

B'in Live Co., Ltd. and Subsidiaries

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

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” for the year ended December 31, 2022 are all the same as the companies required to be included in the consolidated financial statements of the parent company and its subsidiaries as provided in International Financial Reporting Standard 10 “Consolidated Financial Statements”. Relevant information that should be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of the parent company and its subsidiaries. Hence, we have not prepared a separate set of consolidated financial statements of affiliates for the year ended December 31, 2022.

Very truly yours,

B'IN LIVE CO., LTD.

By:

March 22, 2023

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
B'in Live Co., Ltd.

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

Revenue Recognition of Main Operating Revenue

Operating revenue is the main indicator for the investors and the management of the Group to evaluate its financial or business performance. The operating revenue is mainly resulted from providing production design and hardware engineering for shows or activities; according to the accounting policy, the revenue is recognized as the performance obligation is satisfied, i.e., the show or activity is completed. If the contract contains multiple shows or activities across the balance sheet date, the revenue is recognized in accordance with completed shows or activities. We considered the appropriateness and accuracy of recognition may significantly affect the financial statements. Therefore, we identified the revenue recognition of main operating revenue as a key audit matter.

Our main audit procedures to address the above key audit matter were as follows:

1. We obtained an understanding of and tested the design and implementation of internal controls over revenue recognition of main operating revenue.
2. We sampled from the completed performances or activities, assessed the appropriateness and accuracy of revenue recognition, and we checked the cash receipts according to the contracts.
3. We obtained the contracts, calculation, and accounting records of the revenues and verified the revenues recognized in the current year are correct and properly approved.

Other Matter

We have also audited the parent company only financial statements of B'in Live Co., Ltd. as of and for the years ended December 31, 2022 and 2021 on which we have both issued an unmodified report.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2022 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Yu-Hong Kuo and Shiow-Ming Shue.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 22, 2023

Notice to Readers

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

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

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| ASSETS | 2022 | | 2021 | |
|--|---------------------|------------|---------------------|------------|
| | Amount | % | Amount | % |
| CURRENT ASSETS | | | | |
| Cash and cash equivalents (Notes 4 and 6) | \$ 479,548 | 41 | \$ 346,710 | 34 |
| Financial assets at fair value through profit or loss - current (Notes 4, 7 and 28) | 9,956 | 1 | 8,137 | 1 |
| Notes and accounts receivable (Notes 4 and 8) | 191,179 | 17 | 169,118 | 16 |
| Receivables from related parties (Note 29) | 52,665 | 5 | 40,184 | 4 |
| Other receivables from related parties (Note 29) | 2,639 | - | - | - |
| Other current assets (Notes 9, 23 and 29) | <u>51,602</u> | <u>4</u> | <u>57,749</u> | <u>6</u> |
| Total current assets | <u>787,589</u> | <u>68</u> | <u>621,898</u> | <u>61</u> |
| NON-CURRENT ASSETS | | | | |
| Financial assets at fair value through profit or loss - non-current (Notes 4, 7 and 28) | - | - | 16,396 | 2 |
| Financial assets at fair value through other comprehensive income - non-current (Notes 4, 10 and 28) | 15,479 | 1 | 16,313 | 1 |
| Investments accounted for using the equity method (Notes 4 and 12) | 35,790 | 3 | 49,176 | 5 |
| Equipment and leasehold improvements (Notes 4 and 14) | 226,213 | 20 | 229,063 | 22 |
| Right-of-use assets (Notes 4 and 15) | 81,959 | 7 | 78,677 | 8 |
| Other intangible assets (Notes 4 and 16) | 3,875 | - | 1,949 | - |
| Deferred tax assets (Notes 4 and 23) | 3,870 | - | 3,124 | - |
| Other non-current assets | <u>5,746</u> | <u>1</u> | <u>6,575</u> | <u>1</u> |
| Total non-current assets | <u>372,932</u> | <u>32</u> | <u>401,273</u> | <u>39</u> |
| TOTAL | <u>\$ 1,160,521</u> | <u>100</u> | <u>\$ 1,023,171</u> | <u>100</u> |
| LIABILITIES AND EQUITY | | | | |
| CURRENT LIABILITIES | | | | |
| Short-term borrowings (Note 17) | \$ - | - | \$ 20,933 | 2 |
| Financial liabilities at fair value through profit or loss - current (Notes 4, 7, 28 and 29) | 6,182 | 1 | 5,831 | 1 |
| Contract liabilities - current (Notes 21 and 29) | 18,544 | 2 | 33,218 | 3 |
| Notes and accounts payable | 385,030 | 33 | 213,707 | 21 |
| Payables to related parties (Note 29) | 5,167 | 1 | 593 | - |
| Other payables (Note 18) | 94,886 | 8 | 75,543 | 8 |
| Other payables to related parties (Note 29) | - | - | 5 | - |
| Lease liabilities - current (Notes 4 and 15) | 25,136 | 2 | 22,970 | 2 |
| Current portion of long-term borrowings (Note 17) | - | - | 1,667 | - |
| Other current liabilities | <u>2,160</u> | <u>-</u> | <u>12,223</u> | <u>1</u> |
| Total current liabilities | <u>537,105</u> | <u>47</u> | <u>386,690</u> | <u>38</u> |
| NON-CURRENT LIABILITIES | | | | |
| Deferred tax liabilities (Notes 4 and 23) | 335 | - | 1,213 | - |
| Lease liabilities - non-current (Notes 4 and 15) | <u>60,708</u> | <u>5</u> | <u>58,942</u> | <u>6</u> |
| Total non-current liabilities | <u>61,043</u> | <u>5</u> | <u>60,155</u> | <u>6</u> |
| Total liabilities | <u>598,148</u> | <u>52</u> | <u>446,845</u> | <u>44</u> |
| EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 20) | | | | |
| Share capital | <u>443,404</u> | <u>38</u> | <u>449,734</u> | <u>44</u> |
| Capital surplus | | | | |
| Issuance of ordinary shares | 166,029 | 14 | 239,528 | 23 |
| Share of changes in capital surplus of associates and joint ventures | - | - | 17,183 | 2 |
| Employee restricted shares (Notes 4 and 25) | <u>5,679</u> | <u>1</u> | <u>7,713</u> | <u>1</u> |
| Total capital surplus | <u>171,708</u> | <u>15</u> | <u>264,424</u> | <u>26</u> |
| Accumulated deficit | | | | |
| Deficit to be offset | <u>(39,340)</u> | <u>(4)</u> | <u>(89,320)</u> | <u>(9)</u> |
| Other equity | | | | |
| Exchange differences on the translation of the financial statements of foreign operations | (6,174) | (1) | (9,759) | (1) |
| Unrealized loss on financial assets at fair value through other comprehensive income | (1,921) | - | (1,447) | - |
| Unearned employee benefits (Note 25) | <u>(2,980)</u> | <u>-</u> | <u>(5,991)</u> | <u>(1)</u> |
| Total other equity | <u>(11,075)</u> | <u>(1)</u> | <u>(17,197)</u> | <u>(2)</u> |
| Treasury shares | <u>-</u> | <u>-</u> | <u>(34,942)</u> | <u>(3)</u> |
| Total equity attributable to owners of the Company | 564,697 | 48 | 572,699 | 56 |
| NON-CONTROLLING INTERESTS | <u>(2,324)</u> | <u>-</u> | <u>3,627</u> | <u>-</u> |
| Total equity | <u>562,373</u> | <u>48</u> | <u>576,326</u> | <u>56</u> |
| TOTAL | <u>\$ 1,160,521</u> | <u>100</u> | <u>\$ 1,023,171</u> | <u>100</u> |

