 31	<u>\$ 5,117</u>	<u>5,233</u>

(10) Right-of-use assets

The statement of changes of costs and depreciation of leased land, building, machinery equipment, and transportation by the Group is as follows:

	Land	Building	Machinery equipment	Transportation equipment	Total
Costs of right-of-use assets:					
Balance as of January 1, 2024	\$ 51,401	84,843	-	-	136,244
Addition	-	1,885	7,753	168	9,806
Disposal	-	(15,581)	-	-	(15,581)
Effect of changes in exchange rate	741	417	42	-	1,200
Balance as of December 31, 2024	<u>\$ 52,142</u>	<u>71,564</u>	<u>7,795</u>	<u>168</u>	<u>131,669</u>
Balance as of January 1, 2023	\$ 51,798	88,186	-	925	140,909
Addition	-	126	-	-	126
Disposal	-	(3,207)	-	(922)	(4,129)
Effect of changes in exchange rate	(397)	(262)	-	(3)	(662)
Balance as of December 31, 2023	<u>\$ 51,401</u>	<u>84,843</u>	<u>-</u>	<u>-</u>	<u>136,244</u>
Depreciation of right-of-use assets:					
Balance as of January 1, 2024	\$ 14,258	37,751	-	-	52,009
Current depreciation	2,909	4,898	2,369	77	10,253
Disposal	-	(15,581)	-	-	(15,581)
Effect of changes in exchange rate	311	415	13	1	740
Balance as of December 31, 2024	<u>\$ 17,478</u>	<u>27,483</u>	<u>2,382</u>	<u>78</u>	<u>47,421</u>
Balance as of January 1, 2023	\$ 11,519	29,030	-	845	41,394
Current depreciation	2,903	11,429	-	80	14,412
Disposal	-	(2,462)	-	(922)	(3,384)
Effect of changes in exchange rate	(164)	(246)	-	(3)	(413)
Balance as of December 31, 2023	<u>\$ 14,258</u>	<u>37,751</u>	<u>-</u>	<u>-</u>	<u>52,009</u>
Book value:					
Balance as of December 31, 2024	<u>\$ 34,664</u>	<u>44,081</u>	<u>5,413</u>	<u>90</u>	<u>84,248</u>
Balance as of December 31, 2023	<u>\$ 37,143</u>	<u>47,092</u>	<u>-</u>	<u>-</u>	<u>84,235</u>

Please refer to Note 8 for the Group using right-of-use assets as guarantee.

(11) Intangible assets

The statement of changes in the costs, amortization, and impairment loss of the Group is

Notes of the Consolidated Financial Reports of APCB INC. (continued)

as follows:

	<u>Goodwill</u>	<u>Computer software</u>	<u>Other Intangible Assets</u>	<u>Total</u>
Cost:				
Balance as of January 1, 2024	\$ 6,197	15,152	33,313	54,662
Current addition	-	555	-	555
Disposal in the current period	-	-	(33,313)	(33,313)
Disposal of subsidiary	-	(3,444)	-	(3,444)
Effect of changes in exchange rate	420	298	-	718
Balance as of December 31, 2024	<u>\$ 6,617</u>	<u>12,561</u>	<u>-</u>	<u>19,178</u>
Balance as of January 1, 2023	\$ 6,199	12,585	33,318	52,102
Current addition	-	2,691	-	2,691
Effect of changes in exchange rate	(2)	(124)	(5)	(131)
Balance as of December 31, 2023	<u>\$ 6,197</u>	<u>15,152</u>	<u>33,313</u>	<u>54,662</u>
Amortization and impairment loss:				
Balance as of January 1, 2024	\$ -	11,352	33,313	44,665
Current amortization	-	2,178	-	2,178
Disposal in the current period	-	(3,097)	(33,313)	(36,410)
Disposal of subsidiary	-	(3,425)	-	(3,425)
Effect of changes in exchange rate	-	215	-	215
Balance as of December 31, 2024	<u>\$ -</u>	<u>7,223</u>	<u>-</u>	<u>7,223</u>
Balance as of January 1, 2023	\$ -	8,783	33,318	42,101
Current amortization	-	2,648	-	2,648
Effect of changes in exchange rate	-	(79)	(5)	(84)
Balance as of December 31, 2023	<u>\$ -</u>	<u>11,352</u>	<u>33,313</u>	<u>44,665</u>
Book value:				
Balance as of December 31, 2024	<u>\$ 6,617</u>	<u>1,641</u>	<u>-</u>	<u>8,258</u>
Balance as of December 31, 2023	<u>\$ 6,197</u>	<u>3,800</u>	<u>-</u>	<u>9,997</u>

The items where the amortization expenses of intangible assets recognized in the statements of consolidated comprehensive income in 2024 and 2023, respectively, are as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	2024	2023
Operating cost	\$ -	264
Operating expenses	2,178	2,384
Total	<u>\$ 2,178</u>	<u>2,648</u>

(12) Long-term and short-term borrowings

	2024.12.31	2023.12.31
Unsecured bank loans	\$ 1,097,364	2,643,049
Secured bank loans	949,973	1,055,783
Total	<u>\$ 2,047,337</u>	<u>3,698,832</u>
Unused credit line	<u>\$ 4,563,219</u>	<u>4,591,933</u>
Interest rate range (%)	<u>1.98~3.00</u>	<u>1.74~7.06</u>

Please refer to Note 8 for the Group using pledging the assets as guarantee for bank loans.

(13) Short-term notes payable

The statement of short-term notes payable of the Group is as follows:

	2023.12.31		
	Guarantee or acceptance bank	Interest rate %	Amount
Commercial paper payable	China Bills Finance Corporation	1.35	\$ 50,000
	Taiwan Finance Corporation	1.71	50,000
	Mega Bills Finance Corporation	1.72	50,000
			150,000
Less: Discount on short-term notes payable			(160)
Total			<u>\$ 149,840</u>

The Group did not have short-term notes payable in 2024.

The unused commercial bill issuance amount of the Group as of December 31, 2024 and 2023 was NT\$100,000 thousand and NT\$50,000 thousand, respectively.

(14) Long-term borrowing

The statement, terms, and clauses of the long-term borrowing of the Group is as follows:

	2023.12.31	
	Loan period	Amount
Unsecured bank loan from Bank of Taiwan	2022.12-2027.12	\$ 86,821
Less: Current portion		12,403
Total		<u>\$ 74,418</u>
Unused credit line		<u>\$ -</u>
Interest rate range (%)		<u>1.88~6.8</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

The Group did not use any long-term borrowings in 2024 and the unused amount was NT\$300,000 thousand.

Please refer to Note 8 for the Group using pledging the assets as guarantee for bank loans.

(15) Lease liabilities

The carrying amount of the Group's lease liabilities is as follows:

	2024.12.31	2023.12.31
Current	\$ 9,800	6,950
Non-current	64,550	67,430
Total	\$ 74,350	74,380

Please refer to Note 6 (23) Financial instruments for maturity analysis.

The amount recognized in profit or loss is as follows:

	2024	2023
Interests on lease liabilities	\$ 1,109	1,363
Lease payments not included in the measurement of the lease liability	\$ 765	1,674
Expenses related to short-term leases	\$ 2,965	6,469
Expenses related to lease of low-value assets (not including short-term low-value lease)	\$ 586	683

The amount recognized in the statement of cash flow is as follows:

	2024	2023
Total cash flows from operating activities	\$ 5,425	10,189
Total cash flows from investment activities	9,864	13,894
Total cash flows from lease	\$ 15,289	24,083

1. Leases of land and buildings

The Group leased lands and buildings as plants, offices, and employee dormitories. The lease period for plants and offices is usually 15 years, and 5–10 years for employee dormitories. Some of the leases include the option to extend the same lease period of the original contract when the lease period expires.

2. Other leases

The lease period of machinery and transportation equipment of the Group was 2–3 years.

In addition, the lease periods of some of the machinery, office equipment, and transportation equipment are 1–5 years. These leases were short-term or leases of low-value items. The Group chose not to recognize right-of-use assets and lease liabilities for these leases.

(16) Employee benefits

1. Defined benefit plan

The Company and APCB Electronics (Thailand) Co., Ltd. in the Group stipulated

Notes of the Consolidated Financial Reports of APCB INC. (continued)

defined benefit plan.

The adjustment on the present value of defined benefit obligations and the fair value of plan assets of the Group is as follow:

	2023.12.31
Present value of the defined benefit obligations	\$ (53,847)
Fair value of plan assets	17,062
Net defined benefit liability	\$ (36,785)

The Company made defined benefit plan contributions to the pension fund account of Bank of Taiwan. Plans that are covered by the Labor Standards Law entitled a retired employee to receive retirement benefits based on years or service and average monthly salary for the 6 months prior to retirement.

(1) Composition of plan assets

The Company allocated pension funds in accordance with the “Regulations for Revenues, Expenditures, Safeguard and Utilization of the Labor Retirement Fund,” and such funds were managed by the Bureau of Labor Funds (BLF), Ministry of Labor. With regard to the utilization of the funds, minimum earnings shall be no less than the earnings attainable from two-year time deposits with interest rates offered by local banks.

The Company reached an agreement with employees in December 2023 to settle the service years under the old system to a pension amount of NT\$8,504 thousand paid up according to relevant regulations. As of December 31, 2024, the balance of the labor pension reserve account was NT\$2,150 thousand. After adding the income distribution of NT\$190 thousand for 2024, the pension liabilities to be settled as of December 31, 2024 were NT\$6,164 thousand. The account was settled in February 2025. For information on the utilization of the labor pension fund, including yield of the fund and the asset allocation, please refer to the website of the BLF.

