

**Wowprime Co., Ltd.**

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

## **INDEPENDENT AUDITORS' REPORT**

The Board of Directors and Shareholders  
Wowprime Co., Ltd.

### **Opinion**

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

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent company only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter of the Company's parent company only financial statements for the year ended December 31, 2024 is stated as follows:

Accuracy of Catering Revenue Recognition for Specific Brands

The Company is engaged in the food retail industry and generates revenue from direct sales to individual customers at various business locations. The dollar amount of each transaction may be insignificant but due to the large number of transactions that occur on a daily basis, the transactions rely on point-of-sale (POS) systems. The accuracy of processing system in recognizing, recording and summarizing sales revenue is important with regard to the parent company only financial statements. The catering revenue of specific brands grew significantly compared to previous year; thus, we identified the accuracy of specific brands' catering revenue recognition as a key audit matter.

For material accounting policy information, refer to Note 4(m).

Our main audit procedures performed for the abovementioned key audit matter were as follows:

1. We obtained an understanding of and tested whether the general computer control environment of POS systems was effective.
2. We obtained an understanding of and tested the effectiveness of the design and implementation of internal controls over the catering revenue recognition process.
3. We understood and evaluated POS systems and accounting system data transfer mechanisms and tested whether the transaction data had been correctly transferred.
4. We verified whether the sales data and daily sales reports of the POS system match the amounts recorded in the revenue journal, and we verified the completeness and accuracy of revenue recognition for food and beverage sales.

**Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements**

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

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

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

## **Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements**

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Nai-Hua Kuo and Yu Cheng-Chuan.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

March 3, 2025

Notice to Readers

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

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

# WOWPRIME CO., LTD.

## PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
<b>CURRENT ASSETS</b>				
Cash and cash equivalents (Note 6)	\$ 1,575,713	12	\$ 1,337,711	11
Financial assets at amortized cost - current (Notes 8, 9 and 34)	2,188,190	17	2,704,760	22
Notes receivable (Notes 10 and 25)	964	-	-	-
Trade receivables (Notes 10, 25 and 33)	368,333	3	459,612	4
Inventories (Notes 5 and 11)	1,073,995	9	1,040,437	8
Prepayments (Note 16)	37,891	-	49,453	-
Other financial assets - current (Note 17)	79,432	1	1,745	-
Other current assets (Notes 18 and 33)	42,620	-	50,016	-
Total current assets	<u>5,367,138</u>	<u>42</u>	<u>5,643,734</u>	<u>45</u>
<b>NON-CURRENT ASSETS</b>				
Investments accounted for using the equity method (Note 12)	3,137,379	24	2,806,398	22
Property, plant and equipment (Notes 5, 13 and 33)	1,695,953	13	1,625,335	13
Right-of-use assets (Note 14)	2,307,504	18	2,166,535	17
Other intangible assets (Note 15 and 33)	25,947	-	20,081	-
Deferred tax assets (Notes 4 and 27)	67,568	1	78,264	1
Prepaid equipment	6,426	-	11,765	-
Other non-current assets (Note 18)	196,040	2	184,749	2
Total non-current assets	<u>7,436,817</u>	<u>58</u>	<u>6,893,127</u>	<u>55</u>
<b>TOTAL</b>	<u>\$ 12,803,955</u>	<u>100</u>	<u>\$ 12,536,861</u>	<u>100</u>
<b>LIABILITIES AND EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Financial liabilities at fair value through profit or loss - current (Note 7)	\$ 4,129	-	\$ 4,129	-
Contract liabilities - current (Notes 25 and 33)	3,025,537	24	3,009,476	24
Notes payable (Note 20)	72,614	-	67,424	-
Trade payables (Notes 20 and 33)	511,256	4	504,523	4
Other payables (Notes 21 and 33)	1,185,089	9	1,205,339	10
Current tax liabilities (Notes 4 and 27)	110,687	1	228,440	2
Lease liabilities - current (Notes 14 and 30)	496,006	4	517,590	4
Other current liabilities	10,296	-	6,872	-
Total current liabilities	<u>5,415,614</u>	<u>42</u>	<u>5,543,793</u>	<u>44</u>
<b>NON-CURRENT LIABILITIES</b>				
Bonds payable (Note 19)	655,820	5	642,824	5
Provisions - non-current (Note 22)	72,224	1	67,536	1
Deferred tax liabilities (Notes 4 and 27)	13,540	-	7,865	-
Lease liabilities - non-current (Notes 14 and 30)	1,811,878	14	1,632,170	13
Net defined benefit liabilities - non-current (Note 23)	40,029	-	52,041	-
Guarantee deposits received	214,080	2	187,997	2
Total non-current liabilities	<u>2,807,571</u>	<u>22</u>	<u>2,590,433</u>	<u>21</u>
Total liabilities	<u>8,223,185</u>	<u>64</u>	<u>8,134,226</u>	<u>65</u>
<b>EQUITY (Note 24)</b>				
Ordinary shares	844,511	7	844,511	7
Capital surplus	1,910,299	15	1,888,008	15
Retained earnings				
Legal reserve	747,027	6	607,588	5
Special reserve	128,024	1	105,230	1
Unappropriated earnings	1,296,832	10	1,394,388	11
Total retained earnings	2,171,883	17	2,107,206	17
Other equity	(86,044)	(1)	(128,024)	(1)
Treasury shares	(259,879)	(2)	(309,066)	(3)
Total equity	<u>4,580,770</u>	<u>36</u>	<u>4,402,635</u>	<u>35</u>
<b>TOTAL</b>	<u>\$ 12,803,955</u>	<u>100</u>	<u>\$ 12,536,861</u>	<u>100</u>

The accompanying notes are an integral part of the parent company only financial statements.

## WOWPRIME CO., LTD.

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

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 25 and 33)	\$ 14,775,071	100	\$ 13,516,623	100
OPERATING COSTS (Notes 11, 26 and 33)	<u>(8,014,734)</u>	<u>(54)</u>	<u>(7,023,486)</u>	<u>(52)</u>
GROSS PROFIT	<u>6,760,337</u>	<u>46</u>	<u>6,493,137</u>	<u>48</u>
OPERATING EXPENSES (Notes 26 and 33)				
Selling and marketing expenses	(4,801,683)	(33)	(4,518,793)	(34)
General and administrative expenses	(725,287)	(5)	(684,537)	(5)
Research and development expenses	<u>(24,498)</u>	<u>-</u>	<u>(23,385)</u>	<u>-</u>
Total operating expenses	<u>(5,551,468)</u>	<u>(38)</u>	<u>(5,226,715)</u>	<u>(39)</u>
PROFIT FROM OPERATIONS	<u>1,208,869</u>	<u>8</u>	<u>1,266,422</u>	<u>9</u>
NON-OPERATING INCOME AND EXPENSES (Notes 26 and 33)				
Interest income	64,320	1	52,119	-
Other income	160,706	1	117,688	1
Other gains and losses	(115,017)	(1)	(23,144)	-
Finance costs	(43,370)	-	(30,883)	-
Share of profit of subsidiaries, associates and joint ventures	<u>281,590</u>	<u>2</u>	<u>274,816</u>	<u>2</u>
Total non-operating income and expenses	<u>348,229</u>	<u>3</u>	<u>390,596</u>	<u>3</u>
PROFIT BEFORE INCOME TAX	1,557,098	11	1,657,018	12
INCOME TAX EXPENSE (Note 27)	<u>(265,260)</u>	<u>(2)</u>	<u>(276,508)</u>	<u>(2)</u>
NET PROFIT FOR THE YEAR	<u>1,291,838</u>	<u>9</u>	<u>1,380,510</u>	<u>10</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 22 and 24)	6,242	-	(1,600)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss (Note 27)	(1,248)	-	320	-

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## WOWPRIME CO., LTD.

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

	2024		2023	
	Amount	%	Amount	%
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating the financial statements of foreign operations (Note 24)	\$ 52,476	-	\$ (28,527)	-
Income tax relating to items that may be reclassified subsequently to profit or loss (Notes 24 and 27)	<u>(10,496)</u>	<u>-</u>	<u>5,699</u>	<u>-</u>
Other comprehensive income (loss) for the year	<u>46,974</u>	<u>-</u>	<u>(24,108)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 1,338,812</u>	<u>9</u>	<u>\$ 1,356,402</u>	<u>10</u>
EARNINGS PER SHARE (Note 28)				
Basic	<u>\$ 15.66</u>		<u>\$ 16.79</u>	
Diluted	<u>\$ 15.28</u>		<u>\$ 16.53</u>	

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

**WOWPRIME CO., LTD.**

**PARENT COMPANY ONLY FINANCIAL STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**

(In Thousands of New Taiwan Dollars)

	Share Capital			Retained Earnings			Other Equity	Treasury Shares (Note 24)	Total
	Shares (In Thousands)	Share Capital	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Exchange Differences on Translating the Financial Statements of Foreign Operations		
BALANCE AT JANUARY 1, 2023	76,988	\$ 769,879	\$ 1,789,924	\$ 568,290	\$ 114,717	\$ 408,143	\$ (105,196)	\$ (352,801)	\$ 3,192,956
Appropriation of 2022 earnings									
Legal reserve	-	-	-	39,298	-	(39,298)	-	-	-
Share dividends distributed by the Company	7,463	74,629	-	-	-	(74,629)	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(288,545)	-	-	(288,545)
Reversal of special reserve	-	-	-	-	(9,487)	9,487	-	-	-
Net profit for the year ended December 31, 2023	-	-	-	-	-	1,380,510	-	-	1,380,510
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	-	(1,280)	(22,828)	-	(24,108)
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	1,379,230	(22,828)	-	1,356,402
Equity component of convertible bonds issued by the Company	-	-	65,391	-	-	-	-	-	65,391
Convertible bonds converted to ordinary shares	-	3	88	-	-	-	-	-	91
Treasury share transactions (Note 24)	-	-	-	-	-	-	-	43,735	43,735
Actual acquisition or disposal of part of interests in subsidiaries	-	-	610	-	-	-	-	-	610
Changes in percentage of ownership interests in subsidiaries	-	-	10	-	-	-	-	-	10
Share-based payment (Note 29)	-	-	31,985	-	-	-	-	-	31,985
BALANCE AT DECEMBER 31, 2023	84,451	844,511	1,888,008	607,588	105,230	1,394,388	(128,024)	(309,066)	4,402,635
Appropriation of 2023 earnings									
Legal reserve	-	-	-	139,439	-	(139,439)	-	-	-
Special reserve	-	-	-	-	22,794	(22,794)	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(1,232,155)	-	-	(1,232,155)
Net profit for the year ended December 31, 2024	-	-	-	-	-	1,291,838	-	-	1,291,838
Other comprehensive income for the year ended December 31, 2024, net of income tax	-	-	-	-	-	4,994	41,980	-	46,974
Total comprehensive income for the year ended December 31, 2024	-	-	-	-	-	1,296,832	41,980	-	1,338,812
Treasury share transactions (Note 24)	-	-	-	-	-	-	-	49,187	49,187
Share-based payment (Note 29)	-	-	22,291	-	-	-	-	-	22,291
BALANCE AT DECEMBER 31, 2024	84,451	\$ 844,511	\$ 1,910,299	\$ 747,027	\$ 128,024	\$ 1,296,832	\$ (86,044)	\$ (259,879)	\$ 4,580,770

The accompanying notes are an integral part of the parent company only financial statements.

# WOWPRIME CO., LTD.

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

	2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before income tax	\$ 1,557,098	\$ 1,657,018
Adjustments for:		
Depreciation expenses	1,165,915	1,035,959
Amortization expenses	11,215	7,941
Net loss on fair value changes of financial assets or liabilities at fair value through profit or loss	-	979
Finance costs	43,370	30,883
Interest income	(64,320)	(52,119)
Share-based payment awards	20,560	-
Share of profit of subsidiaries, associates and joint ventures	(281,590)	(274,816)
Loss on disposal of property, plant and equipment	58,347	10,944
Loss on disposal of intangible assets	31	-
Impairment loss recognized on non-financial assets	65,699	-
Write-down of inventories	-	12,150
Reversal of write-down of inventories	(7,755)	-
Loss (gain) on lease modification	6,012	529
Changes in operating assets and liabilities		
Notes receivable	(964)	-
Trade receivables	91,279	(262,445)
Inventories	(25,803)	(938,037)
Prepayments	11,562	132,998
Other current assets	11,098	(8,426)
Contract liabilities	16,061	(166,430)
Notes payable	5,190	11,979
Trade payables	6,733	383,707
Other payables	7,188	195,796
Other current liabilities	3,424	2,326
Net defined benefit liabilities	(5,770)	(10,810)
Cash generated from operations	2,694,580	1,770,126
Interest paid	(30,374)	(21,304)
Income tax paid	(378,386)	(200,937)
Net cash generated from operating activities	<u>2,285,820</u>	<u>1,547,885</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of financial assets at amortized cost	-	(1,047,701)
Proceeds from the sale of financial assets at amortized cost	516,570	-
Acquisition of investments accounted for using equity method	(264,649)	(62,104)
Payments for property, plant and equipment	(755,240)	(689,954)
Increase in refundable deposits	(14,714)	(16,362)
Payments for intangible assets	(17,112)	(13,647)
Payments for right-of-use assets	(12,430)	(28,724)
(Increase) decrease in other financial assets	(77,687)	2,187
Increase in prepayments equipment	(5,125)	(11,457)

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## WOWPRIME CO., LTD.

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

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	2024	2023
Interest received	\$ 64,041	\$ 51,403
Dividends received from subsidiaries	<u>235,353</u>	<u>131,058</u>
Net cash used in financing activities	<u>(330,993)</u>	<u>(1,685,301)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from issuance of convertible bonds	-	701,877
Proceeds from guarantee deposits received	26,083	63,157
Repayment for the principal portion of lease liabilities	(559,940)	(513,762)
Dividends paid to owners of the Company	(1,232,155)	(288,545)
Treasury shares transferred to employees	<u>49,187</u>	<u>43,735</u>
Net cash (used in) generated from financing activities	<u>(1,716,825)</u>	<u>6,462</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	238,002	(130,954)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>1,337,711</u>	<u>1,468,665</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 1,575,713</u>	<u>\$ 1,337,711</u>

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

# WOWPRIME CO., LTD.

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

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### 1. GENERAL INFORMATION

Wowprime Co., Ltd. (the “Company”) was incorporated in the Republic of China (ROC) in December 1993. The Company primarily engages in operating restaurants, retail sale of agricultural and husbandry products, food products and groceries. The Company also engages in running coffee/tea shops and bakery product manufacturing.

The Company’s shares were listed and have been trading on the Taiwan Stock Exchange (TWSE) since March 2012.

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

### 2. APPROVAL OF FINANCIAL STATEMENTS

The financial statements of the Company were approved by the Company’s board of directors on March 3, 2025.

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

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

The initial application of the IFRS Accounting Standards endorsed and issued into effect by the FSC did not have material impact on the Company’s accounting policies.

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

<u>New, Amended and Revised Standards and Interpretations</u>	<u>Effective Date Announced by IASB</u>
Amendments to IAS 21 “Lack of Exchangeability”	January 1, 2025 (Note)

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

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

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

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

- 1) Amendments to IFRS 10 and IAS 28 “Sale or Contribution of Assets between an Investor and its Associate or Joint Venture”

The amendments stipulate that, when the Company sells or contributes assets that constitute a business (as defined in IFRS 3) to an associate or joint venture, the gain or loss resulting from the transaction is recognized in full. Also, when the Company loses control of a subsidiary that contains a business but retains significant influence or joint control, the gain or loss resulting from the transaction is recognized in full.

Conversely, when the Company sells or contributes assets that do not constitute a business to an associate or joint venture, the gain or loss resulting from the transaction is recognized only to the extent of the Company’s interest as an unrelated investor in the associate or joint venture, i.e., the Company’s share of the gain or loss is eliminated. Also, when the Company loses control of a subsidiary that does not contain a business but retains significant influence or joint control over an associate or a joint venture, the gain or loss resulting from the transaction is recognized only to the extent of the Company’s interest as an unrelated investor in the associate or joint venture, i.e., the Company’s share of the gain or loss is eliminated.