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

B'IN LIVE CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Loss Per Share)

| | 2022 | | 2021 | |
|---|--------------------|-------------|------------------|-------------|
| | Amount | % | Amount | % |
| OPERATING REVENUE (Notes 4, 13, 21 and 29) | \$ 1,302,644 | 100 | \$ 838,370 | 100 |
| OPERATING COSTS (Notes 4, 13, 19, 22 and 29) | <u>(1,133,372)</u> | <u>(87)</u> | <u>(760,614)</u> | <u>(91)</u> |
| GROSS PROFIT | <u>169,272</u> | <u>13</u> | <u>77,756</u> | <u>9</u> |
| OPERATING EXPENSES (Notes 19, 22 and 29) | | | | |
| Selling expenses | (55,520) | (4) | (49,309) | (6) |
| General and administrative expenses | (109,340) | (8) | (99,733) | (12) |
| Research and development expenses | (7,412) | (1) | (10,868) | (1) |
| Expected credit gain | <u>40</u> | <u>-</u> | <u>97</u> | <u>-</u> |
| Total operating expenses | <u>(172,232)</u> | <u>(13)</u> | <u>(159,813)</u> | <u>(19)</u> |
| LOSS FROM OPERATIONS | <u>(2,960)</u> | <u>-</u> | <u>(82,057)</u> | <u>(10)</u> |
| NON-OPERATING INCOME AND EXPENSES | | | | |
| Share of loss of associates and joint ventures (Note 4) | (18,481) | (1) | (8,577) | (1) |
| Interest income | 460 | - | 427 | - |
| Other income (Note 30) | 2,604 | - | 13,148 | 2 |
| Gain (loss) on disposal of equipment and leasehold improvements (Note 4) | 495 | - | (24) | - |
| Interest expenses (Note 4) | (1,883) | - | (2,197) | - |
| Other expenses | (98) | - | (148) | - |
| Loss on disposal of investments (Note 4) | (566) | - | - | - |
| Foreign exchange gain (loss), net (Note 4) | 7,341 | 1 | (780) | - |
| Gain (loss) on financial assets at fair value through profit or loss, net (Note 4) | 908 | - | (12,228) | (2) |
| Impairment loss on equipment and leasehold improvements (Notes 4 and 14) | <u>(8,894)</u> | <u>(1)</u> | <u>-</u> | <u>-</u> |
| Total non-operating income and expenses | <u>(18,114)</u> | <u>(1)</u> | <u>(10,379)</u> | <u>(1)</u> |
| LOSS BEFORE INCOME TAX | (21,074) | (1) | (92,436) | (11) |
| INCOME TAX BENEFIT (EXPENSE) (Notes 4 and 23) | <u>1,599</u> | <u>-</u> | <u>(454)</u> | <u>-</u> |
| NET LOSS FOR THE YEAR | <u>(19,475)</u> | <u>(1)</u> | <u>(92,890)</u> | <u>(11)</u> |

(Continued)

B'IN LIVE CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021 (In Thousands of New Taiwan Dollars, Except Loss Per Share)

| | 2022 | | 2021 | |
|--|--------------------|------------|--------------------|-------------|
| | Amount | % | Amount | % |
| OTHER COMPREHENSIVE INCOME (LOSS) | | | | |
| Items that will not be reclassified subsequently to profit or loss: | | | | |
| Unrealized (loss) gain on investments in equity instruments at fair value through other comprehensive income | \$ (834) | - | \$ 1,192 | - |
| Items that may be reclassified subsequently to profit or loss: | | | | |
| Exchange differences on translation of the financial statements of foreign operations | 2,990 | - | (2,083) | - |
| Share of the other comprehensive income of associates and joint ventures accounted for using the equity method | <u>595</u> | <u>-</u> | <u>231</u> | <u>-</u> |
| Other comprehensive income (loss) for the year, net of income tax | <u>2,751</u> | <u>-</u> | <u>(660)</u> | <u>-</u> |
| TOTAL COMPREHENSIVE LOSS FOR THE YEAR | <u>\$ (16,724)</u> | <u>(1)</u> | <u>\$ (93,550)</u> | <u>(11)</u> |
| NET LOSS ATTRIBUTABLE TO: | | | | |
| Owners of the Company | \$ (13,764) | (1) | \$ (87,820) | (10) |
| Non-controlling interests | <u>(5,711)</u> | <u>(1)</u> | <u>(5,070)</u> | <u>(1)</u> |
| | <u>\$ (19,475)</u> | <u>(2)</u> | <u>\$ (92,890)</u> | <u>(11)</u> |
| TOTAL COMPREHENSIVE LOSS ATTRIBUTABLE TO: | | | | |
| Owners of the Company | \$ (11,013) | (1) | \$ (88,480) | (10) |
| Non-controlling interests | <u>(5,711)</u> | <u>-</u> | <u>(5,070)</u> | <u>(1)</u> |
| | <u>\$ (16,724)</u> | <u>(1)</u> | <u>\$ (93,550)</u> | <u>(11)</u> |
| LOSS PER SHARE (Note 24) | | | | |
| Basic | <u>\$ (0.31)</u> | | <u>\$ (2.00)</u> | |

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

(Concluded)