(2) The changes in the present value of the defined benefit obligations

The changes in the present value of the defined benefit obligations of the Group in 2023 are as follows:

	2023
Balance at January 1	\$ (57,574)
Current service cost and interest	(2,085)
Remeasurements of net defined benefit liability	
- Actuarial (losses) gains arising from changes in demographic assumptions	(417)
- Actuarial (losses) gains arising from changes in financial assumptions	(8)
- Actuarial (losses) gains arising from experience adjustments	(1,903)
Exchange differences of overseas plans	(172)
Benefit paid by the plan	966
Effect of plan repayment	7,346

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Defined benefit obligation as of December 31	<u>\$ (53,847)</u>
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(3) The changes in the fair value of plan assets

The changes in the fair value of the defined benefit plan assets of the Group in 2023 are as follows:

	<u>2023</u>
Fair value of the plan assets on January 1	\$ 23,249
Interest income	314
Remeasurements of net defined benefit liability — Return on plan assets (not including current interests)	290
Amount allocated to plan	2,812
Benefit paid by the plan	(117)
Repayment by the plan	<u>(9,486)</u>
Fair value of the plan assets on December 31	<u>\$ 17,062</u>

(4) Expenses recognized as profit or loss

The changes in the fair value of the defined benefit plan assets of the Group in 2023 are as follows:

	<u>2023</u>
Current service cost	\$ 1,140
Net interest of net defined benefit liability	631
Repayment profit or loss	<u>2,140</u>
	<u>\$ 3,911</u>
Operating cost	\$ 1,434
Selling expenses	187
Administrative expenses	<u>2,290</u>
	<u>\$ 3,911</u>

(5) Remeasurements of net defined benefit assets (liabilities) recognized in other comprehensive income

The cumulative remeasurements of net defined benefit assets (liabilities) of the Group recognized in other comprehensive income are as follows:

	<u>2023</u>
Cumulative balance at January 1	\$ 23,033
Current recognized income	<u>(2,249)</u>
Cumulative balance at December 31	<u>\$ 20,784</u>

(6) Actuarial assumption

The significant actuarial assumption for the determination of defined benefit obligations of the Group on the reporting date is as follows:

	<u>2023.12.31</u>
Discount rate	1.20~2.60%

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Future salary increases 1.10~2.00%

(7) Sensitivity analysis

If the actuarial assumptions had changed, the impact on the present value of the defined benefit obligation of the Group as of December 31, 2023 shall be as follows:

	Effects to the defined benefit obligation	
	Increase by 0.25%	Decrease by 0.25%
December 31, 2023		
Discount rate (original assumption 1.30%–2.40%)	(1,205)	1,249
Future salary increase rate (original assumption 1.10%–2.00%)	1,247	(1,209)

There was no change in other assumptions when performing the aforementioned sensitivity analysis. In practice, assumptions might be interactive with each other. The method used on sensitivity analysis was consistent with the calculation on the net pension liabilities.

No sensitivity analysis was prepared for the current period.

2. Defined contribution plans

The Company sets aside 6% of the contribution rate of the employee's monthly wages to the Labor Pension personal account of the Bureau of the Labor Insurance in accordance with the provisions of the Labor Pension Act. The Company sets aside a fixed amount to the Bureau of the Labor Insurance without the payment of additional legal or constructive obligations.

The Company sets aside NT\$9,156 thousand and NT\$9,498 thousand of the pension costs to the Bureau of Labor Insurance for the years ended December 31, 2024 and 2023, respectively.

Other entities of the Group set aside NT\$47,783 thousand and NT\$46,253 thousand of the pension costs in accordance with local laws and regulations for the years ended December 31, 2024 and 2023, respectively.

(17) Income tax

1. The statement of income tax expense (income) of the Group in 2024 and 2023 is as follows:

	2024	2023
Current income tax expense (income)		
Current period	\$ (22,358)	3,701
Underestimate (overestimate) of the prior period	908	(8,657)
Subtotal	(21,450)	(4,956)
Deferred income tax expense		
Origination and reversal of temporary difference	30,414	13,949
Under (over) estimate of the prior period	-	15,994
Subtotal	30,414	29,943

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Income tax expense	\$	<u>8,964</u>	<u>24,987</u>
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The statement of income tax expense (income) of the Group recognized in other comprehensive income in 2024 and 2023 is as follows:

	<u>2024</u>	<u>2023</u>
Items not reclassified subsequently to profit or loss:		
Remeasurement of defined benefit programs	\$ -	<u>450</u>
Components of Other Comprehensive Income that May Be Reclassified to Profit or Loss:		
Exchange Differences on Translation of Foreign Financial Statements	\$ <u>(19,132)</u>	<u>6,507</u>

The reconciliation of income tax expense (gain) and net profit before tax of the Group for 2024 and 2023 were as follows:

	<u>2024</u>	<u>2023</u>
Net income before tax	\$ <u>156,937</u>	<u>79,294</u>
Estimated income tax calculated based on the Company's statutory tax rate	\$ 31,387	15,859
Tax rate difference effect for overseas jurisdictions	6,199	32,886
Financial asset valuation profit or loss	4,278	(1,418)
Research and development investment for tax deduction	(34,336)	(34,295)
Domestic transaction of disposal of securities	(1,000)	880
Expenses that cannot be deducted	-	1
Dividend income	(437)	(1,451)
Profit or loss of investment accounted for using equity method	(43)	76
Imposition on undistributed earnings	-	5,932
Underestimate (overestimate) of the prior period	908	(8,657)
Underestimation of deferred income tax liabilities in previous years	-	15,994
Others	<u>2,008</u>	<u>(820)</u>
Total	\$ <u>8,964</u>	<u>24,987</u>

2. Deferred tax assets and liabilities

The changes in the recognized deferred tax assets and liabilities in 2024 and 2023 are as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Deferred tax liabilities:

	Profit or loss of reinvestment accounted for using equity method	Unrealized exchange gain	Consolidated asset value increase incurred	Total
January 1, 2024	\$ 65,758	1,184	9,008	75,950
Statements of Debit	154,067	3,316	(9,008)	148,375
Exchange rate effects	-	930	-	930
December 31, 2024	\$ 219,825	5,430	-	225,255
January 1, 2023	\$ 54,022	-	8,942	62,964
Statements of Debit	11,736	1,184	-	12,920
Exchange rate effects	-	-	66	66
December 31, 2023	\$ 65,758	1,184	9,008	75,950

Deferred tax assets:

	Unrealiz ed exchange loss	Allowanc e for loss on valuation of inventori es and scrapped	Allowanc e for doubtful debt, allowan ce for sales return, and discoun t	Exchan ge Differe nces on Transla tion of Foreign Financi al Statem ents	Pension excess amount	Loss from impair ment of unreali zed assets	Loss carryb acks	Others	Total
January 1, 2024	\$ -	11,638	1,886	19,364	4,937	-	697	2,296	40,818
Statement of Credit (Debit)	-	(7,374)	(175)	-	-	20,849	99,680	4,981	117,961
Debited in other comprehensive income in the current period	-	-	-	(19,132)	-	-	-	-	(19,132)
Exchange rate effects	-	-	-	-	-	-	-	49,219	49,219
December 31, 2024	\$ -	4,264	1,711	232	4,937	20,849	100,377	56,496	188,866
January 1, 2023	\$ 7,998	19,340	3,097	12,853	4,560	-	736	2,342	50,926
Statements of Debit	(7,998)	(7,702)	(1,211)	-	(73)	-	(39)	-	(17,023)
Credited in other comprehensive income in the current period	-	-	-	6,507	450	-	-	-	6,957
Exchange rate effects	-	-	-	4	-	-	-	(46)	(42)
December 31, 2023	\$ -	11,638	1,886	19,364	4,937	-	697	2,296	40,818

3.The collection and approval status of income tax

The Company's tax returns for the years through 2022 were examined and approved by Taiwan National Tax Administration.

(18) Capital and other equities

As of December 31, 2024 and 2023, the Company's authorized capital was both NT\$2,000,000 thousand, with a par value of NT\$10 per share, consisting of 200,000 thousand shares. The authorized capital above is common shares, and the issued common shares are 159,899 thousand shares. All proceeds from shares issued have been collected.

1.Capital surplus

Notes of the Consolidated Financial Reports of APCB INC. (continued)

The capital surplus balance is as follows:

	2024.12.31	2023.12.31
Capital premium of capital increase in cash	\$ 214,731	214,731
Premium on bonds payable	204,198	204,198
	<u>\$ 418,929</u>	<u>418,929</u>

In accordance with Company Act, realized capital surplus can only be reclassified as share capital or be distributed as cash dividends after offsetting against losses. The aforementioned capital surplus includes share premiums and donation gains. In accordance with the Securities Offering and Issuance Guidelines, the amount of capital surplus to be reclassified under share capital shall not exceed 10 percent of the actual share capital amount.

2.Retained earnings

The Company's Articles of Incorporation provide that, when allocating the net profit for each fiscal year, the Company shall first offset its losses in previous years and then set aside the legal reserve at 10% of net profit; and also set aside special capital reserve in accordance with relevant regulations or as requested by the authorities. Any balance left over and the beginning balance of retaining earnings shall be distributed by way of cash or stock dividends; and the ratio for all dividends shall exceed 10% of the remaining earnings. The appropriations of earnings are approved by the Company's Board of Directors in its meeting and presented for approval by the Company's shareholders in its meeting.

In accordance with the dividend policy provided in the Articles of Incorporation and the demand in upgrading equipment and expansion in the future, the ratio of cash dividend distribution shall not be less than 10% of the total distribution amount, and the remaining amount is distributed in shares.