- 2) IFRS 18 “Presentation and Disclosure in Financial Statements”

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

- Items of income and expenses included in the statement of profit or loss shall be classified into the operating, investing, financing, income taxes and discontinued operations categories.
- The statement of profit or loss shall present totals and subtotals for operating profit or loss, profit or loss before financing and income taxes and profit or loss.

- Provides guidance to enhance the requirements of aggregation and disaggregation: The Company shall identify the assets, liabilities, equity, income, expenses and cash flows that arise from individual transactions or other events and shall classify and aggregate them into groups based on shared characteristics, so as to result in the presentation in the primary financial statements of line items that have at least one similar characteristic. The Company shall disaggregate items with dissimilar characteristics in the primary financial statements and in the notes. The Company labels items as “other” only if it cannot find a more informative label.
- Disclosures on Management-defined Performance Measures (MPMs): When in public communications outside financial statements and communicating to users of financial statements management’s view of an aspect of the financial performance of the Company as a whole, the Company shall disclose related information about its MPMs in a single note to the financial statements, including the description of such measures, calculations, reconciliations to the subtotal or total specified by IFRS Accounting Standards and the income tax and non-controlling interests effects of related reconciliation items.

3) Amendments to IFRS 9 and IFRS 7 “Amendments to the Classification and Measurement of Financial Instruments”

The amendments mainly amend the requirements for the classification of financial assets, including that if a financial asset contains a contingent feature that could change the timing or amount of contractual cash flows and the contingent event itself does not relate directly to changes in basic lending risks and costs (e.g., whether the debtor achieves a contractually specified reduction in carbon emissions), the financial asset has contractual cash flows that are solely payments of principal and interest on the principal amount outstanding if, and only if,

- In all possible scenarios (before and after the occurrence of a contingent event), the contractual cash flows are solely payments of principal and interest on the principal amount outstanding; and
- In all possible scenarios, the contractual cash flows would not be significantly different from the contractual cash flows on a financial instrument with identical contractual terms, but without such a contingent feature.

The amendments mainly stipulate that, when settling a financial liability in cash using an electronic payment system, the Company can choose to derecognize the financial liability before the settlement date if, and only if, the Company has initiated a payment instruction that resulted in:

- The Company having no practical ability to withdraw, stop or cancel the payment instruction;
- The settlement risk associated with the electronic payment system being insignificant.

The Company shall apply the amendments retrospectively but is not required to restate prior periods. The effect of initially applying the amendments shall be recognized as an adjustment to the opening balance at the date of initial application.

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

#### 4. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION

a. Statement of compliance

The parent company only financial statements have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

b. Basis of preparation

The parent company only financial statements have been prepared on the historical cost basis except for financial instruments which are measured at fair value, and net defined benefit liabilities which are measured at the present value of the defined benefit obligation less the fair value of plan assets.

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

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

When preparing the parent company only financial statements, the Company used the equity method to account for its investments in subsidiaries, associates and joint ventures. In order for the amounts of the net profit for the period, other comprehensive income for the year and total equity in the parent company only financial statements to be the same with the amounts attributable to the owners of the Company in its consolidated financial statements, adjustments arising from the differences in accounting treatments between the parent company only basis and the consolidated basis were made to investments accounted for using the equity method, share of profits of subsidiaries, associates and joint ventures for using the equity method and other related equity items in the parent company only financial statements.

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

Current assets include:

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

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities due to be settled within 12 months after the reporting period, even if an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the financial statements are authorized for issue; and
- 3) Liabilities for which the Company does not have the substantial right at the end of the reporting period to defer settlement for at least 12 months after the reporting period.

Assets and liabilities that are not classified as current are classified as non-current. Terms of a liability that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments do not affect its classification as current or non-current if the entity classifies the option as an equity instrument.

d. Foreign currencies

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

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

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

Non-monetary item denominated in a foreign currency and measured at historical cost is stated at the reporting currency as originally translated from the foreign currency.

For the purpose of presenting parent company only financial statements, the financial statements of the Company and its foreign operations (including subsidiaries, associates in other countries or those that use currencies which are different from the currency of the Company) are translated into the presentation currency, the New Taiwan dollar, as follows: Assets and liabilities are translated at the exchange rates prevailing at the end of the reporting period; and income and expense items are translated at the average exchange rates for the period. The resulting currency translation differences are recognized in other comprehensive income (attributed to the owners of the Company and non-controlling interests as appropriate).

e. Inventories

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

f. Investments in subsidiaries

The Company uses the equity method to account for its investments in subsidiaries.

A subsidiary is an entity that is controlled by the Company.

Under the equity method, an investment in a subsidiary is initially recognized at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the subsidiary. The Company also recognizes the changes in the Company's share of equity of subsidiaries.

Changes in the Company's ownership interest in a subsidiary that do not result in the Company losing control of the subsidiary are accounted for as equity transactions. The Company recognizes directly in equity any difference between the carrying amount of the investment and the fair value of the consideration paid or received.

The Company assesses its investment for any impairment by comparing the carrying amount with the estimated recoverable amount as assessed based on the investee's financial statements as a whole. Impairment loss is recognized when the carrying amount exceeds the recoverable amount. If the recoverable amount of the investment subsequently increases, the Company recognizes a reversal of the impairment loss; the adjusted post-reversal carrying amount should not exceed the carrying amount that would have been recognized (net of amortization or depreciation) had no impairment loss been recognized in prior years. An impairment loss recognized on goodwill cannot be reversed in a subsequent period.

Unrealized profit or loss resulting from downstream transactions is eliminated in full only in the parent company only financial statements. Profit and loss resulting from upstream transactions and transactions between subsidiaries is recognized only in the parent company only financial statements only to the extent of interests in the subsidiaries that are not related to the Company.

g. Investments in associates

An associate is an entity over which the Company has significant influence and which is neither a subsidiary nor an interest in a joint venture.

The Company uses the equity method to account for its investments in associates.

Under the equity method, investment in an associate is initially recognized at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the associate. The Company also recognizes the changes in the Company's share of the equity of associates.

Any excess of the cost of acquisition over the Company's share of the net fair value of the identifiable assets and liabilities of an associate at the date of acquisition is recognized as goodwill, which is included within the carrying amount of the investment and is not amortized. Any excess of the Company's share of the net fair value of the identifiable assets and liabilities over the cost of acquisition, after reassessment, is recognized immediately in profit or loss.

When the Company subscribes for additional new shares of an associate at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Company's proportionate interest in the associate. The Company records such a difference as an adjustment to investments with the corresponding amount charged or credited to capital surplus - changes in capital surplus from investments in associates's accounted for using the equity method. If the Company's ownership interest is reduced due to its additional subscription of the new shares of the associate, the proportionate amount of the gains or losses previously recognized in other comprehensive income in relation to that associate is reclassified to profit or loss on the same basis as would be required had the investee directly disposed of the related assets or liabilities. When the adjustment should be debited to capital surplus, but the capital surplus recognized from investments accounted for using the equity method is insufficient, the shortage is debited to retained earnings.

When the Company's share of losses of an associate equals or exceeds its interest in that associate (which includes any carrying amount of the investment accounted for using the equity method and long-term interests that, in substance, form part of the Company's net investment in the associate), the Company discontinues recognizing its share of further loss, if any. Additional losses and liabilities are recognized only to the extent that the Company has incurred legal obligations, or constructive obligations, or made payments on behalf of that associate.

The entire carrying amount of an investment (including goodwill) is tested for impairment as a single asset by comparing its recoverable amount with its carrying amount. Any impairment loss recognized is not allocated to any asset, including goodwill, that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognized to the extent that the recoverable amount of the investment subsequently increases.

The Company discontinues the use of the equity method from the date on which its investment ceases to be an associate. Any retained investment is measured at fair value at that date, and the fair value is regarded as the investment's fair value on initial recognition as a financial asset. The difference between the previous carrying amount of the associate attributable to the retained interest and its fair value is included in the determination of the gain or loss on disposal of the associate. The Company accounts for all amounts previously recognized in other comprehensive income in relation to that associate on the same basis as would be required had that associate directly disposed of the related assets or liabilities. If an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate, the Company continues to apply the equity method and does not remeasure the retained interest.

When the Company transacts with its associate, profits and losses resulting from the transactions with the associate are recognized in the Company's parent company only financial statements only to the extent of interests in the associate that are not related to the Company.

h. Property, plant and equipment

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

Except for freehold land which is not depreciated, the depreciation of property, plant and equipment is recognized using the straight-line method. Each significant part is depreciated separately. The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effects of any changes in the estimates accounted for on a prospective basis.

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

i. Intangible assets

1) Intangible assets acquired separately

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

2) Derecognition of intangible assets

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

j. Impairment of property, plant and equipment, right-of-use asset, intangible assets and assets related to contract costs

At the end of each reporting period, the Company reviews the carrying amounts of its property, plant and equipment, right-of-use asset and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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

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

Before the Company recognizes an impairment loss from assets related to contract costs, any impairment loss on inventories, property, plant and equipment and intangible assets related to the contract applicable under IFRS 15 shall be recognized in accordance with applicable standards. Then, impairment loss from the assets related to the contract costs is recognized to the extent that the carrying amount of the assets exceeds the remaining amount of consideration that the Company expects to receive in exchange for related goods or services less the costs which relate directly to providing those goods or services and which have not been recognized as expenses. The assets related to the contract costs are then included in the carrying amount of the cash-generating unit to which they belong for the purpose of evaluating impairment of that cash-generating unit.

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

k. Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

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

1) Financial assets

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

a) Measurement categories

Financial assets are classified into the following categories: Financial assets at FVTPL and financial assets at amortized cost.

i. Financial assets at FVTPL

Financial assets are classified as at FVTPL when such financial assets are mandatorily classified. Financial assets mandatorily classified as at FVTPL include investments in equity instruments which are not designated as at FVTOCI and debt instruments that do not meet the amortized cost criteria or the FVTOCI criteria.

ii. Financial assets at amortized cost

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

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

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

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

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

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

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

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

b) Impairment of financial assets and contract assets

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

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

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

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

- i. Internal or external information show that the debtor is unlikely to pay its creditors.
- ii. Financial asset is more than 90 days past due unless the Company has reasonable and corroborative information to support a more lagged default criterion.

The impairment loss of all financial assets is recognized in profit or loss by a reduction in their carrying amounts through a loss allowance account.

c) Derecognition of financial assets

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

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

2) Financial liabilities

a) Subsequent measurement

Except for the following situations, all financial liabilities are measured at amortized cost using the effective interest method:

Financial liabilities measured at FVTPL

Financial liabilities measured at FVTPL include those held for trading and those designated as measured at fair value through profit or loss.

Financial liabilities held for trading are measured at fair value, and related gains or losses are recognized in other gains and losses.

b) Derecognition of financial liabilities

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

### 3) Convertible bonds

The components of compound financial instruments (convertible bonds) issued by the Company is classified as financial liabilities and equity, respectively, on initial recognition, based on the substance of the contractual agreements and the definitions of financial liabilities and equity instruments.

On initial recognition, the fair value of the liability component is estimated using the prevailing market interest rate for a similar non-convertible instrument and is measured at amortized cost using the effective interest method until the date of conversion or maturity. Liability components that are embedded in non-equity derivatives are measured at fair value.

The conversion right classified as equity is equal to the remaining amount of the fair value of the compound instrument as a whole less the fair value of the liability component determined separately and is recognized in equity, net of the income tax effect, and is not subsequently measured. When the conversion right is exercised, the related liability component and the amount in equity are transferred to equity and capital surplus - issue premium.

If the conversion right of the convertible bonds is not executed on the maturity date, the amount recognized in equity will be transferred to capital surplus - issue premium. Transaction costs related to the issuance of convertible bonds are allocated to the liability (included in the carrying amount of the liability) and equity components (included in equity) of the instrument in proportion to the total apportioned price.

#### 1. Provisions

Provisions, including those arising from the contractual obligations specified in lease arrangements to maintain or restore infrastructure before it is handed over to the grantor, are measured at the best estimate of the discounted cash flows of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation.

#### Decommissioning and restoration obligation

Pursuant to the lease agreement, the Company has an obligation, at the end of the respective lease terms, to restore the leased shops to their original condition at the time of the lease. Provisions are recognized based on the present value of the best estimate of future outflows of economic benefits that will be required for fulfillment of the restoration obligation stated on the lease contract.

#### m. Revenue recognition

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

#### Revenue from the sale of goods

Revenue from the sale of goods comes from sales of food, beverage, and other goods. Sales of food and other goods are recognized as revenue when individual customers purchase the goods at various business locations. Deferred revenue is recognized as a contract liability before the customer uses gift vouchers to exchange for food and other goods.

Under the customer loyalty program, the Company offers vouchers which can be used for future purchases. The voucher provides a material right to the customer. The transaction price allocated to the voucher is recognized as a contract liability when collected and will be recognized as revenue when the voucher is redeemed or has expired.

n. Leasing

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

1) The Company as lessor

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

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

Under finance leases, the lease payments comprise fixed payments. The net investment in a lease is measured at the present value of the lease payments receivable by a lessor plus (b) initial direct costs and is presented as a finance lease receivable. Finance lease income is allocated to the relevant accounting periods so as to reflect a constant, periodic rate of return on the net investment outstanding in respect of leases.

2) The Company as lessee

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

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

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

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

Subsequently, lease liabilities are measured at amortized cost using the effective change in the assessment of an option to purchase an underlying asset, or a change in future lease payments resulting from a change in an index or a rate used to determine those payments, the Company remeasures the lease liabilities with a corresponding adjustment to the right-of-use assets. However, if the carrying amount of the right-of-use assets is reduced to zero, any remaining amount of the remeasurement is recognized in profit or loss. Lease liabilities are presented on a separate line in the balance sheets.

Variable lease payments that do not depend on an index or a rate are recognized as expenses in the periods in which they are incurred.

o. Government grants

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

Government grants related to income are recognized as a reduction in other income on a systematic basis over the periods in which the Company recognizes as expenses the related costs that the grants intend to compensate.

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

p. Employee benefits

1) Short-term employee benefits

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

2) Retirement benefits

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

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

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

q. Share-based payment arrangements

Employee share options granted to employees

The fair value of the employee share options on the grant date is expensed on a straight-line basis over the vesting period, based on the Company's best estimates of the number of shares or options that are expected to ultimately vest, with a corresponding increase in capital surplus - employee share options. It is recognized as an expense in full at the grant date if vested immediately. The grant date of treasury shares transferred to employees is the date on which the board of directors approves the transaction.

At the end of each reporting period, the Company revises its estimate of the number of employee share options that are expected to vest. The impact of the revision of the original estimates is recognized in profit or loss such that the cumulative expenses reflect the revised estimate, with a corresponding adjustment to capital surplus - employee share options.

r. Taxation

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

1) Current tax

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

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

The adjustment of income tax payable in the previous year shall be included in the current income tax.

2) Deferred tax

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

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

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

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

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

3) Current and deferred tax for the year

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

Where current tax or deferred tax arises from the initial accounting for the acquisition of a subsidiary, the tax effect is included in the accounting for the investments in a subsidiary.

## 5. MATERIAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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

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

### Key Sources of Estimation Uncertainty

#### Write-down of inventories

The net realizable value of inventories is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The estimation of net realizable value is based on current market conditions and historical experience in the sale of product of a similar nature. Changes in market conditions may have a material impact on the estimation of the net realizable value.

#### Impairment of property, plant and equipment

Impairment of equipment related to operations is evaluated based on the recoverable amount of the assets, which is the higher of its fair value less costs of disposal and its value in use. Any changes in the market prices, future cash flows or discount rates will affect the recoverable amount of the assets and may lead to the recognition of additional impairment losses or the reversal of impairment losses.