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| | Equity Attributable to Owners of the Company (Note 20) | | | | | | | | | | | | | | |
|--|--|-------------------|-----------------------------|--|---|---|-----------------|--|---|---|----------------------------|-----------------|-------------------|---------------------------|-------------------|
| | | | | | | Retained Earnings (Accumulated Deficit) | | | Other Equity | | | | | | |
| | Share Capital | | Issuance of Ordinary Shares | Capital Surplus | Employee Restricted Shares (Notes 4 and 25) | | | (Deficit to be Offset) Unappropriated Earnings | Exchange Differences on the Translation of the Financial Statements of Foreign Operations | Unrealized (Loss) Gain on Financial Assets at Fair Value Through Other Comprehensive Income | Unearned Employee Benefits | Treasury Shares | Total | Non-controlling Interests | Total Equity |
| | Number of Shares (In Thousands) | Amount | | Share of Changes in Capital Surplus of Associates and Joint Ventures | | Legal Reserve | Special Reserve | | | | | | | | |
| BALANCE AT JANUARY 1, 2021 | 44,873 | \$ 448,734 | \$ 333,114 | \$ - | \$ 7,737 | \$ 22,380 | \$ 10,302 | \$ (127,967) | \$ (7,907) | \$ (2,639) | \$ (6,645) | \$ (34,942) | \$ 642,167 | \$ 4,623 | \$ 646,790 |
| 2020 Deficit Compensation | | | | | | | | | | | | | | | |
| Legal reserve used for offsetting deficit | - | - | - | - | - | (22,380) | - | 22,380 | - | - | - | - | - | - | - |
| Special reserve used for offsetting deficit | - | - | - | - | - | - | (10,302) | 10,302 | - | - | - | - | - | - | - |
| Share of changes in capital surplus of associates and joint ventures | - | - | - | 17,183 | - | - | - | - | - | - | - | - | 17,183 | - | 17,183 |
| Capital surplus used for offsetting deficit | - | - | (95,285) | - | - | - | - | 95,285 | - | - | - | - | - | - | - |
| Net loss for 2021 | - | - | - | - | - | - | - | (87,820) | - | - | - | - | (87,820) | (5,070) | (92,890) |
| Other comprehensive income (loss) for 2021 | - | - | - | - | - | - | - | - | (1,852) | 1,192 | - | - | (660) | - | (660) |
| Total comprehensive income (loss) for 2021 | - | - | - | - | - | - | - | (87,820) | (1,852) | 1,192 | - | - | (88,480) | (5,070) | (93,550) |
| Changes in percentage of ownership interests in subsidiaries | - | - | - | - | - | - | - | (1,500) | - | - | - | - | (1,500) | 1,500 | - |
| Share-based payment transaction - restricted shares for employees | 100 | 1,000 | - | - | 1,675 | - | - | - | - | - | (2,675) | - | - | - | - |
| Vested restricted shares for employees | - | - | 1,699 | - | (1,699) | - | - | - | - | - | 3,329 | - | 3,329 | - | 3,329 |
| Changes in non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | - | - | 2,574 | 2,574 |
| BALANCE AT DECEMBER 31, 2021 | 44,973 | 449,734 | 239,528 | 17,183 | 7,713 | - | - | (89,320) | (9,759) | (1,447) | (5,991) | (34,942) | 572,699 | 3,627 | 576,326 |
| Capital surplus used for offsetting deficit | - | - | (72,137) | (17,183) | - | - | - | 89,320 | - | - | - | - | - | - | - |
| Cancellation of treasury shares | (633) | (6,330) | (3,396) | - | - | - | - | (25,216) | - | - | - | 34,942 | - | - | - |
| Disposal of investments in equity instruments designated as at fair value through other comprehensive income | - | - | - | - | - | - | - | (360) | - | 360 | - | - | - | - | - |
| Net loss for 2022 | - | - | - | - | - | - | - | (13,764) | - | - | - | - | (13,764) | (5,711) | (19,475) |
| Other comprehensive income (loss) for 2022 | - | - | - | - | - | - | - | - | 3,585 | (834) | - | - | 2,751 | - | 2,751 |
| Total comprehensive income (loss) for 2022 | - | - | - | - | - | - | - | (13,764) | 3,585 | (834) | - | - | (11,013) | (5,711) | (16,724) |
| Share-based payment transaction - restricted shares for employees | - | - | - | - | - | - | - | - | - | - | 3,011 | - | 3,011 | - | 3,011 |
| Vested restricted shares for employees | - | - | 2,034 | - | (2,034) | - | - | - | - | - | - | - | - | - | - |
| Changes in non-controlling interests | - | - | - | - | - | - | - | - | - | - | - | - | - | (240) | (240) |
| BALANCE AT DECEMBER 31, 2022 | <u>44,340</u> | <u>\$ 443,404</u> | <u>\$ 166,029</u> | <u>\$ -</u> | <u>\$ 5,679</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ (39,340)</u> | <u>\$ (6,174)</u> | <u>\$ (1,921)</u> | <u>\$ (2,980)</u> | <u>\$ -</u> | <u>\$ 564,697</u> | <u>\$ (2,324)</u> | <u>\$ 562,373</u> |

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

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| | <u>2022</u> | <u>2021</u> |
|---|-----------------|------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Loss before income tax | \$ (21,074) | \$ (92,436) |
| Adjustments for | | |
| Depreciation expense | 104,647 | 99,589 |
| Amortization expense | 2,564 | 2,293 |
| Expected credit loss reversed on accounts receivable | (40) | (97) |
| (Gain) loss on financial assets at fair value through profit or loss, net | (908) | 12,228 |
| Interest expenses | 1,883 | 2,197 |
| Interest income | (460) | (427) |
| Compensation cost of share-based payment | 3,011 | 3,329 |
| Share of loss of associates and joint ventures | 18,481 | 8,577 |
| (Gain) loss on disposal of equipment and leasehold improvements | (495) | 24 |
| Loss on disposal of investments | 566 | - |
| Impairment loss on equipment and leasehold improvements | 8,894 | - |
| Unrealized (gain) loss on foreign currency exchange, net | (1,585) | 184 |
| Gain from lease modification | (4) | - |
| Changes in operating assets and liabilities | | |
| Financial assets at fair value through profit or loss | (794) | (15,579) |
| Notes and accounts receivable | (21,954) | 834 |
| Receivables from related parties | (12,480) | (39,704) |
| Other receivables from related parties | (2,639) | - |
| Other current assets | 24,892 | (11,943) |
| Financial liabilities at fair value through profit or loss | - | 5,407 |
| Contract liabilities | (14,821) | (31,837) |
| Notes and accounts payable | 171,245 | 44,088 |
| Payables to related parties | 4,575 | (10,403) |
| Other payables | 17,404 | 3,535 |
| Other payables to related parties | (5) | 5 |
| Other current liabilities | <u>(10,061)</u> | <u>10,021</u> |
| Cash generated from (used in) operations | 270,842 | (10,115) |
| Interest received | 460 | 553 |
| Interest paid | (1,902) | (2,194) |
| Income tax (paid) received | <u>(51)</u> | <u>3,025</u> |
| Net cash generated from (used in) operating activities | <u>269,349</u> | <u>(8,731)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisition of investments accounted for using the equity method | (4,500) | (35,022) |
| Payments for equipment and leasehold improvements | (86,523) | (74,140) |
| Proceeds from disposal of equipment and leasehold improvements | 3,301 | 550 |
| Payments for intangible assets | (3,629) | (1,197) |
| Decrease (increase) in other non-current assets | <u>831</u> | <u>(162)</u> |
| Net cash used in investing activities | <u>(90,520)</u> | <u>(109,971)</u> |
| | | (Continued) |

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| | <u>2022</u> | <u>2021</u> |
|--|-------------------|-------------------|
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| (Decrease) increase in short-term borrowings | \$ (20,933) | \$ 2,813 |
| Repayments of long-term borrowings | (1,667) | (2,500) |
| Repayment of the principal portion of lease liabilities | (25,116) | (23,828) |
| Changes in non-controlling interests | <u>(240)</u> | <u>2,574</u> |
| Net cash used in financing activities | <u>(47,956)</u> | <u>(20,941)</u> |
| EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES | | |
| | <u>1,965</u> | <u>(1,662)</u> |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | 132,838 | (141,305) |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | <u>346,710</u> | <u>488,015</u> |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR | <u>\$ 479,548</u> | <u>\$ 346,710</u> |

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

(Concluded)

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

1. GENERAL INFORMATION

B'in Live Co., Ltd. (the "Company") was incorporated on January 2, 2014 under the provision of the Company Act of the Republic of China and other laws and regulations. The Company is mainly engaged in providing software and hardware services for shows or events, including production design, and providing hardware equipment such as lighting, audio, video, musical instruments, and structural equipment.