(1) Legal reserve

When a company incurs no loss, it may, pursuant to a resolution by a shareholders' meeting, distribute its legal reserve by issuing new shares or by distributing cash, and only the portion of legal reserve which exceeds 25% of capital may be distributed.

(2) Special reserve

In accordance with the regulations of the FSC, a portion of the current-period earnings and undistributed prior-period earnings shall be reclassified as special earnings reserve during earnings distribution. The amount to be reclassified should equal the current period total net reduction of other shareholders' equity. Similarly, a portion of undistributed prior-period earnings (which does not qualify for earnings distribution) shall be reclassified as special earnings reserve to account for the cumulative changes to other shareholders' equity pertaining to prior periods. The amounts of subsequent reversals pertaining to the net reduction of other shareholders' equity shall qualify for additional distributions.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(3) Earnings distribution

The appropriations of earnings in 2023 and 2022 have been approved during the shareholders' meeting held on June 19, 2024 and June 14, 2023, respectively. The amounts of dividends distributed were as follows:

	2023	2022
Cash dividend per share (Unit: Thousand NTD)	<u>\$ 0.50</u>	<u>0.50</u>

The appropriation of earnings in 2024 has been approved during the Board of Directors meeting held on March 7, 2025. The amount of dividends distributed to owners was as follows:

	2024
Cash dividends distributed to owners of common shares	<u>\$ 156,994</u>

The above earnings distribution information may be inquired on MOPS.

3. Other equity (net of tax)

	Exchange Differences on Translation of Foreign Financial Statements	Unrealized profit or loss of financial assets through other comprehensive income at FVTPL	Total
Balance as of January 1, 2024	\$ (77,479)	7,444	(70,035)
Exchange Differences on Translation of Foreign Financial Statements	92,507	-	92,507
Balance as of December 31, 2024	<u>\$ 15,028</u>	<u>7,444</u>	<u>22,472</u>
Balance as of January 1, 2023	\$ (51,411)	7,444	(43,967)
Exchange Differences on Translation of Foreign Financial Statements	(26,068)	-	(26,068)
Balance as of December 31, 2023	<u>\$ (77,479)</u>	<u>7,444</u>	<u>(70,035)</u>

(19) Earnings per share

The calculation of basic and diluted earnings per share of the Company is as follows:

	Unit: Thousand shares	2024	2023
Basic earnings per share:			
Net profit attributed to the common shares		<u>\$ 147,973</u>	<u>54,307</u>
Weighted average common shares outstanding		<u>159,899</u>	<u>159,899</u>
Basic earnings per share (Unit: NTD)		<u>\$ 0.93</u>	<u>0.34</u>
Diluted earnings per share:			
Net profit attributed to the common shares		<u>\$ 147,973</u>	<u>54,307</u>
Weighted average common shares outstanding		159,899	159,899
Effect of potentially dilutive common shares			
Effect of remuneration of employees		934	393
Weighted average common shares outstanding plus the effect of potentially dilutive common shares		<u>160,833</u>	<u>160,292</u>
Diluted earnings per share (Unit: NTD)		<u>\$ 0.92</u>	<u>0.34</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(20) Revenue from contracts with customers

1.Disaggregation of revenue

		2024			
		Taiwan	China	Thailand	Total
Primary geographical markets:					
Taiwan	\$	362,317	18,027	140	380,484
China		773,462	2,065,627	2,058	2,841,147
Thailand		72,248	31,065	692,357	795,670
South Korea		174	62,691	10,197	73,062
Vietnam		9,090	275,302	13,926	298,318
Other countries		2,900	416,800	287,044	706,744
		\$ 1,220,191	2,869,512	1,005,722	5,095,425
Main product/service lines:					
Double sided PCB	\$	472,163	297,487	471,730	1,241,380
Multi-layer PCB		737,090	2,571,632	527,711	3,836,433
Others		10,938	393	6,281	17,612
		\$ 1,220,191	2,869,512	1,005,722	5,095,425

		2023			
		Taiwan	China	Thailand	Total
Primary geographical markets:					
Taiwan	\$	364,001	39,516	44	403,561
China		875,355	2,135,742	2,449	3,013,546
Thailand		22,952	925	1,032,482	1,056,359
South Korea		3,510	561,070	7,831	572,411
Vietnam		7,411	431,235	18,076	456,722
Other countries		2,796	100,669	344,898	448,363
		\$ 1,276,025	3,269,157	1,405,780	5,950,962
Main product/service lines:					
Double sided PCB	\$	429,677	199,656	685,342	1,314,675
Multi-layer PCB		835,431	3,069,455	711,344	4,616,230
Others		10,917	46	9,094	20,057
		\$ 1,276,025	3,269,157	1,405,780	5,950,962

2.Contract balances

	2024.12.31	2023.12.31	2023.1.1
Notes receivable	\$ 5,660	5,008	2,662
Accounts receivable	1,371,340	1,652,001	1,837,187
Less: Loss allowance	(141)	(5,448)	(37,221)
Total	\$ 1,376,859	1,651,561	1,802,628
Contract liabilities (recognized in other current liabilities)	\$ 5,485	3,158	2,613

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Please refer to Note 6 (5) for the disclosure of notes and accounts receivable and their impairments.

The opening balance of the contract liabilities as of January 1, 2024 and 2023 was recognized as revenue to the amount of NT\$1,727 thousand and NT\$2,600 thousand, respectively, in 2024 and 2023.

(21) Remuneration of employees and directors

According to the Company's Article of Incorporation, if the Company incurs profit for the year, it shall allocate not less than 5% of the annual profit as remuneration of employee and no more than 3% as the remuneration of directors. Where there is cumulative losses, the Company shall first set aside the loss amount.

The 2024 and 2023 remuneration of employees estimates were NT\$14,742 thousand and NT\$7,451 thousand, respectively, and the remuneration of directors estimates were NT\$6,000 thousand and NT\$2,856 thousand, respectively. The amounts were calculated by the net profit before tax excluding remuneration of employees and remuneration of directors, of each year multiplied by the percentage of remuneration of employees and remuneration of directors and supervisors as specified in the Company's Article of Incorporation. The amounts were accounted for under operating expenses in 2022 and 2021. The differences between the estimated amounts in the financial statements and the estimates, if any, shall be accounted for as a change in accounting estimate and recognized in profit or loss in the next year. The amounts, as stated in consolidated financial statements, were the same as those of actual distributions for 2024 and 2023.

The information above may be inquired on the MOPS.

(22) Non-operating incomes and expenses

1. Interest income

	2024	2023
Interest income from bank deposits	<u>\$ 106,869</u>	<u>114,601</u>

2. Other income

	2024	2023
Dividend income	\$ 2,184	7,257
Other income	53,287	81,416
Total	<u>\$ 55,471</u>	<u>88,673</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

3. Other gains or losses

	2024	2023
Net foreign exchange gain	\$ 120,929	52,942
Net loss on disposal and scraps of property, plant and equipment	(15,348)	(8,168)
Profit/loss on financial assets and liabilities at FVTPL	(16,393)	23,487
Gains from disposal of subsidiary	577,144	-
Loss from disposal of intangible assets	(600)	-
Gains from modification of lease	-	17
Impairment loss	(104,244)	-
Others	-	(812)
Total	\$ 561,488	67,466

4. Financial costs

	2024	2023
Interest expenses		
Bank loans	\$ 86,888	120,037
Lease liability	1,109	1,363
Total	\$ 87,997	121,400

(23) Financial instruments

1. Credit risk

(1) Exposure to credit risk

The carrying amounts of financial assets represented the maximum amount exposed to credit risk.

(2) Concentration of credit risk

As of December 31, 2024 and 2023, 40% and 42% of the Group's notes and accounts receivables, respectively, were concentrated on specific customers. Therefore, the Group was exposed to credit risk.

(3) Credit risk of receivables and financial assets measured at amortized costs

Please refer to Note 6 (5) for the credit risk exposure of accounts receivable.

Please refer to Note 6 (6) for impairments of other receivables. Other receivables and financial assets measured at amortized cost of the Group are financial assets with low credit risks, so the Group recognizes the loss allowance for 12 months expected credit losses. Financial assets measured at amortized cost are mainly time deposits. The Group assesses that there will be no significant expected credit loss.

2. Liquidity risk

The table below is the contractual maturity of financial liabilities, not including the effect of estimated interest payments.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

	Carrying amount	Contract cash flow	Less than 1 year	1- 2 years	2- 5 years	Over 5 years
December 31 , 2024						
Non-derivatives financial liabilities						
Short-term borrowings	\$ 2,047,337	2,047,337	2,047,337	-	-	-
Payables	886,186	886,186	886,186	-	-	-
Lease liability	74,350	74,350	9,800	9,931	22,714	31,905
Guarantee deposit	61,104	61,104	37,884	14,264	-	8,956
	\$ 3,068,977	3,068,977	2,981,207	24,195	22,714	40,861
December 31 , 2023						
Non-derivatives financial liabilities						
Short-term borrowings	\$ 3,698,832	3,698,832	3,698,832	-	-	-
Short-term notes payable	149,840	149,840	149,840	-	-	-
Payables	1,064,229	1,064,229	1,064,229	-	-	-
Long-term borrowings	86,821	86,821	12,403	12,403	62,015	-
Lease liability	74,380	74,380	6,950	7,054	21,803	38,573
Guarantee deposit	61,780	61,780	47,750	130	6,058	7,842
	\$ 5,135,882	5,135,882	4,980,004	19,587	89,876	46,415

The Group did not expect that the cash flows included in the maturity analysis would occur significantly earlier or at significantly different amounts.