## 6. CASH AND CASH EQUIVALENTS

	<u>December 31</u>	
	<b>2024</b>	<b>2023</b>
Cash on hand	\$ 72,036	\$ 59,534
Checking accounts and demand deposits	<u>1,503,677</u>	<u>1,278,177</u>
	<u>\$ 1,575,713</u>	<u>\$ 1,337,711</u>

The market rate intervals of demand deposits at the end of the year were as follows:

	<u>December 31</u>	
	<b>2024</b>	<b>2023</b>
Demand deposits	0.001%-0.95%	0.001%-1.45%

## 7. FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Financial liabilities at FVTPL - current</u>		
Financial liabilities mandatorily classified as at FVTPL		
Non-derivative financial liabilities		
Conversion of convertible bonds	\$ <u>4,129</u>	\$ <u>4,129</u>

## 8. FINANCIAL ASSETS AT AMORTIZED COST

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Current</u>		
Time deposits with original maturities of more than 3 months	\$ <u>2,188,190</u>	\$ <u>2,704,760</u>

- a. The ranges of interest rates for time deposits with original maturities of more than 3 months were approximately 0.66% to 5.05% and 0.535% to 5.12% per annum as of December 31, 2024 and 2023, respectively.
- b. Refer to Note 9 for information relating to the credit risk management and impairment of investments in financial assets at amortized cost.
- c. Refer to Note 34 for information relating to investments in financial assets at amortized cost pledged as security.

## 9. CREDIT RISK MANAGEMENT FOR INVESTMENTS IN DEBT INSTRUMENTS

Debt instruments invested by the company are financial assets at amortized cost:

	<u>At Amortized Cost</u>	
	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Gross carrying amount	\$ 2,188,190	\$ 2,704,760
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
Amortized cost	<u>\$ 2,188,190</u>	<u>\$ 2,704,760</u>

The credit risk of the Group's bank deposits and other financial instruments is measured and monitored by the Company finance department. Since the Company trade counterpart and performing party are banks, financial institutions with investment grade or higher, and corporate organizations with good credit ratings, there is no significant doubt about the performance of the contracts and therefore no significant credit risk. The Company current credit risk rating mechanism and the total carrying amounts of investments in debt instruments of each credit rating are as follows:

Category	Description	Basis for Recognizing Expected Credit Losses (ECLs)	Expected Loss Rate	Total Carrying Amount as of December 31, 2024	Total Carrying Amount as of December 31, 2023
Performing	The counterparty has a low risk of default and a strong capacity to meet contractual cash flows	12m ECLs	0 %	<u>\$ 2,188,190</u>	<u>\$ 2,704,760</u>

## 10. NOTES RECEIVABLE AND TRADE RECEIVABLES

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Notes receivables</u>		
At amortized cost		
Gross carrying amount	\$ 964	\$ -
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
	<u>\$ 964</u>	<u>\$ -</u>
<u>Trade receivables</u>		
At amortized cost		
Gross carrying amount	\$ 368,333	\$ 459,612
Less: Allowance for impairment loss	<u>-</u>	<u>-</u>
	<u>\$ 368,333</u>	<u>\$ 459,612</u>

Aside from branches operating in retail stores, the average credit period of receivables from shopping malls and collaboration with other businesses was 30-90 days, the Company earns its revenue on a cash basis or via credit card sales to individual customers. In determining the collectability of trade receivables, the Company assesses any changes in credit quality from the start of the credit period to the balance sheet date.

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

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

December 31, 2024

	<b>Not Past Due</b>	<b>1 to 30 Days</b>	<b>31 to 60 Days</b>	<b>61 to 90 Days</b>	<b>Over 90 Days</b>	<b>Total</b>
Expected credit loss rate	-	-	-	-	-	-
Gross carrying amount	\$ 369,294	\$ 3	\$ -	\$ -	\$ -	\$ 369,297
Loss allowance (Lifetime ECLs)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Amortized cost	<u>\$ 369,294</u>	<u>\$ 3</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 369,297</u>

December 31, 2023

	<b>Not Past Due</b>	<b>1 to 30 Days</b>	<b>31 to 60 Days</b>	<b>61 to 90 Days</b>	<b>Over 90 Days</b>	<b>Total</b>
Expected credit loss rate	-	-	-	-	-	-
Gross carrying amount	\$ 459,583	\$ 21	\$ 8	\$ -	\$ -	\$ 459,612
Loss allowance (Lifetime ECLs)	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Amortized cost	<u>\$ 459,583</u>	<u>\$ 21</u>	<u>\$ 8</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 459,612</u>

**11. INVENTORIES**

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Raw materials	\$ 939,603	\$ 992,784
Finished goods	17	4,556
Inventory in transit	<u>134,375</u>	<u>43,097</u>
	<u>\$ 1,073,995</u>	<u>\$ 1,040,437</u>

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

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Cost of inventories sold	\$ 8,022,489	\$ 7,011,336
Inventory write-downs (reversed) (*)	<u>(7,755)</u>	<u>12,150</u>
	<u>\$ 8,014,734</u>	<u>\$ 7,023,486</u>

\* Inventory write-downs were reversal as a result of the increase in selling prices of the inventory in specific markets.

## 12. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Investments in subsidiaries	\$ 3,091,383	\$ 2,726,295
Investments in associate	<u>45,996</u>	<u>80,103</u>
	<u>\$ 3,137,379</u>	<u>\$ 2,806,398</u>

### a. Investments in subsidiaries

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Tai Pin Holding Ltd.	\$ 1,646,339	\$ 1,544,205
WPT Restaurant Corporation	83,546	79,679
Cheerpin Restaurant Corporation	524,232	532,670
Wowfresh Corporation	572,355	568,953
Jeichuang Investment Co., Ltd.	150,755	788
Wowprime USA Holding Corp.	<u>114,156</u>	<u>-</u>
	<u>\$ 3,091,383</u>	<u>\$ 2,726,295</u>

<b>Name of Subsidiary</b>	<b>Proportion of Ownership and Voting Rights</b>	
	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Tai Pin Holding Ltd.	100%	100%
WPT Restaurant Corporation	100%	100%
Cheerpin Restaurant Corporation	100%	100%
Wowfresh Corporation	100%	100%
Jeichuang Investment Co., Ltd.	100%	100%
Wowprime USA Holding Corp.	100%	-

The Company established Wowprime USA Holding Corp. in April 2024, and injected capital of USD 3,500 thousand on August 6, 2024.

Refer to Table 6 for the details of the subsidiaries indirectly held by the Company.

### b. Investments in associate

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Associate that is not individually material DUDOO LTD. (Cayman)	<u>\$ 45,996</u>	<u>\$ 80,103</u>

**For the Year Ended December 31**  
**2024**                      **2023**

The Company's share of:

Profit from continuing operations	\$ (211)	\$ 2,053
Total comprehensive income for the year	<u>\$ 5</u>	<u>\$ 1,856</u>

The company's shareholding ratio of DuDoo Ltd. (Cayman) is less than 20%. However, the contract agreed by both companies indicates that Wow Prime owns one director of the board. Thus, Wow Prime has significant impact on DuDoo Ltd. (Cayman).

Investments in DuDoo Ltd. (Cayman) were calculated based on their financial statements not audited by CPAs. Management believes there is no material impact on the equity method of accounting or the calculation of the share of profit or loss and other comprehensive income from the financial statements of DuDoo Ltd. (Cayman) which have not been audited.

The fair value of the investment was accounted for using the equity method. DuDoo Ltd. (Cayman)'s fair value of the equity appraisal report issued by an expert is lower than its relative carrying amount. The fair value is based on the income approach as the valuation method. The discount rate used is 13.1465%. After evaluation, the carrying amount of the Company's investment in DuDoo Ltd. (Cayman) was higher than the fair value by \$34,112 thousand. The loss on impairment of investment accounted for using the equity method was \$34,112 thousand in 2024.

### 13. PROPERTY, PLANT AND EQUIPMENT

	Freehold Land	Buildings	Utilities and Fire-fighting Equipment	Office Equipment	Dining Equipment	Leasehold Improvements	Other Equipment	Total
<u>Cost</u>								
Balance at January 1, 2024	\$ 122,505	\$ 132,408	\$ 847,637	\$ 110,427	\$ 874,112	\$ 1,467,344	\$ 162,392	\$ 3,716,825
Additions	-	-	182,562	22,498	192,795	274,489	60,146	732,490
Reclassifications	-	-	2,447	-	-	8,017	-	10,464
Disposals	-	-	(67,318)	(8,839)	(83,039)	(162,981)	(5,029)	(327,206)
Balance at December 31, 2024	<u>\$ 122,505</u>	<u>\$ 132,408</u>	<u>\$ 965,328</u>	<u>\$ 124,086</u>	<u>\$ 983,868</u>	<u>\$ 1,586,869</u>	<u>\$ 217,509</u>	<u>\$ 4,132,573</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2024	\$ -	\$ 58,697	\$ 485,715	\$ 69,117	\$ 557,521	\$ 826,445	\$ 93,995	\$ 2,091,490
Depreciation expenses	-	4,109	135,215	16,806	149,797	238,791	37,684	582,402
Disposals	-	-	(55,045)	(7,654)	(66,358)	(136,243)	(3,559)	(268,859)
Impairment losses	-	-	13,575	-	-	18,012	-	31,587
Balance at December 31, 2024	<u>\$ -</u>	<u>\$ 62,806</u>	<u>\$ 579,460</u>	<u>\$ 78,269</u>	<u>\$ 640,960</u>	<u>\$ 947,005</u>	<u>\$ 128,120</u>	<u>\$ 2,436,620</u>
Carrying amounts at December 31, 2024	<u>\$ 122,505</u>	<u>\$ 69,602</u>	<u>\$ 385,868</u>	<u>\$ 45,817</u>	<u>\$ 342,908</u>	<u>\$ 639,864</u>	<u>\$ 89,389</u>	<u>\$ 1,695,953</u>
<u>Cost</u>								
Balance at January 1, 2023	\$ 122,505	\$ 132,408	\$ 732,463	\$ 97,512	\$ 741,753	\$ 1,302,642	\$ 117,144	\$ 3,246,427
Additions	-	-	197,036	21,011	202,665	324,714	50,920	796,346
Reclassifications	-	-	-	-	-	1,202	-	1,202
Disposals	-	-	(81,862)	(8,096)	(70,306)	(161,214)	(5,672)	(327,150)
Balance at December 31, 2023	<u>\$ 122,505</u>	<u>\$ 132,408</u>	<u>\$ 847,637</u>	<u>\$ 110,427</u>	<u>\$ 874,112</u>	<u>\$ 1,467,344</u>	<u>\$ 162,392</u>	<u>\$ 3,716,825</u>
<u>Accumulated depreciation and impairment</u>								
Balance at January 1, 2023	\$ -	\$ 54,588	\$ 452,557	\$ 62,740	\$ 494,843	\$ 772,490	\$ 71,560	\$ 1,908,778
Depreciation expenses	-	4,109	111,728	14,462	130,065	210,481	28,073	498,918
Disposals	-	-	(78,570)	(8,085)	(67,387)	(156,526)	(5,638)	(316,206)
Balance at December 31, 2023	<u>\$ -</u>	<u>\$ 58,697</u>	<u>\$ 485,715</u>	<u>\$ 69,117</u>	<u>\$ 557,521</u>	<u>\$ 826,445</u>	<u>\$ 93,995</u>	<u>\$ 2,091,490</u>
Carrying amounts at December 31, 2023	<u>\$ 122,505</u>	<u>\$ 73,711</u>	<u>\$ 361,922</u>	<u>\$ 41,310</u>	<u>\$ 316,591</u>	<u>\$ 640,899</u>	<u>\$ 68,397</u>	<u>\$ 1,625,335</u>

The management of the Company estimated the future profit of various business locations, it's expected that certain utilities, fire-fighting equipment, and leasehold improvements will no longer have any usable value in 2024. Therefore, it recognized an impairment loss of \$31,587 thousand. The impairment loss was stated under other profits and losses in the financial statements of comprehensive income. There is no impairment loss in 2023.

The Company adopted value-in-use as the recoverable amount of these utilities and fire-fighting equipment and leasehold improvement. The discount rate was 2.538% for the years ended December 31, 2024.

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

Buildings	
Main buildings	20-33 years
Renovation	6 years
Utilities and fire-fighting equipment	1-10 years
Office equipment	1-6 years
Dining equipment	1-10 years
Leasehold improvement	1-10 years
Other equipment	1-6 years

#### 14. LEASE ARRANGEMENTS

##### a. Right-of-use assets

	<u>December 31</u>	
	<b>2024</b>	<b>2023</b>
<u>Carrying amounts</u>		
Buildings	<u>\$ 2,307,504</u>	<u>\$ 2,166,535</u>
	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Additions to right-of-use assets	<u>\$ 471,351</u>	<u>\$ 628,599</u>
Disposals of right-of-use assets	<u>\$ 60,288</u>	<u>\$ 22,263</u>
Depreciation charge for right-of-use assets		
Buildings	<u>\$ 583,513</u>	<u>\$ 537,041</u>

Except for the aforementioned addition and recognized depreciation, the Company did not have significant sublease of right-of-use assets during the years ended December 31, 2024 and 2023.

##### b. Lease liabilities

	<u>December 31</u>	
	<b>2024</b>	<b>2023</b>
<u>Carrying amounts</u>		
Current	<u>\$ 496,006</u>	<u>\$ 517,590</u>
Non-current	<u>\$ 1,811,878</u>	<u>\$ 1,632,170</u>

Range of discount rate for lease liabilities was as follows:

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Buildings	0.765%-2.538%	0.765%-1.758%

c. Material lease-in activities and terms

The Company leases buildings for the use of offices and retail stores with lease terms of 2 to 8 years. The Company does not have bargain purchase options to acquire the buildings at the end of the lease terms.

In order to cope with retail demand, the Company entered into a large number of lease arrangements for the purposes of renting commercial space for the establishment of retail stores. Lease terms are negotiated by the management of each business segment and includes a wide range of payment terms. In order to minimizing the fixed cost base for newly established stores or for reasons of margin control and operational flexibility, the Group included the variable payment in the lease terms. Variable lease payment terms vary widely across the Company:

- The majority of variable payment terms are calculated based on the specified percentage of each store's total sales.
- Some variable lease payment terms include minimum or cap clauses.

Variable payment terms lead to the incurrence of higher rental costs for stores with higher sales. However, the use of variable payment terms helps to facilitate the management of margins across the Company.

Variable rental expenses are expected to continue to represent a similar proportion of store sales in future years.

d. Other lease information

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Expenses relating to variable lease payments and short-term leases not included in the measurement of lease liabilities	<u>\$ 220,369</u>	<u>\$ 205,173</u>
Total cash outflow for leases	<u>\$ (823,106)</u>	<u>\$ (768,955)</u>

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

All lease commitments with lease terms commencing after the balance sheet dates are as follows:

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Lease commitments	<u>\$ 235,512</u>	<u>\$ 84,977</u>

## 15. OTHER INTANGIBLE ASSETS

	<b>Software</b>
<u>Cost</u>	
Balance at January 1, 2024	\$ 51,812
Additions	17,112
Disposals	<u>(227)</u>
Balance at December 31, 2024	<u>\$ 68,697</u>

<u>Accumulated amortization</u>	
Balance at January 1, 2024	\$ 31,731
Amortization expenses	11,215
Disposals	<u>(196)</u>
Balance at December 31, 2024	<u>\$ 42,750</u>
Carrying amount at December 31, 2024	<u>\$ 25,947</u>

<u>Cost</u>	
Balance at January 1, 2023	\$ 38,165
Additions	<u>13,647</u>
Balance at December 31, 2023	<u>\$ 51,812</u>

<u>Accumulated amortization</u>	
Balance at January 1, 2023	\$ 23,790
Amortization expenses	<u>7,941</u>
Balance at December 31, 2023	<u>\$ 31,731</u>
Carrying amount at December 31, 2023	<u>\$ 20,081</u>

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

Software 1-6 years

	<b><u>For the Year Ended December 31</u></b>	
	<b><u>2024</u></b>	<b><u>2023</u></b>
An analysis of amortization by function		
General and administrative	<u>\$ 11,215</u>	<u>\$ 7,941</u>

## 16. PREPAYMENTS

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Current</u>		
Prepaid rent	\$ 2,749	\$ 4,823
Supplies	17,722	20,760
Prepayment for purchases	13,699	15,982
Others	<u>3,721</u>	<u>7,888</u>
	<u>\$ 37,891</u>	<u>\$ 49,453</u>

## 17. OTHER FINANCIAL ASSETS - CURRENT

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Time deposits	\$ 65,570	\$ -
Trust account	<u>13,862</u>	<u>1,745</u>
	<u>\$ 79,432</u>	<u>\$ 1,745</u>

The market rate intervals of other financial assets at the end of the reporting period were as follows:

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Time deposits	4.25%	-
Trust account	0.610%-0.635%	0.510%

## 18. OTHER ASSETS

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Current</u>		
Other receivables	\$ 2,895	\$ 5,019
Other receivables form related parties (Note 33)	28,158	34,929
Others	<u>11,567</u>	<u>10,068</u>
	<u>\$ 42,620</u>	<u>\$ 50,016</u>
<u>Non-current</u>		
Refundable deposits	\$ 181,074	\$ 166,360
Other receivables form related parties (Note 33)	<u>14,966</u>	<u>18,389</u>
	<u>\$ 196,040</u>	<u>\$ 184,749</u>

## 19. BONDS PAYABLE

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Unsecured domestic bonds	\$ 655,820	\$ 642,824
Less: Current portion	<u>-</u>	<u>-</u>
	<u>\$ 655,820</u>	<u>\$ 642,824</u>

On March 29, 2023, the Company issued 7,000 units with issued at 101% of the face value of NTD denominated unsecured convertible corporate bonds at a coupon rate of 0% with a principal amounted to \$700,000 thousand.