The Company's shares were approved for a public offering on January 11, 2017 by the Taipei Exchange (TPEX), and the Company became a listed company on the emerging stock market on March 29, 2017. The Company's shares ceased trading on the emerging stock market and have been listed on the Taiwan Stock Exchange (TWSE) since February 7, 2018.

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

2. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Company's board of directors on March 22, 2023.

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

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

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

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

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

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

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

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

The Group assessed that the application of the above standards and interpretations did not have a material impact on the Group's financial position and financial performance.

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

| New, Amended or Revised Standards and Interpretations | Effective Date Announced by IASB (Note 1) |
|--|--|
| Amendments to IFRS 10 and IAS 28 "Sale or Contribution of Assets between an Investor and its Associate or Joint Venture" | To be determined by IASB |
| Amendments to IFRS 16 "Leases Liability in a Sale and Leaseback" | January 1, 2024 (Note 2) |
| IFRS 17 "Insurance Contracts" | January 1, 2023 |
| Amendments to IFRS 17 | January 1, 2023 |
| Amendments to IFRS 17 "Initial Application of IFRS 9 and IFRS 17 - Comparative Information" | January 1, 2023 |
| Amendments to IAS 1 "Classification of Liabilities as Current or Non-current" | January 1, 2024 |
| Amendments to IAS 1 "Non-current Liabilities with Covenants" | January 1, 2024 |

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

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

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

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- a. Statement of compliance

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

- b. Basis of preparation

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

The fair value measurements are grouped into Levels 1 to 3 based on the degree to which the fair value measurement inputs are observable and the significance of the inputs to the fair value measurement in its entirety, which 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 the 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 the asset or liability.
- c. Classification of current and non-current assets and liabilities

Current assets include:

- 1) Assets held primarily for the purpose of trading;
- 2) Assets expected to be realized within twelve 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 twelve months after the reporting period.

Current liabilities include:

- 1) Liabilities held primarily for the purpose of trading;
- 2) Liabilities due to be settled within 12 months after the reporting period, even if an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the consolidated financial statements are authorized for issue; and
- 3) Liabilities for which the Group does not have an unconditional right to defer settlement for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

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

d. Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and the entities controlled by the Company (i.e., its subsidiaries). Income and expenses of subsidiaries acquired or disposed of during the period are included in the consolidated statement of comprehensive income from the effective date of acquisition up to the effective date of disposal, as appropriate. When necessary, adjustments are made to the consolidated financial statements of subsidiaries to bring their accounting policies into line with those used by the Company. All intra-group transactions, balances, income and expenses are eliminated in full upon consolidation. The total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

See Note 11, Tables 5 and 6 for detailed information of subsidiaries (including the percentage of ownership and main business).

e. Foreign currencies

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

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

Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Exchange differences arising from the retranslation of non-monetary items are included in profit or loss for the period.

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 purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations (including subsidiaries and associates in other countries that use currency different from the currency of the Company) are translated into New Taiwan dollars using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising are recognized in other comprehensive income attributed to the owners of the Company and non-controlling interests as appropriate.

On the disposal of a foreign operation (i.e., disposal of the Company's entire interest in a foreign operation), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss.

f. Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence and which is neither a subsidiary nor an interest in a joint venture. A joint venture is a joint arrangement whereby the Group and other parties that have joint control of the arrangement have rights to the net assets of the arrangement.

The Group uses the equity method to account for its investments in associates and joint ventures.

Under the equity method, investments in an associate and a joint venture are initially recognized at cost and adjusted thereafter to recognize the Group's share of the profit or loss and other comprehensive income of the associate and joint venture. The Group also recognizes the changes in the Group's share of the equity of associates and joint ventures.

Any excess of the cost of acquisition over the Group's share of the net fair value of the identifiable assets and liabilities of an associate and a joint venture at the date of acquisition is recognized as goodwill, which is included within the carrying amount of the investment and is not amortized.

When the Group subscribes for additional new shares of the associate and a joint venture at a percentage different from its existing ownership percentage, the resulting carrying amount of the investment differs from the amount of the Group's proportionate interest in the associate and joint venture. The Group 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 and joint ventures accounted for using the equity method.

The entire carrying amount of the 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.

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

g. Joint operations

A joint operation is a joint arrangement whereby the Group and other parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the arrangement.

Any acquisition of an interest in a joint operation in which the activity of the joint operation constitutes a business should be treated as a business combination, except when the parties sharing joint control are under the common control of the same ultimate controlling party or parties both before and after the acquisition and that control is not transitory.

The Group recognizes the following items in relation to its interest in a joint operation:

- Its assets, including its share of any assets held jointly.
- Its liabilities, including its share of any liabilities incurred jointly.
- Its revenue from the sale of its share of the output arising from the joint operation.
- Its share of the revenue from the sale of the output of the joint operation.
- Its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenue and expenses relating to its interest in a joint operation in accordance with the IFRSs applicable to the particular assets, liabilities, revenue and expenses.

When the Group sells or contributes assets to its joint operation, it recognizes gains and losses resulting from such a transaction only to the extent of the other parties' interests in the joint operation. When the Group purchases assets from its joint operation, it does not recognize its share of the gain or loss until it resells those assets to a third party.

h. Equipment and leasehold improvements

Equipment and leasehold improvements are initially measured at cost and subsequently measured at cost less accumulated depreciation and accumulated impairment loss.

The depreciation of equipment and leasehold improvements 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 equipment and leasehold improvements, the difference between the sales proceeds and the carrying amount of the asset is recognized in profit or loss.

i. Intangible assets

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

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

j. Impairment of equipment and leasehold improvements, right-of-use asset and intangible assets

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

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

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

k. Financial instruments

Financial assets and financial liabilities are recognized when a group entity 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 issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss (“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 fair value through profit or loss 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 category

Financial assets are classified into the following categories: Financial assets at FVTPL, financial assets at amortized cost and investments in equity instruments at fair value through other comprehensive income (“FVTOCI”).

i. Financial assets at FVTPL

Financial assets are classified as at FVTPL when such a financial asset is mandatorily classified as at FVTPL, including investments in debt instruments that do not meet the amortized cost criteria or the FVTOCI criteria.

Financial assets at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognized in profit or loss.

ii. Financial assets at amortized cost

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

- i) The financial asset is 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 asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets at amortized cost 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.