3.Exchange rate risk

(1) Exposure to exchange rate risk

The Group's significant exposures of financial assets and liabilities to foreign currency exchange rate risk

	2024.12.31			2023.12.31		
	Foreign currency	Exchange rate	NTD	Foreign currency	Exchange rate	NTD
<u>Financial assets</u>						
<u>Monetary items</u>						
USD	\$ 85,326	32.2903	2,755,207	136,972	30.6649	4,200,228
<u>Financial liabilities</u>						
<u>Monetary items</u>						
USD	6,837	32.7390	223,841	41,762	30.9588	1,292,894

(2) Sensitivity analysis

The Group's exposure to exchange rate risk arose from the translation of the foreign currency exchange gains and losses on cash and cash equivalents, accounts receivables and other receivables, borrowings, accounts payables and other payables that were denominated in foreign currency. Strengthening (weakening) 1% of appreciation (depreciation) of the NTD, RMB, and Thai baht against the USD as of December 31, 2024 and 2023, would cause the net profit after tax to decrease or increase by NT\$25,314 thousand and NT\$37,857 thousand, respectively, while the analysis assumed that all other variables remain constant. The analysis of both periods adopts the same basis.

(3) Exchange gains or losses of monetary items

Notes of the Consolidated Financial Reports of APCB INC. (continued)

As the Group is involved with numerous functional currencies from trading, it discloses the exchange gains or losses of monetary items in aggregate. The exchange gains or losses of monetary items (realized and unrealized) for 2024 and 2023 were NT\$120,929 thousand and NT\$52,942 thousand, respectively.

4. Other price risk

The sensitivity analyses for the effect of changes in the securities price on comprehensive income at the reporting dates were performed using the same basis for profit or loss as illustrated below:

Price of securities at reporting date	2024		2023	
	Amount of other comprehensive income after tax	Net profit or loss after tax	Amount of other comprehensive income after tax	Net profit or loss after tax
Increasing 1%	\$ 248	1,385	248	1,311
Decreasing 1%	\$ (248)	(1,385)	(248)	(1,311)

Please refer to Note 6. (5) “Fair value measurement of Level 3: Sensitivity analysis of fair value to reasonably possible alternative” for the price changes of Level 3 equity securities.

5. Interest rate risk

The Group’s exposure to the interest rate of financial liabilities is described in the liquidity risk management in the Note.

The sensitivity analysis is determined in accordance with the interest rate exposure of the non-derivatives instrument at the reporting date. For the floating interest rate liabilities, the analysis is based on the assumption that the outstanding liability amount at the reporting date has been outstanding for the whole year. The interest rate variation that the internal personnel reporting the interest rate to the main management level is increase or decrease of 1% of interest rate, which is the assessment by the management on the reasonable possible variation scope.

Strengthening (weakening) 1% of increase or decrease of interest rate as of December 31, 2024 and 2023, would cause the net profit before tax to decrease or increase by NT\$20,473 thousand and NT\$37,857 thousand, respectively, while the analysis assumed that all other variables remain constant. They were mainly caused by the Groups floating rate loans.

6. Fair value information

(1) Types of financial instruments and their fair value

The carrying amounts of financial assets and liabilities and their fair values (including the fair value hierarchy; however, except for financial instruments not measured at fair value whose carrying amount was reasonably close to the fair value and

Notes of the Consolidated Financial Reports of APCB INC. (continued)

lease liabilities, and disclosure of fair value information was not required) of the Group were as follows:

		2024.12.31				
		Carrying amount	Fair value			
			Level 1	Level 2	Level 3	Total
Financial assets measured at FVTPL						
Listed stocks	\$	138,482	138,482	-	-	138,482
Financial assets at FVTPL through other comprehensive income						
Unquoted equity instruments at FVTPL		24,795	-	-	24,795	24,795
Financial assets measured at amortized cost						
Cash and cash equivalents		2,684,643	-	-	-	-
Notes and accounts receivable		1,376,859	-	-	-	-
Other receivables		107,029	-	-	-	-
Financial assets measured at amortized cost		927,593	-	-	-	-
Refundable deposit		1,669	-	-	-	-
Subtotal		5,097,793	-	-	-	-
Total	\$	5,261,070	138,482	-	24,795	163,277
Financial liabilities measured at amortized cost						
Short-term borrowings	\$	2,047,337	-	-	-	-
Payables		886,186	-	-	-	-
Lease liability		74,350	-	-	-	-
Guarantee deposit		61,104	-	-	-	-
Total	\$	3,068,977	-	-	-	-
		2023.12.31				
		Carrying amount	Fair value			
			Level 1	Level 2	Level 3	Total
Financial assets measured at FVTPL						
Listed stocks	\$	131,089	131,089	-	-	131,089
Domestic open-end fund		1,001	1,001	-	-	1,001
Structured deposit		432,703	-	-	432,703	432,703
Subtotal		564,793	132,090	-	432,703	564,793
Financial assets at FVTPL through other comprehensive income						
Unquoted equity instruments at FVTPL	\$	24,795	-	-	24,795	24,795
Financial assets measured at amortized cost						
Cash and cash equivalents		3,853,164	-	-	-	-
Notes and accounts receivable		1,651,561	-	-	-	-
Other receivables		52,995	-	-	-	-
Financial assets measured at amortized cost		3,095	-	-	-	-
Refundable deposit		3,560	-	-	-	-
Subtotal		5,564,375	-	-	-	-
Total	\$	6,153,963	132,090	-	457,498	589,588
Financial liabilities measured at amortized cost						
Short-term borrowings	\$	3,711,235	-	-	-	-
Short-term notes payable		149,840	-	-	-	-
Payables		1,064,229	-	-	-	-
Long-term borrowings		74,418	-	-	-	-
Lease liability		74,380	-	-	-	-
Guarantee deposit		61,780	-	-	-	-
Total	\$	5,135,882	-	-	-	-

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(2) Valuation techniques for fair value

A. Non-derivative financial instruments

The fair value of financial instruments which are traded in an active market was based on the quoted market price. The quotation announced by the main stock exchanges might be regarded as the fair value of the listed equity securities and debt instruments which was traded in an active market.

A financial instrument was considered to be quoted in an active market if quoted prices were readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represented actual and regularly occurring market transactions on an arm's length basis. On the other hand, if the aforementioned terms were not met, it was regarded as an inactive market. Quoted market prices might not be indicative of the fair value of an instrument if the activity in the market was infrequent, the market was not well-established, only small volumes were traded, or bid-ask spreads were very wide. Determining whether a market was active involves judgment.

Where the financial instrument held by the Group was regarded as being quoted in an active market, the fair values are listed based on the types and characteristics:

- The listed stock and domestic open-end funds, which had standard clauses and terms and were traded in the active market, their fair values were based on the quoted market price accordingly.

Measurements of fair value of financial instruments without an active market were based on valuation technique or quoted price from a competitor. Fair value, measured by using valuation technique that could be extrapolated from either similar financial instruments or discounted cash flow method or the market transaction prices of the similar companies or other valuation techniques, including models, was calculated based on available market data at the consolidated balance sheet date.

Where the financial instrument held by the Group was regarded as being quoted in an inactive market, the fair values are listed based on the types and characteristics:

- For the unquoted equity instruments of the Company, their fair values were determined based on the ratio of the quoted market price of the comparative listed company and its book value per share. Also, the fair value was discounted for its lack of liquidity in the market.

Unquoted structured deposit: The cash flow in the future is estimated based on the interest rate set forth in the contract and discounted at a discount rate that reflects the credit risk.

B. Derivative financial instruments

Measurement of the fair value of derivative instruments was based on the valuation techniques generally accepted by market participants. Forward exchange

Notes of the Consolidated Financial Reports of APCB INC. (continued)

agreement is usually based on the forward exchange rate valuation. Fair value of swap exchange contracts were usually determined by the quotation information provided by financial institutions.

(3) The statement of changes of Level 3 assets

	Measured at FVTPL	Measured at FVTPL through other comprehensive income
January 1, 2024	\$ 432,703	24,795
Total gains or losses		
Recognized in profit or loss	7,585	-
Effect of changes in exchange rate	12,727	-
Purchase	1,269,478	-
Disposal	(1,722,493)	-
December 31, 2024	<u>\$ -</u>	<u>24,795</u>
January 1, 2023	\$ 15,428	24,795
Total gains or losses		
Recognized in profit or loss	1,563	-
Effect of changes in exchange rate	(6,885)	-
Purchase	857,109	-
Disposal	(434,512)	-
December 31, 2023	<u>\$ 432,703</u>	<u>24,795</u>

(4) Quantified information on significant unobservable inputs (level 3) used in fair value measurement

The fair value measurements of the Group that are classified as Level 3 mainly include financial assets at FVTPL through other comprehensive income and non-derivatives financial assets designated as at FVTPL – structured deposits

Equity investments without an active market contained multiple significant unobservable inputs. The significant unobservable inputs of the equity investments without an active market were independent from each other, as a result, there was no relevance between them.

The inter-relationship between the significant unobservable inputs and fair value of the structured deposits of the Group is unable to be controlled in practice, so the structured deposits are not included in the disclosure scope of the sensitivity analysis on the quantified information of significant unobservable inputs and fair value to the reasonable possible substitute assumption.

Quantified information of significant unobservable inputs was as follows:

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Item	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Financial assets at FVTPL through other comprehensive income - Equity instrument investment without an active market	Market approach (comparable listed company approach)	<ul style="list-style-type: none"> Price-book ratio (1.86 and 2.18 as of December 31, 2024 and December 31 2023, respectively) Market liquidity discount rate (both 40% as of December 31, 2024 and December 31, 2023) 	<ul style="list-style-type: none"> The estimated fair value would increase if the multiplier was higher The estimated fair value would decrease if market liquidity discount rate was higher

(5) Fair value measurements in level 3 – sensitivity analysis of reasonably possible alternative assumptions.