Holder of each unit of corporate bond is entitled to convert into the ordinary shares of the Company at NT\$248.1 per share. The conversion period lasts from June 30, 2023 and March 29, 2028.

Between June 30, 2023 and March 29, 2028, if the closing price for the ordinary shares of the Company exceeds 30% of the conversion price of the convertible corporate bond at the time for 30 business days in a row, the Company may recover the bonds in the following 30 business days. Alternatively, if the remaining amount of outstanding convertible corporate bonds is less than 10% of the total carrying amount at the time of initial issuance, the Company may recover the bonds in 30 business day thereafter.

In the event that the bondholders sell the convertible bonds before the sell-back date March 29, 2026, the bondholders may require the Company to redeem the convertible bond held at par value in cash.

Such convertible corporate bonds include liability and equity component, where equity component is recognized in capital surplus - stock option under equity. The effective interest rate for the initial recognition of the liabilities component is 2%.

	<b>Amount</b>
Proceeds from issuance (less transaction costs of \$5,146 thousand)	\$ 701,877
Equity component (less transaction costs allocated to the equity component of \$479 thousand)	(65,391)
Liability component	<u>(3,150)</u>
Liability component at the date of issue (less transaction costs allocated to the liability component of \$4,667 thousand)	633,336
Interest charged at an effective interest rate	9,579
Convertible bonds converted into ordinary shares	<u>(91)</u>
Liability component at December 31, 2023	<u>\$ 642,824</u>
Liability component at January 1, 2024	\$ 642,824
Interest charged at an effective interest rate	<u>12,996</u>
Liability component at December 31, 2024	<u>\$ 655,820</u>

## 20. NOTES PAYABLE AND TRADE PAYABLES

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Notes payable</u>		
Operating	\$ <u>72,614</u>	\$ <u>67,424</u>
<u>Trade payables</u>		
Operating		
Unrelated parties	\$ 435,596	\$ 427,330
Related parties (Note 33)	<u>75,660</u>	<u>77,193</u>
	<u>\$ 511,256</u>	<u>\$ 504,523</u>

The Company purchases inventory on 30- to 60-day credit terms.

## 21. OTHER LIABILITIES

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Current</u>		
<u>Other payables</u>		
Payables for purchase of equipment	\$ 164,176	\$ 191,614
Payables for salaries and bonus	550,959	613,765
Payables for rent	45,865	37,001
Payables for retirement benefit	30,850	29,458
Payables for insurance	73,151	71,437
Payables for annual leave	47,539	50,999
Payables for tax expense	56,920	48,934
Others	<u>191,851</u>	<u>145,787</u>
	1,161,311	1,188,995
Other payables to related parties (Note 33)	<u>23,778</u>	<u>16,344</u>
	<u>\$ 1,185,089</u>	<u>\$ 1,205,339</u>

## 22. PROVISIONS

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>Non-current</u>		
Restoration obligation	<u>\$ 72,224</u>	<u>\$ 67,536</u>

	<b>Restoration Obligation</b>
Balance at January 1, 2024	\$ 67,536
Additional provisions recognized	8,048
Disposals	<u>(3,360)</u>
Balance at December 31, 2024	<u>\$ 72,224</u>
Balance at January 1, 2023	\$ 56,181
Additional provisions recognized	12,762
Disposals	<u>(1,407)</u>
Balance at December 31, 2023	<u>\$ 67,536</u>

Pursuant to the lease agreement, the Company shall, at the end of the respective lease terms, restore the leased plant assets to their original condition at the time of the lease. Provisions are recognized based on the present value of the best estimate of future outflows of economic benefits that will be required for fulfillment of the restoration obligation stated on the lease contract. This estimate will be reviewed regularly to adjust.

### 23. RETIREMENT BENEFIT PLANS

#### a. Defined contribution plans

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

Pension costs under defined contribution plans were as follows:

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Operating costs	\$ 68,120	\$ 59,839
Selling and marketing expenses	102,592	90,796
General and administrative expenses	<u>14,242</u>	<u>11,934</u>
	<u>\$ 184,954</u>	<u>\$ 162,569</u>

#### b. Defined benefit plans

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

The amounts included in the balance sheets in respect of the Company's defined benefit plans were as follows:

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Present value of defined benefit obligation	\$ 93,340	\$ 99,890
Fair value of plan assets	<u>(53,311)</u>	<u>(47,849)</u>
Net defined benefit liabilities	<u>\$ 40,029</u>	<u>\$ 52,041</u>

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

	<b>Present Value of the Defined Benefit Obligation</b>	<b>Fair Value of the Plan Assets</b>	<b>Net Defined Benefit Liabilities</b>
Balance at January 1, 2024	\$ 99,890	\$ (47,849)	\$ 52,041
Service cost			
Current service cost	48	-	48
Net interest expense (income)	<u>1,370</u>	<u>(661)</u>	<u>709</u>
Recognized in profit or loss	<u>1,418</u>	<u>(661)</u>	<u>757</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(4,469)	(4,469)
Actuarial loss (gain)			
Changes in financial assumptions	(1,387)	-	(1,387)
Experience adjustments	<u>(386)</u>	<u>-</u>	<u>(386)</u>
Recognized in other comprehensive income	<u>(1,773)</u>	<u>(4,469)</u>	<u>(6,242)</u>
Contributions from the employer	-	(6,527)	(6,527)
Benefits paid	<u>(6,195)</u>	<u>6,195</u>	<u>-</u>
Balance at December 31, 2024	<u>\$ 93,340</u>	<u>\$ (53,311)</u>	<u>\$ 40,029</u>
Balance at January 1, 2023	\$ 112,156	\$ (50,905)	\$ 61,251
Service cost			
Current service cost	47	-	47
Net interest expense (income)	<u>1,682</u>	<u>(771)</u>	<u>911</u>
Recognized in profit or loss	<u>1,729</u>	<u>(771)</u>	<u>958</u>
Remeasurement			
Return on plan assets (excluding amounts included in net interest)	-	(333)	(333)
Actuarial loss (gain)			
Changes in financial assumptions	1,490	-	1,490
Experience adjustments	<u>443</u>	<u>-</u>	<u>443</u>
Recognized in other comprehensive income	<u>1,933</u>	<u>(333)</u>	<u>1,600</u>
Contributions from the employer	-	(7,958)	(7,958)
Benefits paid	(12,118)	12,118	-
Others	<u>(3,810)</u>	<u>-</u>	<u>(3,810)</u>
Balance at December 31, 2023	<u>\$ 99,890</u>	<u>\$ (47,849)</u>	<u>\$ 52,041</u>

An analysis by function of the amounts recognized in profit or loss in respect of the defined benefit plans was as follows:

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
General and administrative expenses	<u>\$ 757</u>	<u>\$ 958</u>

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

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

If possible reasonable change in each of the significant actuarial assumptions occurs and all other assumptions remain constant, the present value of the defined benefit obligation will increase (decrease) as follows:

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Discount rates	1.5%	1.375%
Expected rates of salary increase	2%	2%

If possible reasonable change in each of the significant actuarial assumptions will occur and all other assumptions will remain constant, the present value of the defined benefit obligation would increase (decrease) as follows:

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Discount rates		
0.25% increase	<u>\$ (2,686)</u>	<u>\$ (2,947)</u>
0.25% decrease	<u>\$ 2,802</u>	<u>\$ 3,079</u>
Expected rates of salary increase		
0.25% increase	<u>\$ 2,737</u>	<u>\$ 3,004</u>
0.25% decrease	<u>\$ (2,637)</u>	<u>\$ (2,890)</u>

The sensitivity analysis presented above may not be representative of the actual changes in the present value of the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Expected contributions to the plan for the next year	<u>\$ 1,028</u>	<u>\$ 1,028</u>
Average duration of the defined benefit obligation	11.7 years	12.1 years

## 24. EQUITY

### a. Share capital

#### Ordinary shares

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Number of shares authorized (in thousands)	<u>100,000</u>	<u>100,000</u>
Shares authorized	<u>\$ 1,000,000</u>	<u>\$ 1,000,000</u>
Number of shares issued and fully paid (in thousands)	<u>84,451</u>	<u>84,451</u>
Shares issued	<u>\$ 844,511</u>	<u>\$ 844,511</u>

Fully paid ordinary shares, which have a par value of \$10, carry one vote per share and carry a right to dividends.

Changes in the Company's equity capital are caused by stock dividends and the conversion of convertible corporate bonds into ordinary shares.

From June 30, 2023 to July 25, 2023, convertible bonds were converted to ordinary shares for the amount of \$3 thousand under advance receipts for share capital since, as of the date of financial statements, registration was not completed. On August 3, 2023, the board of directors resolved to set the base date of capital increase to August 21, 2023. The registration for paid-in capital of \$769,882 thousand was completed on September 13, 2023.

On June 15, 2023, the Company passed the resolution of the shareholders' meeting to distribute the 2022 earnings distribution and distributed a stock dividend of \$74,629 thousand, and the change registration was completed on September 26, 2023, with a paid-in capital of \$844,511 thousand.

The above-mentioned capital surplus was approved by the Securities and Futures Bureau of the Financial Supervisory Commission on July 27, 2023, and the board of directors resolved to set September 15, 2023 as the base date for capital increase.

b. Capital surplus

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
<u>May be used to offset a deficit, distributed as cash dividends, or transferred to share capital (*)</u>		
Issuance of ordinary shares	\$ 1,786,169	\$ 1,785,173
Treasury share transactions	53,280	31,985
Difference between consideration paid and the carrying amount of the subsidiaries' net assets during actual acquisition	5,469	5,469
<u>May only be used to offset a deficit</u>		
Share warrants	<u>65,381</u>	<u>65,381</u>
	<u>\$ 1,910,299</u>	<u>\$ 1,888,008</u>

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

c. Retained earnings and dividends policy

Under the dividend policy as set forth in the amended Company's Articles of Incorporation (the "Articles"), where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations. Remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for distribution of dividends and bonuses to shareholders when issued new shares. The Company setting aside a reserve bonuses or the legal reserve and the whole or part of capital surplus, In the case of cash disbursement, the board of directors is authorized to report to the shareholders' meeting with the presence of at least two-thirds of the directors and the approval of a majority of the directors present. For the policies on the distribution of compensation of employees and remuneration to directors and supervisors before and after the amendment, refer to employee benefits expense in Note 26-h.

The Company provides a special reserve for the net amount of the deduction of other equity accumulated in the previous period. If the undistributed earnings of the previous period are insufficient for appropriation, items other than the net profit of the period plus net profit after tax shall be included in the undistributed earnings of the period.

The Company is in the F&B service industry and in the growth period within the life cycle of an enterprise. The Company has stable profits and a healthy financial structure; therefore, apart from the requirements of the Company Act and the Articles of Incorporation of the Company, the Company will determine the dividend distribution method each year for earning distribution based on the Company's capital planning and operating achievements. However, the principle is to adopt the policy of stable and balanced dividends, and the Board shall formulate the earning distribution method (cash dividend or stock dividend) and amount before the annual shareholders' meeting each year based on the business achievements, financial conditions, and capital planning; the ratio of cash dividend shall not be lower than 20% of the total dividend. However, the ratio of cash dividends to shareholders may be adjusted through a resolution made by the shareholders' meeting based on the actual profits and capital requirements of the year.

The legal reserve shall be appropriated until the balance reaches the paid-in capital stock of the Company. The legal reserve may be used to offset losses. If the legal reserve exceeds 25% of the paid-in capital, when the Company has no losses, the portion can be capitalized or distributed in cash.

The appropriations of earnings for 2023 were as follows:

	<b>For the Year Ended December 31, 2023</b>
Legal reserve	<u>\$ 139,439</u>
Special reserve	<u>\$ 22,794</u>
Cash dividends	<u>\$ 1,232,155</u>
Cash dividends per share (NT\$)	\$ 14.94

The above cash dividends have been resolved by the board of directors on March 7, 2024, the rest is subject to the resolution in the shareholders' meeting on June 6, 2024.

The appropriations of earnings for 2022 were as follows:

	<b>For the Year Ended December 31, 2022</b>
Legal reserve offset deficits	<u>\$ 39,298</u>
Special reserve	<u>\$ (9,487)</u>
Cash dividends	<u>\$ 288,545</u>
Stock dividends	<u>\$ 74,629</u>
Cash dividends per share (NT\$)	\$ 3.87
Share dividends per share (NT\$)	\$ 1

The above cash dividends have been resolved by the board of directors on March 23, 2023, the rest is subject to the resolution in the shareholders' meeting on June 15, 2023.

The appropriations of earnings for 2024 that had been proposed in the board of directors' meeting on March 3, 2025, were as follows:

	<b>For the Year Ended December 31, 2024</b>
Legal reserve	<u>\$ 129,863</u>
Special reserve	<u>\$ (41,980)</u>
Cash dividends	<u>\$ 1,209,129</u>
Cash dividends per share (NT\$)	\$ 14.59

The above cash dividends have been resolved by the board of directors, the rest is subject to the resolution in the shareholders' meeting on June 5, 2025.

d. Special reserve

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Balance at January 1	\$ 105,230	\$ 114,717
Appropriations in respect of reversals		
Debits to other equity items	22,794	-
Reversals:		
Reversal of the debits to other items	<u>-</u>	<u>(9,487)</u>
Balance at December 31	<u>\$ 128,024</u>	<u>\$ 105,230</u>

e. Other equity items

Exchange differences on translating the financial statements of foreign operations

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Balance at January 1	\$ (128,024)	\$ (105,230)
Effect of retrospective application and retrospective restatement	<u>-</u>	<u>34</u>
Balance after restatement	(128,024)	(105,196)
Recognized for the year		
Exchange differences on translating the financial statements of foreign operations	52,260	(28,330)
Related income tax	(10,453)	5,660
Share of associated by using the equity method	216	(197)
Related income tax	<u>(43)</u>	<u>39</u>
Balance at December 31	<u>\$ (86,044)</u>	<u>\$ (128,024)</u>

f. Treasury shares

<b>Purpose of Buy-back</b>	<b>Shares Transferred to Employees (In Thousands of Shares)</b>
Number of shares at January 1, 2024	1,998
Exercise of employee share options	<u>(406)</u>
Number of shares at December 31, 2024	<u>1,592</u>
Number of shares at January 1, 2023	2,359
Exercise of employee share options	<u>(361)</u>
Number of shares at December 31, 2023	<u>1,998</u>

Under the Securities and Exchange Act, the number of shares bought back shall not exceed 10% of the total number of issued shares. The total purchase amount shall not exceed the sum of retained earnings, additional paid-in capital-premiums and realized capital surplus. The shares purchased for the purpose of transferring to employees shall be transferred within five years from the date of share repurchase. Those not transferred within the said limit shall be deemed as not issued by the Company and amendment registration shall be processed.