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.

iii. Investments in equity instruments at FVTOCI

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

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

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

b) Impairment of financial assets

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

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

ECLs 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.

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

c) Derecognition of financial assets

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

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

2) Equity instruments

Equity instruments issued by a group entity are recognized at the proceeds received, net of direct issue costs.

No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Company's own equity instruments.

3) 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 at FVTPL

Financial liabilities at FVTPL are subsequently measured at fair value, with any gains or losses arising on remeasurement recognized in profit or loss.

b) Derecognition of financial liabilities

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

1. Revenue recognition

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

1) Equipment rental revenue

Equipment rental revenue is recognized when services are provided over time.

2) Production design and hardware engineering revenue for shows or events

If production design and hardware engineering for a show or an event provided by the Group are not distinct, these services are identified as one performance obligation as a whole, revenue from these services is recognized as the performance obligation is satisfied, i.e., as the production design and hardware engineering are transferred when the show or event is completed. If a contract includes multiple shows or events across the balance sheet date, the revenue is recognized in accordance with each completed show or event.

3) Ticket revenue

Since the performance obligation is not satisfied as the tickets are sold for a show or an event, the receipts from the tickets sold are recorded as contract liabilities until the tickets are used.

4) Revenue from the sale of goods

Revenue from the sale of goods comes from the merchandise sold around the shows or events. Sales of goods are recognized as revenue when the goods are delivered to the customers and the customers have rights to use the goods and bear the risks of obsolescence.

m. Leases

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

1) The Group as lessor

Lease payments (less any lease incentives payable) from operating leases are recognized as income on a straight-line basis over the terms of the relevant leases.

2) The Group as lessee

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

Right-of-use assets are initially measured at cost, which comprises the initial measurement of lease liabilities adjusted for lease payments made at or before the commencement date. Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liabilities. Right-of-use assets are presented on a separate line in the consolidated balance sheets.

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

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

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

The Group negotiates with the lessor for rent concessions as a direct consequence of the Covid-19 to change the lease payments originally due by June 30, 2022, and no substantive change to other terms and conditions. The Group elects to apply the practical expedient to all of these rent concessions and, therefore, does not assess whether the rent concessions are lease modifications. Instead, the Group recognizes the reduction in lease payment in profit or loss as a deduction of depreciation of right-of-use assets, in the period in which the events or conditions that trigger the concession occur, and makes a corresponding adjustment to the lease liability.

n. Borrowing costs

All borrowing costs are recognized in profit or loss in the period in which they are incurred.

o. Government grants

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

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

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.

q. Share-based payment arrangements

The fair value at the grant date of the employee share options and employee restricted shares are expensed on a straight-line basis over the vesting period, based on the Group'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 or other equity - unearned employee benefits. The expense is recognized in full at the grant date if the grants are vested immediately. The fair value of the equity instruments on the date of grant is based on the market price available on the date of grant, and the terms and conditions on which such equity instruments are given are taken into consideration to measure the fair value of the equity instruments given.

When employee restricted shares are issued, other equity - unearned employee benefits is recognized on the grant date, with a corresponding increase in capital surplus - employee restricted shares.

At the end of each reporting period, the Group revises its estimate of the number of employee restricted shares 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 restricted shares.

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

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

2) Deferred tax

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

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

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are recognized only 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 such temporary differences are expected to reverse in the foreseeable future.

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

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

3) Current and deferred tax

Current and deferred taxes are recognized in profit or loss.

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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

The Group considers the possible impact of the recent development of COVID-19 and its economic environment implications when making its critical accounting estimates on cash flows, growth rates, discount rates, profitabilities, etc. The Group has assessed that the possible impact will not have a material and long-term impact. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised if the revisions affect only that period or in the period of the revisions and future periods if the revisions affect both current and future periods.

Revenue Recognition

The Group's revenue of providing production design and hardware engineering for cross-period shows or events shall be determined in accordance with their completion status at the balance sheet date. The Group has fully considered the relevant factors affecting the transaction results and the criteria of revenue recognition.

6. CASH AND CASH EQUIVALENTS

| | December 31 | |
|---------------------------------------|-------------------|-------------------|
| | 2022 | 2021 |
| Cash on hand | \$ 1,965 | \$ 1,716 |
| Checking accounts and demand deposits | <u>477,583</u> | <u>344,994</u> |
| | <u>\$ 479,548</u> | <u>\$ 346,710</u> |

7. FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

| | December 31 | |
|---|-----------------|-----------------|
| | 2022 | 2021 |
| <u>Financial assets - current</u> | | |
| Financial assets mandatorily classified as at FVTPL | | |
| Non-derivative financial assets | | |
| Foreign unlisted companies | \$ 6,147 | \$ - |
| Performance contracts | <u>3,809</u> | <u>8,137</u> |
| | <u>\$ 9,956</u> | <u>\$ 8,137</u> |

Financial assets - non-current

| | | |
|---|-------------|------------------|
| Financial assets mandatorily classified as at FVTPL | | |
| Non-derivative financial assets | | |
| Performance contracts | <u>\$ -</u> | <u>\$ 16,396</u> |

(Continued)

| | December 31 | |
|--|--------------------|--------------------------------|
| | 2022 | 2021 |
| <u>Financial liabilities - current</u> | | |
| Financial liabilities held for trading | | |
| Non-derivative financial liabilities | | |
| Performance contracts | \$ <u>6,182</u> | \$ <u>5,831</u> (Concluded) |

The financial instruments at FVTPL consist of investments in performance contracts or performance event production companies. The Group and other counterparties will share or bear the profit or loss of the target performances or events according to the agreed proportion.

8. NOTES AND ACCOUNTS RECEIVABLE

| | December 31 | |
|-------------------------------------|--------------------|-------------------|
| | 2022 | 2021 |
| Notes receivable | \$ 9,668 | \$ 1,610 |
| Accounts receivable | <u>186,398</u> | <u>186,439</u> |
| | 196,066 | 188,049 |
| Less: Allowance for impairment loss | <u>(4,887)</u> | <u>(18,931)</u> |
| | <u>\$ 191,179</u> | <u>\$ 169,118</u> |

The average credit period of receivables was about 90 days. When determining the recoverability of notes receivable and accounts receivable, the Group considers any change in credit quality of notes receivable and accounts receivable from the original credit date to the balance sheet date. For notes receivable and accounts receivable that were past due at the end of the reporting period may not be recovered, the Group recognizes an allowance for impairment loss that notes receivable and accounts receivable are not expected to be recovered by the Group's historical credit loss experience and its current financial situation.

The Group applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of lifetime expected loss provision for all receivables. The expected credit losses on receivables are estimated using a provision matrix by reference to the past default records of the debtor, the debtor's current financial position, the economic condition of the industry in which the debtor operates, as well as the GDP forecasts and industry outlook. As the Group's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished according to the Group's different customer base.

The Group writes off a receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. For receivables that have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognized in profit or loss.