The Group's measurement on the fair value of financial instruments was deemed reasonable despite different valuation models or assumptions might lead to different results. For fair value measurements in Level 3, changing one or more of the assumptions would have the following effects on profit or loss and other comprehensive income:

			The change of fair value in other comprehensive income	
	Input	Increase or decrease	Favorable	Unfavorable
December 31, 2024				
Financial assets at FVTPL through other comprehensive income				
Equity instrument investment without an active market	Price-book ratio	5%	4,704	(4,704)
	Market liquidity discount rate	5%	7,841	(7,841)
December 31, 2023				
Financial assets at FVTPL through other comprehensive income				
Equity instrument investment without an active market	Price-book ratio	5%	4,392	(4,392)
	Market liquidity discount rate	5%	7,319	(7,319)

The favorable and unfavorable effects for the Group represented the changes in fair value, and fair value was based on a variety of unobservable inputs calculated using a valuation technique. The analysis above only reflected the effects of changes in a single input, and it did not include the interrelationships with another input and other variabilities.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

The fair value level of financial assets (liabilities) in 2024 and 2023 remained unchanged.

(24) Financial risk management

1. Overview

By using financial instruments, the Group was exposed to the risks below:

- (1) Credit risk
- (2) Liquidity risk
- (3) Market risk

This Note expresses the Group's objective, policies and processes for managing risks and methods used to measure the risk arising from financial instruments. Please refer to each note of the consolidated financial reports for the detailed quantitation disclosure.

2. Risk management framework

The Board of Directors is responsible for supervising the risk management framework of the Group. The heads of all departments constitute the cross-department operation management meeting, which is responsible for supervising the risk management policies of the Group and reports to the Board of Directors on a regular basis.

The heads of all departments identify and analyze the risks the Group is exposed to, review the impact of external elements on the operation to promptly respond to the market conditions, and make proper adjustments on the operation of the Group in response to the market change. The Group allows all employees to learn their roles and responsibilities through training, management rules, and operation procedures.

The supervisors and the Audit Committee of the Group supervise the management on monitoring the risk management policy and the compliance of the procedure of the Group. The internal audit personnel assist the supervisors and the Audit Committee in the supervising work. Such personnel conducts audit on risk management control and procedure on a regular basis and randomly and reports the audit result to the supervisors and the Audit Committee.

3. Credit risk

Credit risk was the risk of financial loss to the Group if a customer or counterparty to financial instruments failed to meet its contractual obligations that arose principally from the Group's receivables, bank deposits, and other financial instruments.

(1) Accounts receivable

The credit risk exposure of the Group is mainly affected by the conditions of individual customer. In accordance with the credit extension policy, the Group uses the publicly available financial information and transaction records to assess the main customers before providing the payment terms and credit line. The credit line is determined on a customer-by-customer basis, and it will be reviewed on a regular basis.

The Group prepares a loss allowance account for the incurred losses of notes and

Notes of the Consolidated Financial Reports of APCB INC. (continued)

accounts receivable. The main components of the loss allowance include specific losses related to individual significant exposure.

(2) Bank deposits and other financial instruments

The Finance Department of the Group is responsible for measuring and monitoring the credit risk of bank deposits and other financial instruments. As the counterparty of the transaction and contracts of the Group are banks with excellent credit, there is no significant concern regarding the contract performance. Therefore, there is no significant credit risk.

(3) Guarantee

The policy of the Group provides that the Group can only provide financial guarantees to a 100% owned subsidiary. As of December 31, 2024 and 2023, the Group did not provide guarantees to other parties other than the subsidiaries.

4. Liquidity risk

Liquidity risk is the risk of being unable to fulfill the obligations that the Group is unable to pay in cash or with other financial assets to repay the financial liabilities. The liquidity management method of the Group is to ensure the Group will have sufficient liquidity to pay mature liabilities in general situation and under pressure in order to prevent unacceptable loss or the risk of damaging the reputation of the Group.

The Finance Department of the Group is responsible for monitoring the cash flow demand and planning the most suitable investment for cash rewards using the idle funds. In general, the Group ensures it has sufficient cash to cover the expected operating expenditures for 1 year, including the fulfillment of financial obligations. However, the potential effects that cannot be reasonably expected in the extreme condition, such as natural disasters, are not included. In addition, as of December 31, 2024 and 2023, the unused long-term and short-term borrowings (including commercial papers) of the Group were NT\$4,963,219 thousand and NT\$4,641,933 thousand, respectively.

5. Market risk

The market risk mainly refers to the risk of changes of the fair value due to the changes of exchange rate, interest rate, and price of equity securities market that may cause the losses of the Group when engaging in related transactions. To manage the exchange rate risk, the Group only maintains a certain portion of net foreign currency position. Meanwhile, the Group chooses to engage with banks with excellent credits for forward exchange transactions and designates professional managerial officers to manage the market risk. In addition, the financial assets of the Group with the fair value risk from the change of interest rate are bank deposits, and the financial liabilities are short-term borrowings, short-term notes payable and long-term borrowings. However, the changes in the market interest rate are limited. In addition, the open-ended funds and listed stocks held by the Group are measured at fair value, the Group is exposed to the risk of market price changes of equity

Notes of the Consolidated Financial Reports of APCB INC. (continued)

securities. The Group carefully selects the investment targets when engaging in relevant transaction and controls the positions held to manage the market risk. In conclusion, the effect of the risks incurred from the changes in the fair value due to the changes in the market price of exchange rate, interest rate, and equity securities on the financial assets and liabilities are not significant.

(25) Capital management

The policy of the Board of Directors on capital management is to maintain healthy capital position to maintain the confidence of investors, debtors, and the market and to support the future operation development. Capital consists of share capitals, capital surplus and retained earnings of the Group. The Board of Directors is responsible for controlling the debt-to-capital ratio as well as the dividend level of common shares.

	2024.12.31	2023.12.31
Total liabilities	\$ 3,497,134	5,335,830
Less: Cash and cash equivalents	2,684,643	3,853,164
Net liabilities	<u>\$ 812,491</u>	<u>1,482,666</u>
Total equity	<u>\$ 3,723,658</u>	<u>3,563,128</u>
Debt-to-capital ratio	<u>21.82%</u>	<u>41.61%</u>

As of December 31, 2024, the Group's capital management strategy remained unchanged.

(26) Investment and financing activities not affecting the current cash flow

The reconciliations of liabilities arising from financing activities were as follows:

	Cash flow			Non-cash changes			
	2024.1.1	Increase	Decrease	Addition	Changes in exchange rate	Disposal of subsidiary	2024.12.31
Long-term borrowings	\$ 86,821	230,274	(233,823)	-	-	(83,272)	-
Short-term borrowings	3,698,832	12,404,353	(13,762,797)	-	-	(293,051)	2,047,337
Short-term notes payable	149,840	190,162	(340,002)	-	-	-	-
Lease liability	74,398	-	(9,864)	9,806	10	-	74,350
Total liabilities arising from financing activities	<u>\$ 4,009,891</u>	<u>12,824,789</u>	<u>(14,346,486)</u>	<u>9,806</u>	<u>10</u>	<u>(376,323)</u>	<u>2,121,687</u>

	Cash flow			Non-cash changes			
	2023.1.1	Increase	Decrease	Addition	Changes in exchange rate	Disposal	2023.12.31
Long-term borrowings	\$ 116,300	23,776	(53,255)	-	-	-	86,821
Short-term borrowings	3,389,027	16,918,362	(16,608,557)	-	-	-	3,698,832
Short-term notes payable	149,894	1,320,753	(1,320,807)	-	-	-	149,840
Lease liability	88,917	-	(13,894)	126	11	(762)	74,398
Total liabilities arising from financing	<u>\$ 3,744,138</u>	<u>18,262,891</u>	<u>(17,996,513)</u>	<u>126</u>	<u>11</u>	<u>(762)</u>	<u>4,009,891</u>

Notes of the Consolidated Financial Reports of APCB INC. (continued)

activities

7. Related-party transactions

(1) Names and relationship with the related parties

Related Party Name	Relationship with the Group
Lai, Chin-Tsai	The major management of the Group
Tsao, Yueh-Hsia	The major management of the Group

(2) Significant transactions with related parties

1.The rent expenditures for the lease land and building from related party due to business demand of the Group are as follows:

Related Party Type	Lease target	Lease period	2024	2023
The major management of the Group	Office of I Tzu Investment Co., Ltd.	1 year	\$ 144	144
	Office of APCB Investment Co., Ltd.	1 year	144	144
			\$ 288	288

The rent expenditures for leasing offices from the major management of the Group by I Tzu Investment and APCB Investment were both NT\$12 thousand on a monthly basis, and both companies made the prepayment of whole year's rent at once. No rent payables as of December 31, 2024 and 2023.

The Group leased lands from the major management. The interest expenditures recognized in 2024 and 2023 were NT\$366 thousand and NT\$401 thousand, respectively. As of December 31, 2024 and 2023, the balances of lease liabilities were NT\$23,233 thousand and NT\$25,627 thousand, respectively.

2.Others

The major management of the Group provided the lands under their name to banks as the collateral of short-term borrowings in 2024 and 2023.