The Company board of directors decided to transfer 361 thousand treasury shares to its employee, at the transfer price of \$121.15 per treasury share on August 3, 2023, The Company had recognized compensation costs of \$31,985 thousand on the grant date in 2023.

The Company transferred 361 thousand treasury shares to employees for proceeds of \$43,735 thousand on August 31, 2023.

The Company board of directors decided to transfer 425 thousand treasury shares to its employee, at the transfer price of \$121.15 per treasury share on August 9, 2024, The Company had recognized compensation costs of \$22,291 thousand on the grant date in 2024.

The Company transferred 406 thousand treasury shares to employees for proceeds of \$49,187 thousand on November 20, 2024.

Under the Securities and Exchange Act, the Company shall neither pledge treasury shares nor exercise shareholders' rights on these shares, such as the rights to dividends and to vote. The subsidiaries holding treasury shares, however, retain shareholders' rights, except the rights to participate in any share issuance for cash and to vote.

## 25. REVENUE

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
Revenue from contracts with customers		
Revenue from the sale of food and beverages	\$ 13,631,112	\$ 13,165,432
Revenue from the sale of goods	<u>1,143,959</u>	<u>351,191</u>
	<u>\$ 14,775,071</u>	<u>\$ 13,516,623</u>

### a. Contract information

#### Revenue from the sale of food and beverages

Sales of food and beverages are recognized when individual customers purchase the goods at various business locations.

#### Revenue from the sale of goods

Revenue from the Company's sale of agricultural products is recognized as revenue when the customer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility for sales to future customers and bears the risks of obsolescence.

b. Contract balances

	<b>December 31, 2024</b>	<b>December 31, 2023</b>	<b>January 1, 2023</b>
Notes receivable and trade receivables (Note 10)	<u>\$ 369,297</u>	<u>\$ 459,612</u>	<u>\$ 197,167</u>
Contract liabilities			
Deferred revenue from gift vouchers	\$ 2,864,478	\$ 2,860,432	\$ 3,052,289
Customer loyalty programs	136,226	131,020	98,093
Sale of goods	<u>24,833</u>	<u>18,024</u>	<u>25,524</u>
	<u>\$ 3,025,537</u>	<u>\$ 3,009,476</u>	<u>\$ 3,175,906</u>

Revenue recognized in the current year that was included in the contract liability balance at the beginning of the year and from the performance obligations satisfied in the previous periods is as follows:

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
From contract liabilities at the beginning of the year		
Deferred revenue from gift vouchers	<u>\$ 899,603</u>	<u>\$ 1,058,894</u>

c. Disaggregation of revenue

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
<u>Type of goods or services</u>		
Fine dining business	\$ 4,943,975	\$ 4,863,071
Casual dining business	2,868,016	2,868,084
Hot pot business	3,463,573	3,189,587
Chinese food business	936,539	810,034
Roast meat business	1,496,110	1,469,415
Trade and retail business	<u>1,066,858</u>	<u>316,432</u>
	<u>\$ 14,775,071</u>	<u>\$ 13,516,623</u>

d. Partially completed contracts

	<b><u>December 31</u></b>	
	<b>2024</b>	<b>2023</b>
Catering sales services		
- completed in 2024	\$ -	\$ 1,552,150
- completed in 2025	1,604,264	750,252
- completed in 2026	662,994	502,918
- completed in 2027	456,782	55,112
- completed in or after 2028	<u>140,438</u>	<u>-</u>
	<u>\$ 2,864,478</u>	<u>\$ 2,860,432</u>

The above information does not include contracts with expected durations which are equal to or less than one year.

## 26. NET PROFIT (LOSS) FROM CONTINUING OPERATIONS

### a. Interest income

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Bank deposits	\$ 63,310	\$ 51,254
Imputed interest on deposits	798	617
Others (Note 33)	<u>212</u>	<u>248</u>
	<u>\$ 64,320</u>	<u>\$ 52,119</u>

### b. Other income

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Managing service income (Note 33)	\$ 91,834	86,351
Others	<u>68,872</u>	<u>31,337</u>
	<u>\$ 160,706</u>	<u>\$ 117,688</u>

### c. Other gains and losses

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Loss on disposal of property, plant and equipment	\$ (58,347)	\$ (10,944)
Impairment losses	(65,699)	-
Net foreign exchange gains (losses)	33,174	(671)
Loss on lease modification	(6,012)	(529)
Financial liabilities at fair value through profit or loss	-	(979)
Loss on disposal of intangible assets	(31)	-
Others	<u>(18,102)</u>	<u>(10,021)</u>
	<u>\$ (115,017)</u>	<u>\$ (23,144)</u>

The loss on disposal of property, plant and equipment recognized in 2024 and 2023 above was mainly due to the retirement of leasehold improvements and equipment that had not reached the end of their useful lives as a result of the relocation or closure of some of the stores.

d. Finance costs

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Interest on lease liabilities	\$ 30,366	\$ 21,296
Interest on convertible bonds	12,996	9,579
Others	<u>8</u>	<u>8</u>
	<b><u>\$ 43,370</u></b>	<b><u>\$ 30,883</u></b>

e. Impairment losses of non-financial assets

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Property, plant and equipment (included in other gains and losses)	\$ (31,587)	\$ -
Investment using the equity method (included in other gains and losses)	<u>(34,112)</u>	<u>-</u>
	<b><u>\$ (65,699)</u></b>	<b><u>\$ -</u></b>

f. Depreciation and amortization

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
An analysis of depreciation by function		
Operating costs	\$ 478,991	\$ 424,133
Operating expenses	<u>686,924</u>	<u>611,826</u>
	<b><u>\$ 1,165,915</u></b>	<b><u>\$ 1,035,959</u></b>
An analysis of amortization by function		
Operating expenses	<u>\$ 11,215</u>	<u>\$ 7,941</u>

g. Employee benefits expense

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Short-term benefits	\$ 4,175,345	\$ 4,121,413
Post-employment benefits (Note 23)		
Defined contribution plans	184,954	162,569
Defined benefit plans	<u>757</u>	<u>958</u>
	4,361,056	4,284,940
Other employee benefits	<u>687,640</u>	<u>627,527</u>
Total employee benefits expense	<b><u>\$ 5,048,696</u></b>	<b><u>\$ 4,912,467</u></b>

(Continued)

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
An analysis of employee benefits expense by function		
Operating costs	\$ 1,921,204	\$ 1,816,723
Operating expenses	<u>3,127,492</u>	<u>3,095,744</u>
	<u>\$ 5,048,696</u>	<u>\$ 4,912,467</u>
		(Concluded)

h. Compensation of employees and remuneration of directors and supervisors

According to the Articles of Incorporation of the Company, the Company accrues compensation of employees at rates of 0.1% to 10% and remuneration of directors and supervisors at rates no higher than 1%, respectively, of net profit before income tax, compensation of employees, and remuneration of directors and supervisors. The compensation of employees and remuneration to directors and supervisors for the years ended December 31, 2024 and 2023 which have been approved by the Company's board of directors on March 3, 2025 and March 7, 2024, were as follows:

Accrual rate

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
Compensation of employees	0.1%	0.1%
Remuneration of directors and supervisors	0.1%	-

Amount

	<b><u>For the Year Ended December 31</u></b>	
	<b>2024</b>	<b>2023</b>
	<b>Cash</b>	<b>Cash</b>
Compensation of employees	\$ 1,560	\$ 1,659
Remuneration of directors and supervisors	1,560	-

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

There is no difference between the actual amounts of compensation of employees and remuneration of directors and supervisors paid and the amounts recognized in the financial statements for the years ended December 31, 2023 and 2022.

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

## 27. INCOME TAXES

### a. Income tax recognized in profit or loss

Major components of income tax expense were as follows:

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Current tax		
In respect of the current year	\$ 258,639	\$ 281,589
Adjustments for prior years	<u>1,994</u>	<u>16</u>
	<u>260,633</u>	<u>281,605</u>
Deferred tax		
In respect of the current year	<u>4,627</u>	<u>(5,097)</u>
Income tax expense recognized in profit or loss	<u>\$ 265,260</u>	<u>\$ 276,508</u>

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

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Profit before income tax from continuing operations	<u>\$ 1,557,098</u>	<u>\$ 1,657,018</u>
Income tax expense calculated at the statutory rate	\$ 311,420	\$ 331,404
Tax-exempt income	(48,400)	(54,912)
Nondeductible expenses in determining taxable income	246	-
Adjustments for prior years' tax	<u>1,994</u>	<u>16</u>
Income tax expense recognized in profit or loss	<u>\$ 265,260</u>	<u>\$ 276,508</u>

### b. Income tax recognized in other comprehensive income

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
<u>Deferred tax</u>		
In respect of the current year		
Translation of foreign operations	\$ (10,496)	\$ 5,699
Remeasurement of defined benefit plan	<u>(1,248)</u>	<u>320</u>
Total income tax recognized in other comprehensive income	<u>\$ (11,744)</u>	<u>\$ 6,019</u>

### c. Current tax assets and liabilities

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Current tax liabilities		
Income tax payable	<u>\$ 110,687</u>	<u>\$ 228,440</u>

d. Deferred tax assets and liabilities

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

For the year ended December 31, 2024

	<b>Opening Balance</b>	<b>Recognized in Profit or Loss</b>	<b>Recognized in Other Comprehensive Income</b>	<b>Closing Balance</b>
<u>Deferred tax assets</u>				
Temporary differences				
Impairment loss on property, plant and equipment	\$ 81	\$ 6,317	\$ -	\$ 6,398
Impairment of investment accounted for using the equity method	-	6,823	-	6,823
Exchange differences on translating the financial statements of foreign operations	32,006	-	(10,496)	21,510
Defined benefit obligation	10,408	(1,154)	(1,248)	8,006
Payables for annual leave	10,200	(692)	-	9,508
Write-down of inventories	2,430	(1,551)	-	879
Associates	9,632	(9,632)	-	-
Provision	<u>13,507</u>	<u>937</u>	<u>-</u>	<u>14,444</u>
	<u>\$ 78,264</u>	<u>\$ 1,048</u>	<u>\$(11,744)</u>	<u>\$ 67,568</u>
<u>Deferred tax liabilities</u>				
Temporary differences				
Decommissioning costs	\$ 5,681	\$ (642)	\$ -	\$ 5,039
Exchange differences	2,184	6,114	-	8,298
Associates	<u>-</u>	<u>203</u>	<u>-</u>	<u>203</u>
	<u>\$ 7,865</u>	<u>\$ 5,675</u>	<u>\$ -</u>	<u>\$ 13,540</u>

For the year ended December 31, 2023

	<b>Opening Balance</b>	<b>Recognized in Profit or Loss</b>	<b>Recognized in Other Comprehensive Income</b>	<b>Closing Balance</b>
<u>Deferred tax assets</u>				
Temporary differences				
Impairment loss on property, plant and equipment	\$ 81	\$ -	\$ -	\$ 81
Exchange differences on translating the financial statements of foreign operations	26,307	-	5,699	32,006
Defined benefit obligation	12,251	(2,163)	320	10,408
Payables for annual leave	7,405	2,795	-	10,200
				(Continued)

	Opening Balance	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Closing Balance
Write-down of inventories	\$ -	\$ 2,430	\$ -	\$ 2,430
Associates	9,683	(51)	-	9,632
Provision	<u>11,236</u>	<u>2,271</u>	<u>-</u>	<u>13,507</u>
	<u>\$ 66,963</u>	<u>\$ 5,282</u>	<u>\$ 6,019</u>	<u>\$ 78,264</u>
<u>Deferred tax liabilities</u>				
Temporary differences				
Decommissioning costs	\$ 5,221	\$ 460	\$ -	\$ 5,681
Exchange differences	<u>2,459</u>	<u>(275)</u>	<u>-</u>	<u>2,184</u>
	<u>\$ 7,680</u>	<u>\$ 185</u>	<u>\$ -</u>	<u>\$ 7,865</u>

(Concluded)

e. Income tax assessments

The income tax returns of the Company through 2022 have been assessed by the tax authorities.

## 28. EARNINGS PER SHARE

Unit: NT\$ Per Share

	<u>For the Year Ended December 31</u>	
	2024	2023
Basic earnings per share	<u>\$ 15.66</u>	<u>\$ 16.79</u>
Diluted earnings per share	<u>\$ 15.28</u>	<u>\$ 16.53</u>

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

### Net Profit for the Year

	<u>For the Year Ended December 31</u>	
	2024	2023
Earnings used in the computation of basic earnings per share	\$ 1,291,838	\$ 1,380,510
Effect of potentially dilutive ordinary shares		
Interest on convertible bonds (after tax)	10,397	7,663
Net loss on financial liability valuation at fair value through profit or loss	<u>-</u>	<u>979</u>
Earnings used in the computation of diluted earnings per share	<u>\$ 1,302,235</u>	<u>\$ 1,389,152</u>

The weighted average number of ordinary shares outstanding (in thousands of shares) was as follows:

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Weighted average number of ordinary shares used in the computation of basic earnings per share	82,499	82,213
Effect of potentially dilutive ordinary shares:		
Conversion of convertible bonds	2,729	1,807
Compensation of employees or bonuses issued to employees	<u>8</u>	<u>7</u>
Weighted average number of ordinary shares used in the computation of diluted earnings per share	<u>85,236</u>	<u>84,027</u>

If the Company offered to settle the compensation or bonuses paid to employees in cash or shares, the Company assumed that the entire amount of the compensation or bonuses will be settled in shares, and the resulting potential shares will be included in the weighted average number of shares outstanding used in the computation of diluted earnings per share, as the effect is dilutive. Such dilutive effect of the potential shares is included in the computation of diluted earnings per share until the number of shares to be distributed to employees is resolved in the following year.

## 29. SHARE-BASED PAYMENT ARRANGEMENT

### Transfer of Treasury Shares to Employees

On August 9, 2024, the Company granted 425 thousand employee stock options through treasury shares, each unit of which can subscribe for one ordinary share. Employees, including those who are in subsidiaries, are granted when they meet certain conditions. Since all granted employees meet the vested criteria, the stock options will be fully exercised by November 2024.

	<b>For the Year Ended December 31, 2023</b>	
	<b>Number of Options (In Thousands of Units)</b>	<b>Weighted- average Exercise Price (\$)</b>
Balance at January 1	-	-
Options granted	425	121.15
Options exercised	(426)	121.15
Options waiver	<u>(19)</u>	
Balance at December 31	<u>-</u>	
Options exercisable, end of the year	<u>-</u>	
Weighted-average fair value of options granted (NT\$)	<u>\$ 52.45</u>	

In August 2024, the Company used the Black-Scholes evaluation model for its employees' stock options, and the input values used in the evaluation model are as follows:

	<b>August 2024</b>
Grant-date share price	\$197
Exercise price	\$121.15
Expected volatility	27.74%
Expected life (in years)	0.244
Risk-free interest rate	1.2671%

On August 3, 2023, the Company granted 361 thousand units of employee treasury stock options, each of which can subscribe for one ordinary share. The granted to employees of the merged company who meet certain conditions, and the vested condition is immediate vested, which has been fully implemented in August 2023.

	<b>For the Year Ended December 31, 2023</b>	
	<b>Number of Options (In Thousands of Units)</b>	<b>Weighted- average Exercise Price (\$)</b>
Balance at January 1	-	-
Options granted	361	121.15
Options exercised	<u>(361)</u>	121.15
Balance at December 31	<u><u>-</u></u>	
Options exercisable, end of the year	<u><u>-</u></u>	
Weighted-average fair value of options granted (\$)		<u><u>\$ 112.94</u></u>

In August 2023, the Company used the Black-Scholes evaluation model for its employees' stock options, and the input values used in the evaluation model are as follows:

	<b>August 2023</b>
Grant-date share price	\$294
Exercise price	\$121.15
Expected volatility	42.15%
Expected life (in years)	0.041
Risk-free interest rate	0.8079%

In 2024 and 2023, the Company's share option compensation costs for the transfer of treasury shares to employees were \$22,291 thousand and \$31,985 thousand, respectively.