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

December 31, 2022

| | <u>Not Past Due</u> | <u>1 to 180 Days Past Due</u> | <u>Past Due Over 180 Days</u> | <u>Total</u> |
|--------------------------------|---------------------|-----------------------------------|-----------------------------------|-------------------|
| Gross carrying amount | \$ 191,179 | \$ 22 | \$ 4,865 | \$ 196,066 |
| Loss allowance (Lifetime ECLs) | <u>-</u> | <u>(22)</u> | <u>(4,865)</u> | <u>(4,887)</u> |
| Amortized cost | <u>\$ 191,179</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 191,179</u> |

December 31, 2021

| | <u>Not Past Due</u> | <u>1 to 180 Days Past Due</u> | <u>Past Due Over 180 Days</u> | <u>Total</u> |
|--------------------------------|---------------------|-----------------------------------|-----------------------------------|-------------------|
| Gross carrying amount | \$ 169,118 | \$ - | \$ 18,931 | \$ 188,049 |
| Loss allowance (Lifetime ECLs) | <u>-</u> | <u>-</u> | <u>(18,931)</u> | <u>(18,931)</u> |
| Amortized cost | <u>\$ 169,118</u> | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 169,118</u> |

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

| | <u>For the Year Ended December 31</u> | |
|----------------------------|---------------------------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| Balance at January 1 | \$ 18,931 | \$ 19,385 |
| Amounts written off | (15,240) | - |
| Reversal of loss allowance | (40) | (97) |
| Foreign exchange | <u>1,236</u> | <u>(357)</u> |
| Balance at December 31 | <u>\$ 4,887</u> | <u>\$ 18,931</u> |

9. OTHER CURRENT ASSETS

| | <u>December 31</u> | |
|-----------------------|--------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| Prepayments (Note 29) | \$ 18,040 | \$ 33,094 |
| Refundable deposits | 4,986 | 11,204 |
| Temporary payments | 5,735 | 8,519 |
| Other receivables | 18,847 | 34 |
| Others | <u>3,994</u> | <u>4,898</u> |
| | <u>\$ 51,602</u> | <u>\$ 57,749</u> |

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

| | December 31 | |
|-------------------------------------|------------------|------------------|
| | 2022 | 2021 |
| Domestic unlisted Share | | |
| Cubical Motivation System Co., Ltd. | \$ 546 | \$ 280 |
| VR Studio Co., Ltd. | - | 154 |
| Flight International Co., Ltd. | <u>14,933</u> | <u>15,879</u> |
| | <u>\$ 15,479</u> | <u>\$ 16,313</u> |

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

11. SUBSIDIARIES

Subsidiaries Included in the Consolidated Financial Statements

| Investor | Investee | Main Business | % of Ownership December 31 | | Remark |
|-------------------|----------------------------------|--|-------------------------------|--------|--------|
| | | | 2022 | 2021 | |
| The Company | B'in Live Limited | Hardware and software services for shows | 100.00 | 100.00 | |
| The Company | Chill Co., Ltd. | Event planning and advertising services | 78.00 | 78.00 | a. |
| The Company | Gorgeous Entertainment Co., Ltd. | Planning, production and management of shows | 75.00 | 75.00 | |
| The Company | PhotoTaxis Co., Ltd. | Software services for shows | 75.00 | 75.00 | b. |
| The Company | B'in Live Japan Co., Ltd. | Planning and software production for shows | 100.00 | 100.00 | |
| B'in Live Limited | B'in Live (Shanghai) Ltd. | Hardware and software services for shows | 100.00 | 100.00 | |
| B'in Live Limited | B'in Live (Chengdu) Ltd. | Hardware and software services for shows | - | 100.00 | c. |

- a. The Company subscribed for new shares issued by Chill Co., Ltd. at a percentage different from its existing ownership percentage in June 2021 and increased its interest in Chill Co., Ltd. from 67% to 78%.
- b. The Company acquired 75% interest of PhotoTaxis Co., Ltd. in October 2021.
- c. The board of B'in Live (Chengdu) Ltd. Resolved to liquidate and dissolve in December 2021. The Group received the refund from the liquidation proceeds of B'in Live (Chengdu) Ltd. in November 2022.

12. INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

| | December 31 | |
|---------------------------------|------------------|------------------|
| | 2022 | 2021 |
| Investments in associates | | |
| Empty Shells Pictures Co., Ltd. | \$ 5,238 | \$ 5,092 |
| Bin333 Co., Ltd. | 5,070 | - |
| Me Music International Limited | <u>-</u> | <u>6,430</u> |
| | <u>10,308</u> | <u>11,522</u> |
| Investment in joint venture | | |
| SHOWIN LTD. | <u>25,482</u> | <u>37,654</u> |
| | <u>\$ 35,790</u> | <u>\$ 49,176</u> |

| Name of Investee | Nature of Activities | Principal Place of Business | Proportion of Ownership and Voting Rights | |
|---------------------------------|--|-----------------------------|---|--------|
| | | | December 31 | |
| | | | 2022 | 2021 |
| Empty Shells Pictures Co., Ltd. | Film production and distribution | Taiwan | 22.69% | 22.69% |
| Bin333 Co., Ltd. | Software services for shows | Taiwan | 45.00% | - |
| Me Music International Limited | Music production and distribution | Taiwan | - | 45.00% |
| SHOWIN LTD. | Hardware and software services for shows | Mainland China | 50.00% | 50.00% |

The Group acquired 50% interest of SHOWIN LTD. in July 2021, acquired 45% interest of Me Music International Limited in August 2021, acquired 45% interest of Bin333 Co., Ltd. in June 2022, and disposed of 45% interest of Me Music International Limited in December 2022.

13. JOINT OPERATIONS

In 2020, the Group and other companies entered into a joint operation agreement to establish a street market brand "Kerker Store". The collaboration period was from July 2020 to June 2021, which was extended to June 2023 in April 2022, after the collaboration period ends, both parties should settle the gains and losses of the joint operation and share or bear 50% of the net results, respectively. The Group recognized the revenue and costs in relation to its interest in the joint operation as follows:

| | For the Year Ended December 31 | |
|---------|--------------------------------|----------|
| | 2022 | 2021 |
| Revenue | \$ 1,861 | \$ 1,365 |
| Costs | \$ 2,407 | \$ 2,082 |