(3) Remuneration of major management

The remuneration of major management includes:

	2024	2023
Short-term employee benefits	\$ 24,791	23,077
Post-employment benefits	297	344
	\$ 25,088	23,421

The short-term employee benefits in 2024 and 2023 did not include vehicles for the Chairman, President, and Vice President, and the costs were NT\$10,206 thousand and NT\$10,193 thousand, respectively. As of December 31, 2024 and 2023, the book values were NT\$295 thousand and NT\$1,047 thousand, respectively, and recognized in property, plant and equipment.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

8. Pledged assets

The carrying values of pledged assets of the Group were as follows:

Pledge assets	Object	2024.12.31	2023.12.31
Accounts receivable	Short-term borrowings	\$ 95,059	92,677
Financial assets measured at amortized cost – Non- current:			
Restricted demand deposit	Share transfer agreement	187,226	-
Restricted time deposit	Electricity guarantee	-	3,095
Property, plant and equipment:			
Land	Long-term and short- term borrowings	134,060	134,060
Building	Long-term and short- term borrowings	64,498	84,033
Right-of-use assets:			
Land	Short-term borrowings	19,776	24,719
		<u>\$ 500,619</u>	<u>338,584</u>

9. Significant contingent liabilities and unrecognized commitments

(1) Unrecognized commitments of the Group were as follows:

	2024.12.31	2023.12.31
Acquisition of property, plant and equipment	<u>\$ 82,337</u>	<u>43,788</u>

(2) The guaranteed bills issued by the Company for the bank loans of the Group endorsed or guaranteed by the Company:

	2024.12.31	2023.12.31
Endorsements/guarantees	<u>\$ 965,283</u>	<u>2,281,288</u>

(3) Electricity guarantee amount provided by the banks to the Group:

	2024.12.31	2023.12.31
Electricity guarantee	<u>\$ -</u>	<u>2,705</u>

10. Losses Due to Major Disasters: None.

11. Material events after the period

(I) Please refer to Note 6(18) for earnings distribution.

(II) The Board of Directors approved the cancellation of 2,905,000 shares on March 7, 2025 with March 20, 2025 as the base date of capital reduction.

12. Others

Total employee benefits, depreciation, consumption, and amortization expenses categorized

Notes of the Consolidated Financial Reports of APCB INC. (continued)

by function were as follows

Function By nature	2024			2023		
	Operating costs	Operating expenses	Total	Operating costs	Operating expenses	Total
Employee benefits expenses						
Salary expenses	1,158,961	268,714	1,427,675	1,144,108	215,520	1,359,628
Labor and health insurance expenses	71,214	14,961	86,175	63,739	19,598	83,337
Pension expenses	52,910	4,029	56,939	48,729	10,933	59,662
Other employee benefits expenses	13,555	20,590	34,145	17,734	33,136	50,870
Depreciation expense	272,641	12,793	285,434	364,561	14,751	379,312
Amortization expenses	-	2,178	2,178	264	2,384	2,648

13. Other Disclosures in Notes

(1) Information on Significant Transactions

The following was the information on significant transactions required by the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” for the Group for the year ended December 31, 2024:

1. Loans to other parties:

Unit: Thousand NTD

Serial No.	Lending company	Recipients of the loans	Items of engagement	Whether they are a related party	Maximum amount of the current period (Note 3)	Balance as of December 31 (Note 3)	Actual used amount (Note 4)	Interest rate range %	Nature of loans (Note 1)	Engagement amount	Reasons for the necessity of short-term loans	Loss allowance amount set aside	Collateral		Maximum credit line to individual party (Note 2)	Total credit line limit (Note 2)
													Name	Value		
1	U-Peak Ltd.	APCB Electronics (Thailand) Co., Ltd.	Other receivables - Related party	Yes	160,647 (USD 4,900)	-	-	-	2	-	Demand of operating funds	-	-	-	-	-
1	U-Peak Ltd.	APCB International Co., Ltd.	Other receivables - Related party	Yes	1,465,162 (USD 44,690)	1,465,162 (USD 44,690)	1,465,162 (USD 44,690)	-	2	-	Demand of operating funds	-	-	-	1,869,883 (USD 57,035)	1,869,883 (USD 57,035)
2	APCB Holdings Limited	APCB Electronics (Thailand) Co., Ltd.	Other receivables - Related party	Yes	314,408 (USD 9,590)	-	-	-	2	-	Demand of operating funds	-	-	-	-	-
2	"	APCB International Co., Ltd.	Other receivables - Related party	Yes	314,736 (USD 9,600)	314,736 (USD 9,600)	314,736 (USD 9,600)	-	2	-	Demand of operating funds	-	-	-	315,045 (USD 9,609)	315,045 (USD 9,609)
3	Prosper Plus Limited	APCB Electronics (Thailand) Co., Ltd.	Other receivables - Related party	Yes	98,355 (USD 3,000)	-	-	-	2	-	Demand of operating funds	-	-	-	-	-
3	Prosper Plus Limited	APCB International Co., Ltd.	Other receivables - Related party	Yes	65,570 (USD 2,000)	-	-	-	2	-	Demand of operating funds	-	-	-	-	-

Note 1: The descriptions of the nature of loan are as follows:

- Please input 1 for related parties with business engagement.
- Please input 2 for the necessity of short-term loans.

Note 2: In accordance with the “Regulations Governing Loans to Others by Subsidiaries,” the restriction that inter-company loans of funds between overseas companies in which the public company holds, directly or indirectly, 100% of the voting shares shall not exceed 40 percent of the lender's net worth and with the maturity of 1 year does not apply. However, the total amount shall not exceed 100% of the lender's net worth. The individual loan amount shall not exceed 100% of the lender's net worth and the maturity shall

Notes of the Consolidated Financial Reports of APCB INC. (continued)

not exceed 5 years.

Note 3: The maximum loan amount.

Note 4: The transactions among subsidiaries in the Group have been written off when preparing the consolidated financial statements.

Note 5: The above-mentioned amount was calculated based on the exchange rate on December 31, 2024 (1 USD: 32.785 NTD).

2. Endorsement and guarantees for others:

Serial No.	Name of endorser and guarantor	Endorsee and guarantee		Endorsement and guarantee limit to single entity (Note 1)	The highest endorsement and guarantee balance in the current term	Balance of endorsement and guarantee as of December 31	Actual used amount in the current term	Endorsement and guarantee amount secured by assets	Cumulative endorsement and guarantee amount to the net value in the financial statements of the most recent fiscal year	Maximum endorsement and guarantee amount (Note 1)	Endorsement and guarantee to subsidiaries by parent company	Endorsement and guarantee to the parent company by subsidiaries	Endorsement and guarantee to companies in Mainland China
		Company name	Relationship (Note 2)										
0	The Company	APCB Electronics (Kunshan) Co., Ltd.	2	2,978,926	1,271,823	965,283	44,780	-	25.92%	3,723,658	Y	N	Y
0	"	APCB Electronics (Thailand) Co., Ltd.	2	2,978,926	1,151,212	-	-	-	- %	3,723,658	Y	N	N

Note 1: In accordance with the "Procedures for Endorsement/Guarantee" of the Company, the total endorsement and guarantee by the Company is limited to 100% of the net value in the financial statements of the most recent fiscal year. The endorsement and guarantee to single entity shall not exceed 80% of the net value in the financial statements of the most recent fiscal year. Where an endorsement/guarantee is made due to needs arising from business dealings, the endorsement and guarantee shall not exceed the total transaction amount (the higher of purchases or sales between two parties) with the Company in the most recent fiscal year.

Note 2: There are 7 types of relationships between the endorser/guarantor and endorsee/guarantee as follows. Only identifying the types will be sufficient:

1. A company with which it does business.
2. A company in which the Company directly and indirectly holds more than 50 percent of the voting shares.
3. A company that directly and indirectly holds more than 50 percent of the voting shares in the Company.
4. A company in which the Company directly and indirectly holds more than 90 percent of the voting shares.
5. Where the Company fulfills its contractual obligations by providing mutual endorsements/guarantees for another company in the same industry or for joint builders for purposes of undertaking a construction project.
6. Where all capital contributing shareholders make endorsements/ guarantees for their jointly invested company in proportion to their shareholding percentages.
7. Where companies in the same industry provide among themselves joint and several security for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other.

3. Marketable securities held as of December 31 (not including the investment in subsidiaries, affiliates, and joint equity):

Name of the Company	Types and names of the equity securities	Relationship with the issuer	Item	December 31				Highest shareholding or capital owned during the period	Remarks
				Number of shares (thousand shares)	Carrying amount	Shareholding ratio	Fair value		
The Company	Shares:								
	Motech Industries Inc.	—	Financial assets measured at FVTPL - Current	132	2,743	0.03%	2,743	0.03%	
"	Winbond Electronics Corporation	—	"	600	8,880	0.01%	8,880	0.01%	
"	CATHAY FINANCIAL HOLDINGS	—	"	200	13,660	-	13,660	- %	
"	WIN Semiconductors Corp.	—	"	140	15,680	0.03%	15,680	0.03%	
"	ITEQ CORPORATION	—	"	100	7,870	0.03%	7,870	0.03%	
"	Co-tech Development Corporation	—	"	50	2,925	0.02%	2,925	0.02%	
"	Apex International Co., Ltd.	—	"	50	1,670	0.03%	1,670	0.03%	
"	ADATA Technology Co., Ltd.	—	"	50	3,920	0.02%	3,920	0.02%	
"	Taiwan Semiconductor Manufacturing Company Limited	—	"	10	10,750	-	10,750	- %	
"	HannStar Display Corporation	—	"	2,700	22,734	0.09%	22,734	0.09%	
"	Nanya Technology Corporation	—	"	70	2,047	- %	2,047	- %	
"	Quanta Computer Inc.	—	"	60	17,220	- %	17,220	- %	
"	Tatung Company	—	"	170	8,143	0.01%	8,143	0.01%	
"	Hon Hai Precision Industry Co., Ltd.	—	"	110	20,240	- %	20,240	- %	
					138,482		138,482		
"	Shares:								
	Leison Technology Company Ltd.	—	Financial assets through other comprehensive income at FVTPL - Non-current	1,735	24,795	16.58%	24,795	16.58%	