Please refer to Note 24(f) for details on the treasury shares.

### 30. CASH FLOW INFORMATION

#### a. Non-cash transactions

- 1) In addition to those disclosed in other notes, the Company entered into the following non-cash investing activities which were not reflected in the statements of cash flows for the years ended December 31, 2024 and 2023:

	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Acquisition of property, plant and equipment		
Increase in property, plant and equipment	\$ 732,490	\$ 796,346
Add: Payable for purchase of equipment, balance at January 1	191,614	96,577
Decommissioning liability, balance at January 1	67,536	56,181
Less: Payable for purchase of equipment, balance at December 31	(164,176)	(191,614)
Decommissioning liability, balance at December 31	<u>(72,224)</u>	<u>(67,536)</u>
Cash payment	<u>\$ 755,240</u>	<u>\$ 689,954</u>

- 2) The Company reclassified the amounts of \$10,464 thousand and \$1,202 thousand from prepayments for equipment to property, plant and equipment for the years ended December 31, 2024 and 2023, respectively.

#### b. Changes in liabilities arising from financing activities

##### For the year ended December 31, 2024

	Opening Balance	Cash Flows	New Leases	<u>Non-cash Changes</u>		Closing Balance
				Remeasure- ment of Lease Contract	Remeasureme nt of Branch Closure	
Lease liabilities	<u>\$ 2,149,760</u>	<u>\$ (559,940)</u>	<u>\$ 458,921</u>	<u>\$ 313,419</u>	<u>\$ (54,276)</u>	<u>\$ 2,307,884</u>

##### For the year ended December 31, 2023

	Opening Balance	Cash Flows	New Leases	<u>Non-cash Changes</u>		Closing Balance
				Remeasure- ment of Lease Contract	Remeasureme nt of Branch Closure	
Lease liabilities	<u>\$ 1,753,067</u>	<u>\$ (513,762)</u>	<u>\$ 599,875</u>	<u>\$ 332,314</u>	<u>\$ (21,734)</u>	<u>\$ 2,149,760</u>

### 31. CAPITAL RISK MANAGEMENT

The Company manages its capital to ensure that entities in the Company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance. The Company's overall strategy remains unchanged from previous years.

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

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

### 32. FINANCIAL INSTRUMENTS

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

1) Fair value hierarchy

December 31, 2024

	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL				
Convertible bond option	\$ _____ -	\$ <u>4,129</u>	\$ _____ -	\$ <u>4,129</u>

December 31, 2023

	Level 1	Level 2	Level 3	Total
Financial liabilities at FVTPL				
Convertible bond option	\$ _____ -	\$ <u>4,129</u>	\$ _____ -	\$ <u>4,129</u>

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

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

<u>Financial Instrument</u>	<u>Valuation Technique and Inputs</u>
Convertible bond option	Binary Tree Convertible Bond Valuation Model: The valuation is calculated using a binary tree based on observable parameters at the end of the period, such as the tenure, conversion price, risk-free rate, and discount rate.

b. Categories of financial instruments

	<u>December 31</u>	
	2024	2023
<u>Financial assets</u>		
Financial assets at amortized cost (1)	\$ 4,439,725	\$ 4,728,525
<u>Financial liabilities</u>		
Measured at fair value through profit or loss		
Convertible bond option	4,129	4,129
Financial liabilities at amortized cost (2)	2,638,859	2,608,107

1) The balances include financial assets at amortized cost, which comprise cash and cash equivalents, notes receivable, trade receivables, financial lease receivables, other receivables, other financial assets, and refundable deposits.

2) The balances include financial liabilities at amortized cost, which comprise, notes payable, trade payables, other payables, bond payables and guarantee deposits.

c. Financial risk management objectives and policies

The Company's major financial instruments include cash and cash equivalents, trade receivables, trade payables, bonds payable and lease liabilities. The Company's finance department provides services to the business, coordinates access to domestic and international financial markets, and monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyze exposures by degree and magnitude of risks. These risks include market risk (including currency risk and interest rate risk), credit risk and liquidity risk.

1) Market risk

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

a) Foreign currency risk

The Company had foreign currency denominated sales and purchases, which exposed the Company to foreign currency risk.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities are set out in Note 36.

Sensitivity analysis

The Company was mainly exposed to the USD.

The following table details the Company's sensitivity to a 1% increase and decrease in the New Taiwan dollar (the functional currency) against the relevant foreign currency. The sensitivity rate used when reporting foreign currency risk internally to key management personnel and representing management's assessment of the reasonably possible change in foreign exchange rates is 1%. A number below indicates an increase (a decrease) in pre-tax profit and other equity associated with the New Taiwan dollar weakening (strengthening) 1% against the relevant currency.

	<b>USD Impact</b>	
	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Profit or loss	\$ 5,829	\$ 4,505

The Company's sensitivity to foreign currency increased during the current year mainly due to the increase in USD denominated bank deposits.

b) Interest rate risk

The Company is exposed to interest rate risk because entities in the Company borrow funds at both fixed and floating interest rates.

The carrying amounts of the Company's financial assets exposed to interest rate risk on the balance sheet date were as follows:

	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
Fair value interest rate risk		
Financial assets	\$ 2,253,760	\$ 2,704,760
Financial liabilities	2,963,704	2,792,584
Cash flow interest rate risk		
Financial assets	1,517,539	1,279,922

#### Sensitivity analysis

The sensitivity analysis below was determined based on the Company's exposure to interest rates for non-derivative instruments at the end of the reporting period. A 0.1% increase or decrease was used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 0.1% higher or lower and all other variables were held constant, the Company's pre-tax profit for the years ended December 31, 2024 and 2023 would have increased or decreased by \$1,518 thousand and \$1,280 thousand, respectively, which was mainly a result of the Company's exposure to floating interest rate bank deposits.

#### 2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Company. As of the end of the reporting period, the Company's maximum exposure to credit risk, which would cause a financial loss to the Company due to failure of counterparties to discharge an obligation and financial guarantees provided by the Company could arise from the carrying amount of the respective recognized financial assets as stated in the balance sheets.

The Company transacts with a large number of unrelated customers and, thus, no concentration of credit risk was observed.

#### 3) Liquidity risk

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

Ultimate responsibility for liquidity risk management rests with the board of directors, which has built an appropriate liquidity risk management framework for the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, and continuously monitoring forecasted and actual cash flows as well as matching the maturity profiles of financial assets and liabilities.

### 33. TRANSACTIONS WITH RELATED PARTIES

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

a. Related party name and category

<u>Related Party Name</u>	<u>Related Party Category</u>
WPT Restaurant Corporation	Subsidiaries
Cheerpin Restaurant Corporation	Subsidiaries
Wowfresh Corporation	Subsidiaries
uniEat Co., Ltd.	Subsidiaries of associate

b. Sales of goods

<u>Related Party Category/Name</u>	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Subsidiaries		
WPT Restaurant Corporation	\$ 35,113	\$ 5,394
Cheerpin Restaurant Corporation	882,374	178,531
Wowfresh Corporation	<u>214,857</u>	<u>132,507</u>
	<u>\$ 1,132,344</u>	<u>\$ 316,432</u>

c. Contract liabilities

<u>Related Party Category/Name</u>	<u>December 31</u>	
	<u>2024</u>	<u>2023</u>
uniEat Co., Ltd.	<u>\$ -</u>	<u>\$ 7,273</u>

d. Purchases of goods

<u>Related Party Category/Name</u>	<u>For the Year Ended December 31</u>	
	<u>2024</u>	<u>2023</u>
Subsidiaries		
WPT Restaurant Corporation	\$ 169	\$ 102
Cheerpin Restaurant Corporation	5,081	439
Wowfresh Corporation	<u>746,225</u>	<u>4,616,876</u>
	<u>\$ 751,475</u>	<u>\$ 4,617,417</u>

The Company mainly purchases goods from subsidiaries; the terms of the purchase transactions are not significantly different from that of usual suppliers.

e. Trade receivables from related parties (excluding loans to related parties)

Line Item	Related Party Category/Name	December 31	
		2024	2023
Accounts receivable	Associate		
	Subsidiaries		
	WPT Restaurant Corporation	\$ 3,256	\$ 3,300
	Cheerpin Restaurant Corporation	85,924	77,467
	Wowfresh Corporation	9,506	20,560
Associate	uniEat Co., Ltd.	<u>-</u>	<u>7,273</u>
		<u>\$ 98,686</u>	<u>\$ 108,600</u>
Other receivables	Subsidiaries		
	WPT Restaurant Corporation	\$ 1,431	\$ 1,598
	Cheerpin Restaurant Corporation	21,035	24,894
	Wowfresh Corporation	20,658	25,797
	Associate		
	uniEat Co., Ltd.	<u>-</u>	<u>1,029</u>
		<u>\$ 43,124</u>	<u>\$ 53,318</u>

The outstanding receivables from related parties mainly for purchasing materials and lease agreements (refer to 33-j) are unsecured. For the years ended December 31, 2024 and 2023, no impairment losses were recognized for trade receivables from related parties.

f. Trade payables to related parties (excluding loans from related parties)

Line Item	Related Party Category/Name	December 31	
		2024	2023
Trade payables	Subsidiaries		
	Cheerpin Restaurant Corporation	\$ 1,268	\$ -
	Wowfresh Corporation	<u>74,392</u>	<u>77,193</u>
		<u>\$ 75,660</u>	<u>\$ 77,193</u>
Other payables	Subsidiaries		
	Cheerpin Restaurant Corporation	\$ 14,217	\$ 11,777
	WPT Restaurant Corporation	387	430
	Wowfresh Corporation	5,860	4,137
	Associates		
	uniEat Co., Ltd.	<u>3,314</u>	<u>-</u>
		<u>\$ 23,778</u>	<u>\$ 16,344</u>

The outstanding trade payables to related parties are unsecured.

g. Acquisition of property, plant and equipment

Related Party Category/Name	Purchase Price	
	For the Year Ended December 31	
	2024	2023
uniEat Co., Ltd.	\$ <u>          -</u>	\$ <u>      699</u>

h. Acquisitions of intangible assets

Related Party Category/Name	Purchase Price	
	For the Year Ended December 31	
	2024	2023
uniEat Co., Ltd.	\$ <u>      171</u>	\$ <u>          -</u>

i. Other transactions with related parties

Line Item	Related Party Category/Name	December 31	
		2024	2023
Other income (management service revenue)	Subsidiaries WPT Restaurant Corporation Cheerpin Restaurant Corporation Wowfresh Corporation	\$ 6,629 77,405 <u>7,800</u>	\$ 8,308 73,243 <u>4,800</u>
		\$ <u>91,834</u>	\$ <u>86,351</u>
Selling and marketing expenses - miscellaneous purchases	uniEat Co., Ltd.	\$ <u>1,182</u>	\$ <u>330</u>
General and administrative - miscellaneous purchases	uniEat Co., Ltd.	\$ <u>          -</u>	\$ <u>46</u>
General and administrative expenses - miscellaneous expenses	uniEat Co., Ltd.	\$ <u>3</u>	\$ <u>          -</u>
General and administrative expenses - professional fees	uniEat Co., Ltd.	\$ <u>4,237</u>	\$ <u>3,211</u>
Other income	Associates uniEat Co., Ltd.	\$ <u>9,020</u>	\$ <u>980</u>
Other income	Subsidiaries Wowfresh Corporation	\$ <u>1,945</u>	\$ <u>          -</u>

The management service income is calculated as a certain percentage of the subsidiary's monthly net sales, and the amount is collected regularly.

j. Lease agreement

The Company leases right-of-use assets to Wowfresh Corporation through financial lease for a term of 9 years, rentals are based on the rental rates of similar assets, and payments are made in accordance with the lease agreements by fixed monthly lease. As of December 31, 2024 and 2023, the balance of other receivables were \$18,390 thousand and \$21,777 thousand and the interest income was recognized due to financial lease of \$212 thousand and \$248 thousand.

k. Remuneration of key management personnel

	<b>For the Year Ended December 31</b>	
	<b>2024</b>	<b>2023</b>
Short-term employee benefits	\$ 104,469	\$ 119,962
Post-employment benefits	778	675
Share-based payments	<u>2,461</u>	<u>550</u>
	<u>\$ 107,708</u>	<u>\$ 121,187</u>

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

### 34. ASSETS PLEDGED AS COLLATERAL OR FOR SECURITY

The following assets were provided as collateral for letters of credit application and security deposits for issuing gift vouchers:

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Restricted deposit balance	<u>\$ 948,525</u>	<u>\$ 886,727</u>
Pledged deposits	<u>\$ 268,695</u>	<u>\$ 188,415</u>

### 35. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

In addition to those disclosed in other notes, significant commitments and contingencies of the Company as of December 31, 2024 and 2023 were as follows:

#### Significant Commitments

a. Unrecognized commitments were as follows:

	<b>December 31</b>	
	<b>2024</b>	<b>2023</b>
Acquisition of property, plant and equipment	<u>\$ 21,968</u>	<u>\$ 49,087</u>

b. As of December 31, 2024 and 2023, the Company had a line of credit to sell gift vouchers, of which \$1,745,448 thousand and \$1,770,404 thousand had been drawn, respectively.

### 36. SIGNIFICANT ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

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

December 31, 2024

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items			
USD	\$ 17,778,574	32.785 (USD:NTD)	\$ <u>582,871</u>
Non-monetary items			
Investments accounted for using the equity method			
RMB	367,650,458	4.478 (RMB:NTD)	\$ <u>1,646,339</u>

December 31, 2023

	Foreign Currency	Exchange Rate	Carrying Amount
<u>Financial assets</u>			
Monetary items			
USD	\$ 14,671,578	30.705 (USD:NTD)	\$ <u>450,491</u>
Non-monetary items			
Investments accounted for using the equity method			
RMB	356,876,621	4.327 (RMB:NTD)	\$ <u>1,544,205</u>

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

	<b>For the Year Ended December 31</b>			
	<b>2024</b>		<b>2023</b>	
<b>Functional Currency</b>	<b>Exchange Rate</b>	<b>Net Foreign Exchange Gain (Loss)</b>	<b>Exchange Rate</b>	<b>Net Foreign Exchange Gain (Loss)</b>
USD	32.785 (USD:NTD)	\$ 32,214	30.705 (USD:NTD)	\$ (683)
RMB	4.478 (RMB:NTD)	24	4.327 (RMB:NTD)	13
JPY	0.2099 (JPY:NTD)	<u>936</u>	0.2172 (JPY:NTD)	<u>(1)</u>
		<u>\$ 33,174</u>		<u>\$ (671)</u>

### 37. SEPARATELY DISCLOSED ITEMS

a. Information on significant transactions and investees:

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

b. Information on investees (Table 6)

c. Information on investments in mainland China

- 1) Information on any investee company in mainland China, showing the name, principal business activities, paid-in capital, method of investment, inward and outward remittance of funds, ownership percentage, net income of investees, investment income or loss, carrying amount of the investment at the end of the period, repatriations of investment income, and limit on the amount of investment in the mainland China area. (Table 7)
- 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses: (Table 5)
  - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period.
  - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period.
  - c) The amount of property transactions and the amount of the resultant gains or losses.
  - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes.