14. EQUIPMENT AND LEASEHOLD IMPROVEMENTS

| | Machinery Equipment | Office Equipment | Transportation Equipment | Leasehold Improvements | Total |
|--------------------------------------|---------------------|------------------|--------------------------|------------------------|------------|
| <u>Cost</u> | | | | | |
| Balance at January 1, 2021 | \$ 337,132 | \$ 15,575 | \$ 1,568 | \$ 53,032 | \$ 407,307 |
| Additions | 42,169 | 3,292 | 1,539 | 14,580 | 61,580 |
| Disposals | (16,599) | (9,604) | - | (696) | (26,899) |
| Foreign exchange | (768) | (4) | 1 | - | (771) |
| Balance at December 31, 2021 | \$ 361,934 | \$ 9,259 | \$ 3,108 | \$ 66,916 | \$ 441,217 |
| <u>Accumulated depreciation</u> | | | | | |
| Balance at January 1, 2021 | \$ 134,348 | \$ 9,059 | \$ 1,020 | \$ 20,256 | \$ 164,683 |
| Depreciation expenses | 57,305 | 4,654 | 783 | 11,683 | 74,425 |
| Disposals | (16,178) | (9,451) | - | (696) | (26,325) |
| Foreign exchange | (636) | 7 | - | - | (629) |
| Balance at December 31, 2021 | \$ 174,839 | \$ 4,269 | \$ 1,803 | \$ 31,243 | \$ 212,154 |
| Carrying amount at December 31, 2021 | \$ 187,095 | \$ 4,990 | \$ 1,305 | \$ 35,673 | \$ 229,063 |

(Continued)

| | <u>Machinery Equipment</u> | <u>Office Equipment</u> | <u>Transportation Equipment</u> | <u>Leasehold Improvements</u> | <u>Total</u> |
|--|--------------------------------|-----------------------------|-------------------------------------|-----------------------------------|----------------------------------|
| <u>Cost</u> | | | | | |
| Balance at January 1, 2022 | \$ 361,934 | \$ 9,259 | \$ 3,108 | \$ 66,916 | \$ 441,217 |
| Additions | 83,995 | 2,600 | - | 779 | 87,374 |
| Disposals | (45,664) | (2,527) | (1,568) | (16,051) | (65,810) |
| Foreign exchange | <u>1,891</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>1,891</u> |
| Balance at December 31, 2022 | <u>\$ 402,156</u> | <u>\$ 9,332</u> | <u>\$ 1,540</u> | <u>\$ 51,644</u> | <u>\$ 464,672</u> |
| <u>Accumulated depreciation and impairment</u> | | | | | |
| Balance at January 1, 2022 | \$ 174,839 | \$ 4,269 | \$ 1,803 | \$ 31,243 | \$ 212,154 |
| Depreciation expenses | 63,715 | 2,966 | 749 | 11,449 | 78,879 |
| Disposals | (42,858) | (2,527) | (1,568) | (16,051) | (63,004) |
| Impairment losses recognized | 8,894 | - | - | - | 8,894 |
| Foreign exchange | <u>1,536</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>1,536</u> |
| Balance at December 31, 2022 | <u>\$ 206,126</u> | <u>\$ 4,708</u> | <u>\$ 984</u> | <u>\$ 26,641</u> | <u>\$ 238,459</u> |
| Carrying amount at December 31, 2022 | <u>\$ 196,030</u> | <u>\$ 4,624</u> | <u>\$ 556</u> | <u>\$ 25,003</u> | <u>\$ 226,213</u> (Concluded) |

The above items of equipment and leasehold improvements are depreciated on a straight-line basis over the estimated useful lives as follows:

| | |
|--------------------------|------------|
| Machinery equipment | 3-10 years |
| Office equipment | 3 years |
| Transportation equipment | 3-5 years |
| Leasehold improvements | 2-10 years |

As certain machinery equipment was damaged and not able to be used normally, the Group recognized an impairment loss of \$8,894 thousand for the year ended December 31, 2022.

15. LEASE ARRANGEMENTS

a. Right-of-use assets

| | <u>December 31</u> | |
|--------------------------|--------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| <u>Carrying amount</u> | | |
| Buildings | \$ 80,223 | \$ 77,235 |
| Transportation equipment | 660 | 1,154 |
| Other equipment | <u>1,076</u> | <u>288</u> |
| | <u>\$ 81,959</u> | <u>\$ 78,677</u> |

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------|
| | 2022 | 2021 |
| Additions to right-of-use assets | \$ 29,848 | \$ 13,454 |
| Depreciation charge for right-of-use assets | | |
| Buildings | \$ 24,769 | \$ 23,057 |
| Machinery equipment | - | 1,344 |
| Transportation equipment | 495 | 330 |
| Other equipment | <u>504</u> | <u>433</u> |
| | \$ 25,768 | \$ 25,164 |

b. Lease liabilities

| | December 31 | |
|------------------------|--------------------|-------------|
| | 2022 | 2021 |
| <u>Carrying amount</u> | | |
| Current | \$ 25,136 | \$ 22,970 |
| Non-current | \$ 60,708 | \$ 58,942 |

Range of discount rates for lease liabilities was as follows:

| | December 31 | |
|--------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Buildings | 1.5%-2.5% | 1.5%-2% |
| Transportation equipment | 1.5% | 1.5% |
| Other equipment | 1.85%-2% | 2% |

c. Material leasing activities and terms

The Group leases machinery equipment and transportation equipment for the use of operation with lease terms of 2 to 3 years. These arrangements do not contain renewal or purchase options at the end of the lease terms.

The Group leases buildings for the use of offices and warehouse with lease terms of 2 to 10 years. The Group does not have bargain purchase options to acquire the leasehold buildings at the end of the lease terms.

Because of the market conditions severely affected by COVID-19 in 2021, the Group negotiated with the lessor for rent concessions for building lease. The lessor agreed to provide an unconditional rent reduction in 2021. The Group recognized in profit or loss (as a deduction to the depreciation of right-of-use assets) the impact of rent concessions of \$1,743 thousand for the year ended December 31, 2021.

d. Other lease information

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------|
| | 2022 | 2021 |
| Expenses relating to short-term leases and low-value asset leases | \$ 4,836 | \$ 7,917 |
| Total cash outflow for leases | \$ 30,234 | \$ 34,435 |

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

16. OTHER INTANGIBLE ASSETS

| | Trademark Rights | Computer Software | Others | Total |
|--------------------------------------|-----------------------------|------------------------------|---------------|-----------------|
| <u>Cost</u> | | | | |
| Balance at January 1, 2021 | \$ 726 | \$ 4,361 | \$ 100 | \$ 5,187 |
| Additions | - | 1,197 | - | 1,197 |
| Disposals | - | (2,038) | (100) | (2,138) |
| Balance at December 31, 2021 | <u>\$ 726</u> | <u>\$ 3,520</u> | <u>\$ -</u> | <u>\$ 4,246</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2021 | \$ 286 | \$ 1,758 | \$ 98 | \$ 2,142 |
| Amortization expenses | 73 | 2,218 | 2 | 2,293 |
| Disposals | - | (2,038) | (100) | (2,138) |
| Balance at December 31, 2021 | <u>\$ 359</u> | <u>\$ 1,938</u> | <u>\$ -</u> | <u>\$ 2,297</u> |
| Carrying amount at December 31, 2021 | <u>\$ 367</u> | <u>\$ 1,582</u> | <u>\$ -</u> | <u>\$ 1,949</u> |
| <u>Cost</u> | | | | |
| Balance at January 1, 2022 | \$ 726 | \$ 3,520 | \$ - | \$ 4,246 |
| Additions | - | 4,374 | 114 | 4,488 |
| Disposals | - | (1,903) | - | (1,903) |
| Foreign exchange | - | - | 2 | 2 |
| Balance at December 31, 2022 | <u>\$ 726</u> | <u>\$ 5,991</u> | <u>\$ 116</u> | <u>\$ 6,833</u> |
| <u>Accumulated amortization</u> | | | | |
| Balance at January 1, 2022 | \$ 359 | \$ 1,938 | \$ - | \$ 2,297 |
| Amortization expenses | 73 | 2,472 | 19 | 2,564 |
| Disposals | - | (1,903) | - | (1,903) |
| Balance at December 31, 2022 | <u>\$ 432</u> | <u>\$ 2,507</u> | <u>\$ 19</u> | <u>\$ 2,958</u> |
| Carrying amount at December 31, 2022 | <u>\$ 294</u> | <u>\$ 3,484</u> | <u>\$ 97</u> | <u>\$ 3,875</u> |