Notes of the Consolidated Financial Reports of APCB INC. (continued)

4. Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$300 million or 20% of share capital:

Unit: Thousand NTD

Buying/ selling company	Types and names of the equity securities	Item	Counter- party of the transac- tion	Relation	Beginning of period		Buying		Selling			December 31		
					Number of shares	Amount	Number of shares	Amount	Number of shares	Selling price	Carrying cost	Disposal gain or loss	Number of shares	Amount (Note)
APCB Electronics (Kunshan) Co., Ltd.	Fubon Wah I Bank Securities such as structured deposits	Financial assets measured at FVTPL			-	64,905 (RMB15,000)	-	89,086 (RMB20,000)	-	156,645 (RMB35,167)	155,901 (RMB35,000)	744 (RMB167)	-	-
"	Metropolitan Bank & Trust Company Held-to-maturity protected structured deposits	"			-	367,798 (RMB85,000)	-	1,180,392 (RMB265,000)	-	1,565,848 (RMB351,536)	1,559,007 (RMB350,000)	6,841 (RMB1,536)	-	-
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd.	Investments accounted for using the equity method	Legal person	Non-related party	34,033	49,374 (USD1,608)	5,927	601,995 (USD18,972)	39,960	1,260,560 (RMB278,700)	651,369 (USD20,580)	577,144 (USD18,016)	-	(Note)

The gain and loss on disposal includes the credit balance of accumulated foreign exchange differences amount to NT\$94,009 thousand and a provision for liabilities of NT\$126,056 thousand.

5. Acquisition of real estate with amount exceeding the lower of NT\$300 million or 20% of share capital: None.
6. Disposition of real estate with amount exceeding the lower of NT\$300 million or 20% of share capital: None.
7. Total purchases from or sales to related parties with amount exceeding the lower of NT\$100 million or 20% of share capital:

Companies that purchases/sales were from/to	Name of the counterparty	Relation	Transaction status				The difference on the transaction terms compared to general transactions and the reasons		Notes and accounts receivable (payable)		Remarks
			Purchase/s/ sales	Amount	To the total purchases/sales (%)	Credit period	Unit price	Credit period	Balance	To the total notes and accounts receivable (payable) (%)	
APCB Electronics (Kunshan) Co., Ltd.	The Company	Parent company and subsidiaries	Sales	(381,644)	11.86	(Note 1)	(Note 1)	(Note 1)	188,388	18.25	
"	Smart Explorer Limited	Affiliates	Sales	(359,436)	11.12	(Note 1)	(Note 1)	(Note 1)	189,050	18.23	

Note 1: The prices were calculated based on the agreed price between the Company and the related parties. The payment period was determined by the receivable conditions of the Company from customers.

Note 2: The transactions between the Company and subsidiaries in the Group have been written off when preparing the consolidated financial reports.

8. Total receivables from related parties with amount exceeding the lower of NT\$100 million or 20% of share capital:

Unit: Thousand NTD

Companies recognized in receivables	Name of the counterparty	Relation	Balance of receivables from related parties	Turnover %	Overdue receivables from related parties		Post-period recovery amount of receivables from related parties (Note 4)	Loss allowance amount set aside
					Amount	Disposal approach		
APCB Electronics (Kunshan) Co., Ltd.	The Company	Parent company and subsidiaries	188,388 (USD5,746) (Note 1)	2.16	-		17,376 (USD530)	-
"	Smart Explorer Limited	Affiliates	189,050 (USD5,766) (Note 1)	2.62	-		62,718 (USD1,913)	-
U-Peak Ltd.	APCB International Co., Ltd.	Affiliates	1,465,162 (USD44,690) (Note 2)	-	-		-	-
APCB Holdings Limited	APCB International Co., Ltd.	Affiliates	314,736 (USD9,600) (Note 2)	-	-		-	-

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Note 1: Receivables from sales income.

Note 2: Principle of loans.

Note 3: Include the accounts receivables and receivables for procurement of parts for others.

Note 4: As of March 31, 2024.

9. Derivative transactions: None

10. Business relations and significant transactions between the parent company and subsidiaries:

Serial No. (Note 1)	Related Party Name	Counterparty	Relationship with the counterparty (Note 2)	Transactions			
				Item	Amount	Transaction terms	The ratio to the total revenue or total assets of the Group (%)
1	APCB Electronics (Kunshan) Co., Ltd.	The Company	2	Accounts receivable	188,388	Determined by the receivables condition of the Company	2.61%
1	"	The Company	2	Sales revenue	381,644	Calculated based on the price agreed by both parties using the market price as reference	7.49%
1	"	Smart Explorer Limited	3	Sales revenue	359,436	Calculated based on the price agreed by both parties using the market price as reference	7.05%
1	"	Smart Explorer Limited	3	Accounts receivable	189,050	Determined by the receivables condition of the Company	2.62%
2	U-peak Ltd.	APCB International Co., Ltd.	2	Other receivables	1,465,162	No interests for loans. No general customers for comparison	20.29%
3	APCB Holdings Limited	APCB International Co., Ltd.	3	Other receivables	314,736	Calculated based on the price agreed by both parties using the market price as reference	4.36%
4	Kunshan Hao Duo Co., Ltd.	APCB Electronics (Kunshan) Co., Ltd.	3	Purchases	59,959	Calculated based on the price agreed by both parties using the market price as reference	1.18%

Note 1. Please fill in the number as instructed below:

1.0 represents parent company.

2. The subsidiaries is numbered in sequence based on the company name starting from 1.

Note 2. The relationship type with the counterparty is marked as follows:

1. Parent company to subsidiaries.

2. Subsidiaries to parent company.

3. Subsidiaries to subsidiaries.

Note 3. The amount of an item in the balance sheet is disclosed if it accounts for 1% or more of the consolidated total assets and item of profit or loss accounts for 1% or more to the consolidated total revenue.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(2) Information on Investees:

The information on investees in 2024 (not including investees in Mainland China):

Unit: Thousand NTD/thousand shares

Name of investing company	Name of investee	Location	Major business items	Initial investment amount		Held as of December 31		Highest shareholding or capital owned during the period %	Current profit or loss of the investee (Note 2)	Investment profit or loss recognized in the current period (Note 2 and 4)	Remarks
				By the end of the current period	As of December 31 of the previous year	Number of shares	Ratio %				
APCB Inc.	APCB International Co., Ltd.	British Virgin Islands	Investment business	2,039,260 (USD62,201)	2,708,212 (USD88,201)	(Note 1)	100.00	1,581,614	100.00	522,793	522,793 Subsidiary of the Company
"	U-Peak Ltd.	Samoa	"	103,273 (USD3,150)	96,721 (USD3,150)	(Note 1)	100.00	1,869,883	100.00	111	111 Subsidiary of the Company
"	APCB Investment Co., Ltd.	Taiwan	"	87,000	87,000	8,700	100.00	144,694	100.00	76	76 Subsidiary of the Company
"	I Tzu Investment Co., Ltd.	Taiwan	"	87,000	87,000	8,700	100.00	142,817	100.00	141	141 Subsidiary of the Company
"	Red Noble Limited	Samoa	"	9,836 (USD300)	9,212 (USD300)	(Note 1)	100.00	107,333	100.00	17,463	17,463 Subsidiary of the Company
APCB International Co., Ltd.	APCB Investment Co., Ltd.	Mauritius	Investment business	874,540 (USD26,675)	819,056 (USD26,675)	(Note 1)	100.00	1,842,353	100.00	(18,400)	(18,400) Subsidiary of the subsidiary of the Company
"	New Day Limited	Samoa	"	6,885 (USD210)	6,448 (USD210)	(Note 1)	100.00	68,881	100.00	7,193	7,193 Subsidiary of the subsidiary of the Company
"	APCB Capital Limited	Samoa	"	2,753,088 (USD83,974)	2,839,721 (USD92,484)	(Note 1)	100.00	1,120,296	100.00	533,573	533,573 Subsidiary of the subsidiary of the Company
U-Peak Ltd.	Prosper Plus Limited	Samoa	Trade business	-	30,705 (USD1,000)	(Note 6)	-	-	-	193	193 Subsidiary of the subsidiary of the Company
I Tzu Investment Co., Ltd.	APCB Holdings Limited	British Virgin Islands	Investment business	78,684 (USD2,400)	73,692 (USD2,400)	(Note 1)	50.00	157,510	50.00	584	292 Subsidiary of the subsidiary of the Company
APCB Investment Co., Ltd.	APCB Holdings Limited	British Virgin Islands	"	78,684 (USD2,400)	73,692 (USD2,400)	(Note 1)	50.00	157,535	50.00	584	292 Subsidiary of the subsidiary of the Company
APCB Capital Limited	APCB Electronics (Thailand) Co., Ltd.	Thailand	Design, development and manufacturing of multi-layer PCB and new electronic parts	-	2,836,804 (USD92,389)	(Note 5)	-	-	-	11,372	11,372 Subsidiary of the subsidiary of the Company
Red Noble Limited	Green Elite Limited	Somoa	Trade business	-	3,071 (USD100)	(Note 7)	-	-	-	(64)	(64) Subsidiary of the subsidiary of the Company
"	Smart Explorer Limited	Somoa	Trade business	3,279 (USD100)	3,071 (USD100)	(Note 1)	100.00	62,849	100.00	17,533	17,533 Subsidiary of the subsidiary of the Company

Note 1: It is a limited company.

Note 2: The long-term equity investment and investment profit or loss of the current period were recognized as profit or loss using equity method based on the financial statements audited by CPAs of the parent company in Taiwan.