- e) The highest balance, the end of period balance, the interest rate range, and total current period interest with respect to financing of funds.
  - f) Other transactions that have a material effect on the profit or loss for the period or on the financial position, such as the rendering or receipt of services.
- d. Information of major shareholders: List all shareholders with ownership of 5% or greater showing the name of the shareholder, the number of shares owned, and percentage of ownership of each shareholder. (Table 8)

## WOWPRIME CO., LTD. AND SUBSIDIARIES

FINANCING PROVIDED TO OTHERS  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No. (Note 1)	Lender	Borrower	Financial Statement Account (Note 2)	Related Party	Highest Balance for the Period (Note 3)	Ending Balance	Actual Amount Borrowed	Interest Rate	Nature of Financing (Note 4)	Business Transaction Amount (Note 5)	Reasons for Short-term Financing (Note 6)	Allowance for Impairment Loss	Collateral		Financing Limit for Each Borrower	Aggregate Financing Limit	Note
													Item	Value			
0	Wowprime Co., Ltd.	Wowfresh Corporation	Other receivables	Yes	\$ 100,000	\$ 100,000	\$ -	-	Business transaction purposes	\$ 746,225	Business transaction purposes	\$ -	-	\$ -	\$ 1,832,308	\$ 1,832,308	7
		WPT Restaurant Corporation	Other receivables	Yes	25,000	25,000	-	-	Short-term financing	-	Supporting the subsidiary's short-term operating requirements	-	-	-	1,832,308	1,832,308	7
		Wowprime Restaurant Concept LLC	Other receivables	Yes	97,728	97,728	-	-	Short-term financing	-	Supporting the subsidiary's short-term operating requirements	-	-	-	1,832,308	1,832,308	7
		Jiechuang Investment Co., Ltd.	Other receivables	Yes	100,000	100,000	-	-	Short-term financing	-	Supporting the subsidiary's short-term operating requirements	-	-	-	1,832,308	1,832,308	7
1	Wowprime (Beijing) Management Co., Ltd.	Wowprime (China) Co., Ltd.	Other receivables	Yes	45,182	44,671	-	-	Short-term financing	-	Supporting short-term operating requirements	-	-	-	71,424	71,424	8
2	Wowprime (China) Co., Ltd.	Shanghai Wanxin International Trade Co., Ltd.	Other receivables	Yes	225,910	223,355	-	-	Short-term financing	-	Supporting short-term operating requirements	-	-	-	743,029	743,029	9
		Shanghai Hoppime Catering Management Co., Ltd.	Other receivables	Yes	135,546	134,013	-	-	Short-term financing	-	Supporting short-term operating requirements	-	-	-	743,029	743,029	9
		Shanghai Xizhu Catering Management Co., Ltd.	Other receivables	Yes	45,182	44,671	-	-	Short-term financing	-	Supporting short-term operating requirements	-	-	-	743,029	743,029	9

Note 1: Numbering sequence is as follows:

- a. The issuer is numbered 0.
- b. Investees are numbered sequentially starting from the number 1.

Note 2: The financial statement account must be disclosed if the related party transactions (i.e. receivables, payables, shareholder's accounts, prepayments, temporary payments, etc.) are of financing nature.

Note 3: The highest amount of financing provided to others throughout the fiscal year.

Note 4: The nature of financing - i.e. short-term financing or for business transaction purposes.

Note 5: If the nature of financing is for business transaction purposes, the aggregate amount transacted throughout the fiscal year should be disclosed.

Note 6: If the nature of financing is for short-term operations, the purpose should be disclosed i.e. repaying a loan, financing an asset purchase or working capital, etc.

Note 7: The total amount for lending to a company shall not exceed forty percent (40%) of the net worth of Wowprime Co., Ltd. (\$4,580,770 thousand  $\times$  40% = \$1,832,308 thousand). In addition, the total amount loanable to any one borrower shall be no more than forty percent (40%) of the net worth of Wowprime Co., Ltd. (\$4,580,770 thousand  $\times$  40% = \$1,832,308 thousand).

Note 8: The total amount for lending to a company shall not exceed forty percent (40%) of the net worth of Wowprime (Beijing) Management Co., Ltd. (\$178,560 thousand  $\times$  40% = \$71,424 thousand). In addition, the total amount loanable to any one borrower shall be no more than forty percent (40%) of the net worth of Wowprime Co., Ltd. (\$178,560 thousand  $\times$  40% = \$71,424 thousand).

Note 9: The total amount for lending to a company shall not exceed forty percent (40%) of the net worth of Wowprime (China) Co., Ltd. (\$1,857,573 thousand  $\times$  40% = \$743,029 thousand). In addition, the total amount loanable to any one borrower shall be no more than forty percent (40%) of the net worth of Wowprime Co., Ltd. (\$1,857,573 thousand  $\times$  40% = \$743,029 thousand).

## WOWPRIME CO., LTD. AND SUBSIDIARIES

ENDORSEMENTS/GUARANTEES PROVIDED  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

No. (Note 1)	Endorser/Guarantor	Endorsee/Guarantee		Limit on Endorsement/ Guarantee Given on Behalf of Each Party (Note 3)	Maximum Amount Endorsed/ Guaranteed During the Period	Outstanding Endorsement/ Guarantee at the End of the Period	Actual Amount Borrowed	Amount Endorsed/ Guaranteed by Collateral	Ratio of Accumulated Endorsement/ Guarantee to Net Equity in Latest Financial Statements (%)	Aggregate Endorsement/ Guarantee Limit (Note 3)	Endorsement/ Guarantee Given by Parent on Behalf of Subsidiaries	Endorsement/ Guarantee Given by Subsidiaries on Behalf of Parent	Endorsement/ Guarantee Given on Behalf of Companies in Mainland China	Note
		Name	Relationship (Note 2)											
0	Wowprime Co., Ltd.	Jiechuang Investment Co., Ltd.	b	\$ 1,832,308	\$ 100,000	\$ 100,000	\$ -	\$ -	2.18	\$ 1,832,308	Y	N	N	
		Wowprime (China) Co., Ltd.	b	1,832,308	326,591	325,761	-	-	7.11	1,832,308	Y	N	Y	

Note 1: Numbering sequence is as follows:

The issuer is numbered 0.

Note 2:: Relationships between the endorsement/guarantee provider and the guaranteed party:

- a. A company with which it does business.
- b. A company in which the Company directly and indirectly holds more than 50 percent of the voting shares.
- c. A company that directly and indirectly holds more than 50 percent of the voting shares in the Company.
- d. Companies in which the Company holds, directly or indirectly, 90% or more of the voting shares.
- e. 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.
- f. All capital contributing shareholders make endorsements/guarantees for their jointly invested company in proportion to their shareholding percentages.
- g. Companies in the same industry provide among themselves jointly and severally guarantee for a performance guarantee of a sales contract for pre-construction homes pursuant to the Consumer Protection Act for each other.

Note 3: Aggregate endorsement/guarantee limit: Shall not exceed forty percent (40%) of net worth of Wowprime Co., Ltd. (\$4,580,770 thousand  $\times$  40% = \$1,832,308 thousand). In addition, the total lending amount loanable to any one borrower shall be no more than forty percent (40%) of the net worth of Wowprime Co., Ltd. (\$4,580,770 thousand  $\times$  40% = \$1,832,308 thousand).

## WOWPRIME CO., LTD. AND SUBSIDIARIES

## MARKETABLE SECURITIES HELD

DECEMBER 31, 2024

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

Holding Company Name	Type and Name of Marketable Securities (Note)	Relationship with the Holding Company	Financial Statement Account	December 31, 2024				Note
				Number of Shares	Carrying Amount	Percentage of Ownership (%)	Fair Value	
Wowprime (China) Co., Ltd.	<u>Structured deposits</u> China Construction Bank Corporation	-	Financial assets at fair value through profit or loss - current	-	\$ 44,780	-	\$ 44,780	
	DBS Bank Limited	-	Financial assets at fair value through profit or loss - current	-	44,780	-	44,780	
Wowprime (Beijing) Management Co., Ltd.	<u>Structured deposits</u> Fubon Bank (China) Co., Ltd.	-	Financial assets at fair value through profit or loss - current	-	92,247	-	92,247	

Note: The term “securities” in this table refers to stocks, bonds, beneficiary certificates, and securities derived from the aforementioned items that fall within the scope of IFRS 9 “Financial Instruments.”

## WOWPRIME CO., LTD. AND SUBSIDIARIES

MARKETABLE SECURITIES ACQUIRED OR DISPOSED OF AT COSTS OR PRICES OF AT LEAST NT\$300 MILLION OR 20% OF THE PAID-IN CAPITAL  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Company Name	Type and Name of Marketable Securities	Financial Statement Account	Counterparty	Relationship	Beginning Balance		Acquisition		Disposal			Ending Balance		
					Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount	Carrying Amount	Gain (Loss) on Disposal	Number of Shares	Amount
Wowprime (China) Co., Ltd.	Structured deposits Fubon Bank (China) Co., Ltd.	Financial assets at fair value through profit or loss - current	Fubon Bank (China) Co., Ltd.	-	-	\$ -	-	\$ 210,466	-	\$ 210,937	\$(210,466)	\$ 471	-	\$ -
Wowprime (Beijing) Management Co., Ltd.	Structured deposits Fubon Bank (China) Co., Ltd.	Financial assets at fair value through profit or loss - current	Fubon Bank (China) Co., Ltd.	-	-	-	-	124,041	-	31,949	(31,794)	155	-	92,247

Note 1: The term "securities" in this table refers to stocks, bonds, beneficiary certificates, and securities derived from the aforementioned items.

Note 2: For amounts involving foreign currencies, the beginning balance is translated into New Taiwan dollars (NT\$) using the exchange rate as of January 1, 2024 (RMB1:4.327). Acquisition, sales, and ending balances are translated at the exchange rate on the financial reporting date (RMB1:4.478). Gains or losses on disposal are converted into New Taiwan Dollars using the average exchange rate from January to December 2024 (RMB1:4.454).

## WOWPRIME CO., LTD. AND SUBSIDIARIES

TOTAL PURCHASES FROM OR SALES TO RELATED PARTIES AMOUNTING TO AT LEAST NT\$100 MILLION OR 20% OF THE PAID-IN CAPITAL  
FOR THE YEAR ENDED DECEMBER 31, 2024

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

Buyer	Related Party	Relationship	Transaction Details				Abnormal Transaction (Note 1)		Notes/Accounts Receivable (Payable)		Note
			Purchase/Sale	Amount	% of Total	Payment Terms	Unit Price	Payment Terms	Ending Balance	% of Total	
Wowprime Co., Ltd.	Wowfresh Corporation	Subsidiary	Purchase	\$ 746,225	13.95	According to the Company's credit period to related parties	According to Company's policy	-	Trade payables \$ (74,392)	12.74	According to the Company's credit period to related parties
Cheerpin Restaurant Corporation	Wowfresh Corporation	Brother	Purchase	306,362	25.30	According to the Company's credit period to related parties	According to Company's policy	-	Trade payables (34,422)	24.72	According to the Company's credit period to related parties
	Wowprime Co., Ltd.	Subsidiary	Purchase	882,374	72.87	According to the Company's credit period to related parties	According to Company's policy	-	Trade payables (83,564)	60.00	According to the Company's credit period to related parties
Wowfresh Corporation	Wowprime Co., Ltd.	Subsidiary	Purchase	214,857	13.92	According to the Company's credit period to related parties	According to Company's policy	-	Trade payables (9,506)	4.88	According to the Company's credit period to related parties

Note 1: If the related party transaction conditions are different from the general transaction conditions, the circumstances and reasons for the difference shall be stated in the column of unit price and credit period.

Note 2: Shares issued and fully paid refers to the shares issued and fully paid of the parent company. If the issuer's shares have no denomination or the denomination per share is not NT\$10, the transaction amount of 20% of the shares issued and fully paid is calculated based on the 10% equity attributable to the owner of the parent company on the balance sheet.

Note 3: The above transactions with related parties have been eliminated in the consolidated financial statements.

## WOWPRIME CO., LTD. AND SUBSIDIARIES

INFORMATION ON INVESTEEES  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)

Investor Company	Investee Company	Location	Main Businesses and Products	Original Investment Amount		Balance as of December 31, 2024			Net Income (Loss) of the Investee	Share of Profit (Loss)	Note
				December 31, 2024	December 31, 2023	Number of Shares	%	Carrying Amount			
Wowprime Co., Ltd.	Tai Pin Holding Ltd. (Seychelles)	Seychelles	Investment	\$ 1,679,751	\$ 1,679,751	21,117,134	100.00	\$ 1,646,339	\$ 49,964	\$ 49,964	Note 1
	WPT Restaurant Corporation	Taiwan	Catering and catering management	100,000	100,000	10,000,000	100.00	83,546	3,867	3,867	Note 1
	Cheerpin Restaurant Corporation	Taiwan	Catering and catering management	300,000	300,000	30,000,000	100.00	524,232	167,511	167,511	Note 1
	Wowfresh Corporation	Taiwan	Fresh food trading	500,000	500,000	50,000,000	100.00	572,355	61,075	61,075	Note 1
	Jiechuang Investment Co., Ltd.	Taiwan	Fresh food trading	161,000	11,000	16,100,000	100.00	150,755	(33)	(33)	Note 1
	DuDoo Ltd. (Cayman)	Cayman	Investment	74,828	74,828	209,497	14.98	45,996	13,866	(211)	Note 2
				(US\$ 2,422,872)	(US\$ 2,422,872)			(US\$ 1,433,459)	(US\$ 430,302)	(US\$ (18,031))	
Wowprime USA Holding Corp.	Wowprime USA Holding Corp.	USA	Investment	114,650	-	700	100.00	114,156	(583)	(583)	Note 1
				(US\$ 3,500,000)	-			(US\$ 3,481,980)	(US\$ (18,020))	(US\$ (18,020))	
Wowprime USA Holding Corp.	Wowprime Restaurant Concept LLC	USA	Catering and catering management	108,494	-	-	100.00	110,797	(663)	(663)	Note 1
				(US\$ 3,400,000)	-			(US\$ 3,379,497)	(US\$ (20,503))	(US\$ (20,503))	
Jiechuang Investments Co., Ltd.	We Dao Ltd.	Taiwan	Catering	-	10,000	-	-	-	-	-	Note 3
Tai Pin Holding Ltd. (Seychelles)	Hoppime Ltd. (Cayman)	Cayman	Investment	1,596,125	1,596,125	21,854,913	80.44	1,656,651	62,139	49,985	Note 1
				(RMB 353,142,895)	(RMB 353,142,895)			(RMB 369,953,383)	(RMB 13,399,361)	(RMB 10,778,446)	
Hoppime Ltd. (Cayman)	Wowprime Limited (Samoa)	Samoa	Investment	1,290,412	1,290,412	-	100.00	2,036,134	68,049	68,049	Note 1
				(RMB 282,707,111)	(RMB 282,707,111)			(RMB 454,697,274)	(RMB 14,726,632)	(RMB 14,726,632)	

Note 1: The investment gain (loss) of investee company for the year 2024 was recognized based on the financial statement audited by the same auditors for the same period.

Note 2: The investment gain (loss) of investee company for the year 2024 was recognized based on the financial statement provided by the Company that have not been audited.

Note 3: The investment company was sold in the year 2024.

**WOWPRIME CO., LTD. AND SUBSIDIARIES**

**INFORMATION ON INVESTMENTS IN MAINLAND CHINA  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

1. Investee companies, main businesses, paid-in capital, method of investment, accumulated outward remittance for investment, percentage of ownership of investment, net income (loss) of investee, investment gain (loss), and the carrying amount:

Investee Company	Main Businesses and Products	Paid-in Capital	Method of Investment	Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2024	Remittance of Funds		Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2024	Net Income (Loss) of Investee	% Ownership of Direct or Indirect Investment	Investment Gain (Loss) (Note 2 b (2).)	Carrying Amount as of December 31, 2024	Accumulated Repatriation of Investment Income as of December 31, 2024
					Outflow	Inflow						
Wowprime (China) Co., Ltd.	Catering and catering management	\$ 894,893 (RMB 195,090,404)	Note 1 (b)	\$ 511,228 (US\$ 17,252,235)	\$ -	\$ -	\$ 511,228 (US\$ 17,252,235)	\$ 66,187 (RMB 14,315,097)	80.44	\$ 53,241 (RMB 11,515,064)	\$ 1,494,231 (RMB 333,682,763)	\$ 207,023 (US\$ 6,813,742)
Wowprime (Beijing) Management Co., Ltd.	Catering and catering management	118,608 (RMB 24,673,989)	Note 1 (b)	92,639 (US\$ 3,057,046)	-	-	92,639 (US\$ 3,057,046)	1,862 (RMB 411,528)	80.44	1,497 (RMB 331,033)	143,633 (RMB 32,075,319)	15,439 (US\$ 512,838)
Shanghai Qun ze yi Enterprise Management Co., Ltd.	Catering management	20,990 (RMB 4,800,000)	Note 1 (b)	- (US\$ -)	-	-	- (US\$ -)	(6,407) (RMB (1,421,570))	80.44	(5,154) (RMB (1,143,512))	(2,556) (RMB (570,687))	
Shanghai WanXin International Trade Co., Ltd.	Fresh food trade	89,338 (RMB 20,000,000)	Note 1 (b)	- (US\$ -)	-	-	- (US\$ -)	(6,670) (RMB (1,514,407))	80.44	(5,366) (RMB (1,218,189))	6,833 (RMB 1,525,896)	
Shanghai Hoppime Catering Management Co., Ltd.	Catering and catering management	199,088 (RMB 45,000,000)	Note 1 (b)	- (US\$ -)	-	-	- (US\$ -)	9,350 (RMB 2,077,916)	80.44	7,521 (RMB 1,671,476)	13,730 (RMB 3,066,014)	
Shanghai Xizhu Catering Management Co., Ltd.	Catering and catering management	21,895 (RMB 5,000,000)	Note 1 (b)	- (US\$ -)	-	-	- (US\$ -)	(6,738) (RMB (1,495,088))	76.418	(5,149) (RMB (1,142,517))	(2,714) (RMB (605,987))	

Note 1: The 3 methods of investment are as follows:

- Wowprime Co., Ltd. invested directly in China.
- Wowprime Co., Ltd. indirectly invested in China through company in the third region.
- Other.