Note 3: Apart from the investment profit or loss of the current period and the investment profit or loss of the current period of the investee, which adopt the weighted average exchange rate (1 USD: 32.1120 NTD), the rest of the profit or loss were calculated using the exchange rate on December 31, 2024 (1 USD: 32.785 NTD).

Note 4: The book value of long-term equity between the Company and all subsidiaries and the investment profit or loss recognized in the current term have been written off when preparing the consolidated financial statements.

Note 5: On August 9, 2024, the Board of Directors of the Company approved to sell all of the shares. On August 9, 2024, the Company signed a share trading agreement with a non-related party to sell all the shares in APCB Electronics (Thailand) Co., Ltd. The equity was transferred on September 27, 2024.

Note 6: Prosper Limited was dissolved and liquidated as resolved by the Board of Directors on November 25, 2024. The dissolution certificate was acquired on January 13, 2025.

Note 7: Green Elite Limited was dissolved and liquidated as resolved by the Board of Directors on November 25, 2024. The dissolution certificate was acquired on January 13, 2025.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(3) Information on Investment in Mainland China:

1. Information on the name of the investees in Mainland China and major business items:

Unit: Thousand NTD

Name of investee in Mainland China	Major business items	Paid-in capital	Investment approach (Note 1)	Accumulated outward remittance for investment from Taiwan as of January 1	Remittance or recovered investment amount of the current period		Accumulated outward remittance for investment from Taiwan as of December 31	Current profit or loss of the investee (Note 2)	Shareholding ratio of direct and indirect investment by the Company	Highest shareholding or capital owned during the period %	Profit or loss of investment recognized in the current period (Note 2 and 4)	Carrying amount of investment as of December 31 (Note 2 and 4)	Accumulated repatriation of investment income as of December 31
					Outward remittance	Recover							
APCB Electronics Co., Ltd.	Design, development and manufacturing of multi-layer PCB and new electronic parts	874,540 (USD26,675)	(2)	844,263 (USD26,675)	-	-	844,263 (USD26,675)	(18,464) (USD (575))	100.00	100.00	(18,464) (USD (575))	1,835,501 (USD55,986)	-
Kunshan Hao Duo Co., Ltd.	PCB business	6,885 (USD210)	(2)	6,647 (USD210)	-	-	6,647 (USD210)	7,193 (USD224)	100.00	100.00	7,193 (USD224)	68,881 (USD2,101)	-

Note 1: The investment methods are classified into the following 3 types. Only the type is required to be identified:

- (1) Direct investment in China.
- (2) Investment in APCB International Co., Ltd. in the third area, and reinvestment from that company in Mainland China.
- (3) Other approaches.

Note 2: It refers to the reinvestment amount through APCB International Co., Ltd. The disclosed profit or loss of investment and the carrying amount was the amount of each direct or indirect investment item. The long-term equity investment and the profit or loss of investment was recognized by that company measured using equity method based on the audited financial statements of the parent company in Taiwan.

Note 3: Apart from the accumulated repatriation of investment profit or loss of the investee in the current period, which adopts the historical exchange rate, and the current profit or loss, as well as the recognized investment profit or loss, which adopts the weighted average exchange rate (1 USD:32.1120 NTD), the rest of the profit or loss were calculated using the exchange rate on December 31, 2024 (1 USD: 32.785 NTD).

Note 4: The book value of long-term equity and the investment profit or loss recognized in the current term have been written off when preparing the consolidated financial statements.

2. The investment limit in Mainland China:

Unit: Thousand NTD

Accumulated outward remittance for investment in China as of December 31	Investment amounts authorized by the Investment Commission, Ministry of Economic Affairs	Maximum amount of investment stipulated by Investment Commission, Ministry of Economic Affairs
881,425 (USD 26,885) (Note 1)	881,425 (USD 26,885) (Note 1)	2,234,195 (Note 2)

Note 1: The investment in Mainland China refers to the investment amount of the Company through APCB International Co., Ltd. As of December 31, 2024, the Company has requested permission from the Investment Commission and remitted US\$26,885 thousand.

Note 2: 60% of net value.

Note 3: The investment amount in Mainland China, accumulated outward remittance for investment in China as of December 31, and maximum amount of investment approved by the Investment Commission were calculated using the exchange rate on December 31, 2024 (1 USD: 32.785 NTD).

3. Significant transactions between the Company and the investees in Mainland China:

Please refer to (1) Information on Significant Transaction for the significant transaction between the Group and subsidiaries in Mainland China. The direct and indirect transactions with subsidiaries in Mainland China have been written off when preparing the consolidated financial statements.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(4) Information on Major Shareholders:

Name of major shareholders	Share	Increase (decrease)	Shareholding ratio
Lai, Chin-Tsai		10,299,803	6.44%
Tsao, Yueh-Hsia		9,924,708	6.20%

Note: (1) The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preference shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current quarter. The share capital in the financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.

(2) If shares are entrusted, the above information regarding such shares will be revealed by each trustors of individual trust account. The shareholders holding more than 10% of the total shares of the company should declare insider's equity according to Securities and Exchange Act. The numbers of the shares declared by the insider include the shares of the trust assets which the insider has discretion over use. For details of the insider's equity announcement please refer to the MOPS website.

(3) The shareholding ratio is rounded to the second decimal point unconditionally.

14. Segment Information

(1) General information

The Group consists of three reporting segments: Taiwan, Mainland China, and Thailand. Each segment manufactures and sells products on its own. The reporting segments of the Group are regional business entities that provide different products for the demands of different customers in different regions. As each regional business entity requires different technologies and marketing strategies, these entities shall be managed individually. The Group did not apportion the income tax expenses to the reporting segments. In addition, the profit or loss of all reporting segments includes significant non-cash items other than depreciation and amortization. The reporting amount is consistent with the amount in the report used by the operating decision maker. The profit or loss of the operating units of the Group is measured by net profit before tax and is used as the basis for performance assessment.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

(2) The profit or loss, assets, liabilities of the reporting segments and the adjustment information

2024						
	Taiwan	China	Thailand	Others	Adjustment and write-off	Consolidated
Income:						
Income from external customers	\$ 1,220,191	2,869,512	1,005,722	-	-	5,095,425
Income from other segments	(4,774)	900,765	16,870	-	(922,409)	(9,548)
Total income	<u>\$ 1,215,417</u>	<u>3,770,277</u>	<u>1,022,592</u>	<u>-</u>	<u>(922,409)</u>	<u>5,085,877</u>
Interest expenses	<u>\$ 31,434</u>	<u>37,456</u>	<u>19,107</u>	<u>-</u>	<u>-</u>	<u>87,997</u>
Depreciation and amortization	<u>\$ 45,964</u>	<u>163,188</u>	<u>78,460</u>	<u>-</u>	<u>-</u>	<u>287,612</u>
Profit or loss of the segment	<u>\$ 225,628</u>	<u>(24,583)</u>	<u>(44,976)</u>	<u>867</u>	<u>-</u>	<u>156,936</u>
2023						
	Taiwan	China	Thailand	Others	Adjustment and write-off	Consolidated
Income:						
Income from external customers	\$ 1,276,025	3,269,157	1,405,780	-	-	5,950,962
Income from other segments	4,660	819,221	5,116	-	(828,997)	-
Total income	<u>\$ 1,280,685</u>	<u>4,088,378</u>	<u>1,410,896</u>	<u>-</u>	<u>(828,997)</u>	<u>5,950,962</u>
Interest expenses	<u>\$ 43,788</u>	<u>43,865</u>	<u>33,747</u>	<u>-</u>	<u>-</u>	<u>121,400</u>
Depreciation and amortization	<u>\$ 51,355</u>	<u>173,006</u>	<u>157,599</u>	<u>-</u>	<u>-</u>	<u>381,960</u>
Profit or loss of the segment	<u>\$ 84,907</u>	<u>186,932</u>	<u>(134,133)</u>	<u>(58,412)</u>	<u>-</u>	<u>79,294</u>

The total reportable segment revenue for the years 2024 and 2023 shall write off NT\$922,409 thousand and NT\$828,997 thousand, respectively.

(3) Product and service information

The information of income of the Group from external customers is as follows:

Name of product and service	2024	2023
Double sided PCB	\$ 1,241,380	1,314,675
Multi-layer PCB	3,836,433	4,616,230
Others	17,612	20,057
Total	<u>\$ 5,095,425</u>	<u>5,950,962</u>

(4) Information of regions

The information of regions of the Group is as follows. The income is classified based on the geolocation of customers, and the non-current assets are classified based on the geolocation of the assets.

Notes of the Consolidated Financial Reports of APCB INC. (continued)

Income from external customers:

Location	2024	2023
Americas	\$ 93,978	75,378
Europe	73,343	151,487
Asia	4,928,104	5,724,097
Total	\$ 5,095,425	5,950,962

Non-current assets:

Location	2024.12.31	2023.12.31
Taiwan	\$ 207,540	357,839
China	1,063,992	1,042,545
Thailand	-	604,995
Other countries	6,617	6,197
Total	\$ 1,278,149	2,011,576

Non-current assets include property, plant and equipment, right-of-use assets, intangible assets, long-term prepayments and other assets, but exclude financial instruments, deferred income tax assets, assets of post-employment benefits and non-current assets arising from insurance contracts.

(5) Information of major customers

The list of customers whose sales income accounted for 10% or more of the operating revenue in the income statement in 2024 and 2023 is as follows:

	2024		2023	
	Amount	%	Amount	%
S 31 Company	\$ 687,839	13.50	1,002,402	16.84
G 15 Company	\$ 414,745	8.14	547,973	9.21