Note 2: The amount recognized in investment income in the current year:

- Should be noted if currently under arrangement and not generating investment income.
- The basis of investment is classified as follows:
  - Amount was recognized based on the financial statements audited by international audit firms with affiliations in the ROC.
  - Amount was recognized based on the parent company's audited financial statements.
  - Other.

2. Investment limit on investments in China

Accumulated Outward Remittance for Investment in Mainland China as of December 31, 2024	Investment Amounts Authorized by the Investment Commission, MOEA	Upper Limit on the Amount of Investment Stipulated by the Investment Commission, MOEA
\$ 603,867 (US\$ 20,309,281)	\$ 1,028,522 (US\$ 34,407,913)	\$ 2,990,056

Note 3: According to Regulations Governing the Approval of Investment or Technical Cooperation in Mainland China administered by the Foreign Investment Commission, the amount is limited to the higher of the net worth of the investment company or 60% of the consolidated net worth.

- Significant events arising from direct or indirect transactions with investee companies in China through a third party: None.
- Situations where the Company directly or indirectly provides endorsement, guarantee, or collateral to investee companies in China through a third party: Table 2
- Situations where the Company directly or indirectly provides financing of capital to investee companies in China through a third party: None.
- Transactions with material effects on the net income (loss) of the Company: None.

**TABLE 8****WOWPRIME CO., LTD.****INFORMATION OF MAJOR SHAREHOLDERS  
DECEMBER 31, 2024**

Name of Major Shareholder	Shares	
	Number of Shares	Percentage of Ownership (%)
Le Heng Investment Corporation	4,810,300	5.69

Note: The information of major shareholders presented in this exhibit is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current quarter. The share capital in the consolidated financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.

# WOWPRIME CO., LTD.

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**WOWPRIME CO., LTD.**

**STATEMENT OF CASH AND CASH EQUIVALENTS**

**DECEMBER 31, 2024**

**(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Description</b>	<b>Amount</b>
Cash on hand		\$ 72,036
Bank deposits		
Checking deposits		37,580
Demand deposits		1,401,398
Foreign-currency demand deposits	(Including US\$1,498 thousand @32.785)	<u>64,699</u>
		<u>\$ 1,575,713</u>

**WOWPRIME CO., LTD.****STATEMENT OF FINANCIAL ASSETS AT AMORTIZED COST - CURRENT****DECEMBER 31, 2024****(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Description</b>	<b>Rate</b>	<b>Amount</b>	<b>Note</b>
Domestic investment				
Time deposits with original maturities of more than 3 months	Time deposits trust	0.66%-1.705%	\$ 1,350,000	
	Time deposits	0.66%-4.18%	635,065	
	Time deposits pledge	1.685%-5.05%	<u>203,125</u>	
			<u>\$ 2,188,190</u>	

**WOWPRIME CO., LTD.****STATEMENT OF TRADE RECEIVABLES****DECEMBER 31, 2024****(In Thousands of New Taiwan Dollars)**

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<b>Customer</b>	<b>Description</b>	<b>Amount</b>
Related parties	Receivable from payment	\$ 98,686
Taishin (Bank TS)	Receivable from credit card	38,079
EZ Company	Receivable from food and beverages sold	62,901
TZ Company	Receivable from food and beverages sold	36,801
Others (Note)		<u>131,866</u>
		368,333
Less: Allowance for impairment loss		<u>-</u>
		<u>\$ 368,333</u>

Note: The balance of each customer did not exceed 5% of the account balance.

**WOWPRIME CO., LTD.****STATEMENT OF INVENTORIES****DECEMBER 31, 2024****(In Thousands of New Taiwan Dollars)**

<b>Items</b>	<b>Description</b>	<b>Amount</b>	
		<b>Cost</b>	<b>Net Realizable Value</b>
Raw materials	Meat	\$ 684,442	\$ 681,616
	Seafood	122,420	125,905
	Vegetable/bread	25,718	25,802
	Others	107,023	107,369
	Goods in transit	134,375	134,375
Merchandise	Fresh food products	<u>17</u>	<u>17</u>
		<u>\$ 1,073,995</u>	<u>\$ 1,075,084</u>

The market price is based on the net realizable value.

**WOWPRIME CO., LTD.**

**STATEMENT OF OTHER CURRENT ASSETS**

**DECEMBER 31, 2024**

**(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Description</b>	<b>Amount</b>
Other receivables	Related parties	\$ 28,158
	Others (Note)	2,895
Others	Others (Note)	<u>11,567</u>
		<u>\$ 42,620</u>

Note: The balance of each item was less than 5% of the account balance.

## WOWPRIME CO., LTD.

STATEMENT OF CHANGES IN INVESTMENTS ACCOUNTED FOR USING EQUITY METHOD  
DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)

Name of Investees	Balance at January 1, 2024		Increase in the Current Year		Decrease in the Current Year		Investment Gain (Loss)	Accumulated Translation Adjustment	Balance at December 31, 2024			Market Value/ Net Assets Value		Pledged as Collateral or for Security
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount			Number of Shares	Percentage of Shares	Amount	Unit Price (NT\$)	Total Amount	
Tai Pin Holding Ltd. (Note 1)	21,117,134	\$ 1,544,205	-	\$ -	-	\$ -	\$ 49,964	\$ 52,170	21,117,134		\$ 1,646,339	\$ -	The equity method	None
WPT Restaurant Corporation (Note 1)	10,000,000	79,679	-	-	-	-	3,867	-	10,000,000		83,546	-	The equity method	None
Cheerpin Restaurant Corporation (Note 1)	30,000,000	532,670	-	1,102	-	(177,051)	167,511	-	30,000,000		524,232	-	The equity method	None
Wowfresh Corporation (Note 1)	50,000,000	568,953	-	629	-	(58,302)	61,075	-	50,000,000		572,355	-	The equity method	None
Jeichuang Investment Co., Ltd. (Note 1)	1,100,000	788	15,000,000	150,000	-	-	(33)	-	16,100,000		150,755	-	The equity method	None
Wonprime USA Holding Crop. (Note 1)	-	-	700	114,649	-	-	(583)	90	700		114,156	-	The equity method	None
Dudoo Ltd. (Note 2)	209,497	80,103	-	-	-	(34,112)	(211)	216	209,497		45,996	-	The equity method	None
		<u>\$ 2,806,398</u>		<u>\$ 266,380</u>		<u>\$ (269,465)</u>	<u>\$ 281,590</u>	<u>\$ 52,476</u>			<u>\$ 3,137,379</u>	<u>\$ -</u>		

Note 1: These companies have been audited by CPAs.

Note 2: These companies were calculated based on their financial statements not audited by CPAs.

Note 3: Net values of equity interest were calculated based on the financial statements of investee companies and ratio of shareholding of the Company.

Note 4: The increase for the period is as follows:

Items	Amount
Acquisition of equity in subsidiaries	\$ 264,649
Share-based payment	1,731
	<u>\$ 266,380</u>

Note 5: The decrease for the period is as follows:

Items	Amount
Acquisition of dividends from subsidiaries	\$ (235,353)
Impairment losses	(34,112)
	<u>\$ (269,465)</u>

**WOWPRIME CO., LTD.**

**STATEMENT OF OTHER NON-CURRENT ASSETS  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Description</b>	<b>Amount</b>
Other receivables form related parties	Sublease subsidiary	\$ 14,966
Refundable deposits	Deposits of rental stores	<u>181,074</u>
		<u>\$ 196,040</u>

**WOWPRIME CO., LTD.****STATEMENT OF NOTES PAYABLE  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)**

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<b>Item</b>	<b>Description</b>	<b>Amount</b>
CH Company	Store rent	\$ 7,852
JJ School	Industry-academia collaboration	3,822
RX Company	Store rent	4,070
TJC Company	"	4,430
Others (Note)	Store rent, etc.	<u>52,440</u>
		<u>\$ 72,614</u>

Note: The balance of each item was less than 5% of the account balance.

**WOWPRIME CO., LTD.**

**STATEMENT OF TRADES PAYABLES**

**DECEMBER 31, 2024**

**(In Thousands of New Taiwan Dollars)**

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<b>Customer</b>	<b>Description</b>	<b>Amount</b>
Related parties	Payment for purchase	\$ 75,660
Others (Note)	"	<u>435,596</u>
		<u>\$ 511,256</u>

Note: The balance of each item was less than 5% of the account balance.

**WOWPRIME CO., LTD.**

**STATEMENT OF LEASE LIABILITIES**

**DECEMBER 31, 2024**

**(In Thousands of New Taiwan Dollars)**

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<b>Type</b>	<b>Description</b>	<b>Lease Period</b>	<b>Discount Rate</b>	<b>Ending Balance</b>	<b>Note</b>
Buildings	Leasing of stores and outlets, etc.	2-8 years	0.765%-2.538%	<u>\$ 2,307,884</u>	

Note: Lease liabilities matured within one year of \$496,006 thousand has been recognized as current liabilities.

**WOWPRIME CO., LTD.**

**STATEMENT OF OPERATING REVENUE  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Amount</b>
High-class delicacy	\$ 2,328,497
Fancy food	9,070,740
Budget food	2,231,875
Revenue from raw materials and the sale of goods	<u>1,143,959</u>
	<u>\$ 14,775,071</u>

**WOWPRIME CO., LTD.**

**STATEMENT OF OPERATING COSTS  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)**

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<b>Items</b>	<b>Amount</b>
Direct raw materials	
Raw materials, beginning of the year	\$ 1,009,490
Add: Purchase during the period	5,174,400
Less: Transferred to operating	(236,022)
Raw materials, end of year	<u>(944,015)</u>
Consumption of direct materials	5,003,853
Direct labors	1,669,030
Manufacturing expense	<u>1,349,606</u>
Manufacturing cost	8,022,489
Add: Inventory write-downs	<u>(7,755)</u>
	<u>\$ 8,014,734</u>

**WOWPRIME CO., LTD.****STATEMENT OF OPERATING EXPENSES  
FOR THE YEAR ENDED DECEMBER 31, 2024  
(In Thousands of New Taiwan Dollars)**

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<b>Type</b>	<b>Selling and Marketing</b>	<b>General and Administrative</b>	<b>Research and Development</b>
Salaries	\$ 2,042,692	\$ 531,744	\$ -
Utilities	236,993	1,778	-
Advertising	509,395	19,149	-
Insurance	247,472	26,821	-
Depreciation	675,257	11,667	-
Pension	102,592	14,999	-
Others (Note)	<u>987,282</u>	<u>119,129</u>	<u>24,498</u>
	<u>\$ 4,801,683</u>	<u>\$ 725,287</u>	<u>\$ 24,498</u>

Note: The balance of each item was less than 5% of the account balance.

## WOWPRIME CO., LTD.

**SUMMARY OF EMPLOYEE BENEFITS, DEPRECIATION AND AMORTIZATION EXPENSES BY FUNCTIONS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023  
(In Thousands of New Taiwan Dollars)**

Item	2024			2023		
	Operating Cost	Operating Expense	Total	Operating Cost	Operating Expense	Total
Employee benefits						
Salaries	\$ 1,600,909	\$ 2,574,436	\$ 4,175,345	\$ 1,527,441	\$ 2,593,972	\$ 4,121,413
Labor and health insurances	157,757	274,293	432,050	139,967	245,187	385,154
Pensions	68,120	117,591	185,711	59,839	103,688	163,527
Remuneration to directors	-	4,800	4,800	-	4,100	4,100
Other employee benefits	<u>94,418</u>	<u>156,372</u>	<u>250,790</u>	<u>89,476</u>	<u>148,797</u>	<u>238,273</u>
	<u>\$ 1,921,204</u>	<u>\$ 3,127,492</u>	<u>\$ 5,048,696</u>	<u>\$ 1,816,723</u>	<u>\$ 3,095,744</u>	<u>\$ 4,912,467</u>
Depreciation	<u>\$ 478,991</u>	<u>\$ 686,924</u>	<u>\$ 1,165,915</u>	<u>\$ 424,133</u>	<u>\$ 611,826</u>	<u>\$ 1,035,959</u>
Amortization	<u>\$ -</u>	<u>\$ 11,215</u>	<u>\$ 11,215</u>	<u>\$ -</u>	<u>\$ 7,941</u>	<u>\$ 7,941</u>

Note 1: The number of employees in the year and in the previous year was 8,537 and 8,611, respectively, and the number of directors who were not employees was 6 in both years.

Note 2: For companies whose shares have been listed on the TWSE/TPEX, the following information shall also be disclosed:

- a. The average employee benefit expense of this year was NT\$591 thousand ("Total employee benefit expense - Total remuneration to Directors of the year"/"Number of employees - Number of Directors who were not employees of the year").

The average employee benefit expense of the preceding year was NT\$571 thousand ("Total employee benefit expense - Total remuneration to directors of the preceding year"/"Number of employees - Number of Directors who were not employees of the preceding year").

- b. The average employee salary expense of this year is NT\$489 thousand (Total salary expense of the year/"Number of employees - Number of Directors who were not employees of the year").

The average employee salary expense of the preceding year was NT\$479 thousand (Total salary expense of the preceding year/"Number of employees - Number of Directors who were not employees of the preceding year").

- c. Change in average employee salary expense was 2.09% (Average employee salary expense of the year - Average employee salary expense of the preceding year)/Average employee salary expense of the preceding year).

- d. The remuneration of NT\$0 to supervisors in the current year and the remuneration of NT\$0 to supervisors in the previous year (the Company has established the audit committee).

- e. The Company's remuneration policy (including directors, managers and employees) is as follows:

- 1) The remuneration of the directors of the Company shall be paid in accordance with the provisions of the Articles of Association of the Company, taking into account the usual level of the interbank, and shall be authorized to be determined by the board of directors. If the Company has surplus, it shall be allocated in accordance with the provisions of the Articles of Association and submitted to the ordinary meeting of shareholders after being reviewed by the remuneration committee and approved by the board of directors. If the directors are also employees, they shall also be paid remuneration in accordance with the provisions of the following BC.

(Continued)

- 2) The remuneration standard of the general manager and deputy general manager of the Company shall be determined by the human resources unit of the Company in accordance with the relevant provisions of the Company's performance appraisal and performance bonus, and according to the individual performance and the degree of contribution to the overall operation of the Company, and the principles shall be formulated according to the level of market peers, and submitted to the salary and remuneration committee for review.
- 3) The Company's remuneration policy is based on the employee's personal ability and its contribution to the Company, performance, and the correlation between business performance and positive correlation; The overall salary and remuneration portfolio mainly includes basic salary, bonus, related reward incentive system and other parts. The standard of remuneration payment, the basic salary is based on the market competition situation of the position held by the employee and the Company's policy; the bonus and related reward incentive system is issued after linking the employee, the achievement of departmental objectives and the Company's business performance results, and the Company adheres to the planning that is in line with laws and regulations and has competitiveness.

(Concluded)