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

| | |
|-------------------|-----------|
| Trademark rights | 10 years |
| Computer software | 1-3 years |
| Others | 3 years |

17. BORROWINGS

a. Short-term borrowings

| | December 31 | |
|----------------------|-------------|------------------|
| | 2022 | 2021 |
| Unsecured borrowings | \$ <u>-</u> | \$ <u>20,933</u> |
| Annual interest rate | - | 1.80%-1.95% |

b. Long-term borrowings

| | December 31 | |
|-----------------------|-------------|----------------|
| | 2022 | 2021 |
| Unsecured borrowings | \$ - | \$ 1,667 |
| Less: Current portion | <u>-</u> | <u>(1,667)</u> |
| | \$ <u>-</u> | \$ <u>-</u> |
| Annual interest rate | - | 1.80% |

18. OTHER PAYABLES

| | December 31 | |
|-------------------------------------|------------------|------------------|
| | 2022 | 2021 |
| Payables for salaries and bonuses | \$ 38,927 | \$ 27,775 |
| Payables for annual leave | 10,230 | 8,905 |
| Payables for purchases of equipment | 8,675 | 6,713 |
| Others | <u>37,054</u> | <u>32,150</u> |
| | \$ <u>94,886</u> | \$ <u>75,543</u> |

19. RETIREMENT BENEFIT PLANS

Defined Contribution Plans

The Company, Chill Co., Ltd., Gorgeous Entertainment Co., Ltd. and PhotoTaxis Co., Ltd. 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.

The employees of the Group's subsidiaries in mainland China are members of state-managed retirement benefit plan operated by the government of mainland China. The subsidiaries are required to contribute specific percentage of payroll costs to the retirement benefit scheme to fund the benefits. The only obligation of the Group with respect to the retirement benefit plan is to make the specified contributions.

The Company's pension costs under defined contribution plans for the years ended December 31, 2022 and 2021 were \$11,340 thousand and \$11,174 thousand, respectively.

20. EQUITY

a. Share capital

| | December 31 | |
|--|-------------|------------|
| | 2022 | 2021 |
| Number of shares authorized (in thousands) | 80,000 | 80,000 |
| Share capital authorized (par value of \$10 per share) | \$ 800,000 | \$ 800,000 |
| Number of shares issued and fully paid (in thousands) | 44,340 | 44,973 |
| Shares issued and fully paid | \$ 443,404 | \$ 449,734 |

On July 30, 2021, the Company's shareholders in their meeting resolved to amend the Company's Articles of Incorporation and increase the number of shares authorized from 50,000 thousand shares to 80,000 thousand shares and share capital authorized from 500,000 thousand to 800,000 thousand. The total number of shares may be issued in installments.

On November 8, 2021, the Company's board of directors resolved to set November 18, 2021 as the capital increase base date to issue 100 thousand shares with a par value of \$10 per share thousand, and a total amount of \$1,000 thousand under a restricted share plan for employees. Refer to Note 22 for details.

b. Capital surplus

| | December 31 | |
|--|-------------------|-------------------|
| | 2022 | 2021 |
| May be used to offset a deficit, distributed as cash dividends, or transferred to share capital* | | |
| Issuance of ordinary shares | \$ 159,218 | \$ 234,751 |
| Capital increase reserved for employees | 2,320 | 2,320 |
| Employee restricted shares (vested) | 4,491 | 2,457 |
| | <u>166,029</u> | <u>239,528</u> |
| <u>May only be used to offset a deficit</u> | | |
| Share of changes in associates and joint ventures accounted for using the equity method | <u>-</u> | <u>17,183</u> |
| <u>May not be used for any purpose</u> | | |
| Employee restricted shares (unvested) | <u>5,679</u> | <u>7,713</u> |
| | <u>\$ 171,708</u> | <u>\$ 264,424</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 once a year).

c. Retained earnings and dividends policy

Under the dividend policy as set forth in the Company's Articles of Incorporation, where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as legal reserve 10% of the remaining profit, setting aside or reversing a special reserve in accordance with the laws and regulations, and then any remaining profit together with any undistributed retained earnings shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends and bonuses to shareholders, except that the board of directors is authorized to adopt a special resolution to distribute dividends and bonuses in cash and a report of such distribution should be submitted in the shareholders' meeting. For the policies on the distribution of compensation of employees and remuneration of directors, please refer to Note 22 b. for details.

As the Company is in the growing stage, the Company shall take into consideration the Company's future expansion plans, the Company's profit situations, capital and financial structure, operation requirements, accumulated surplus, legal reserve, and market competition situations. The Company would appropriate the dividends to the shareholders not less than 10% of the current year's earnings. The dividends could be paid in cash or shares. The cash portion should be equal to or more than 10% of the total dividends.

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

Items referred to under Rule No. 1090150022 issued by the FSC and in the directive titled "Questions and Answers for Special Reserves Appropriated Following Adoption of IFRSs", should be appropriated to or reversed from a special reserve by the Company.

In response to the "Relevant Measures for Postponing the Ordinary Meeting of Shareholders of Publicly Issued Companies in Response to the Epidemic" announced by the FSC, the Company stopped holding the ordinary meeting of shareholders and rescheduled it to July 30, 2021. The proposal for 2020 deficit offsetting was resolved by the shareholders as follows:

| | Deficit Offsetting |
|--|-------------------------------|
| Beginning retained earnings | \$ 1,144 |
| Less: Net loss for 2020 | <u>(129,111)</u> |
| Beginning deficit to be offset | (127,967) |
| Add: Legal reserve used for offsetting deficit | 22,380 |
| Add: Special reserve used for offsetting deficit | 10,302 |
| Add: Capital surplus - issuance of ordinary shares used for offsetting deficit | <u>95,285</u> |
| Ending deficit to be offset | <u>\$ -</u> |

The Company held an ordinary meeting of shareholders on June 16, 2022, and the proposal for 2021 deficit offsetting was resolved by the shareholders as follows:

| | Deficit Offsetting |
|--|-------------------------------|
| Beginning retained earnings | \$ - |
| Less: Changes in percentage of ownership interests in subsidiaries | (1,500) |
| Less: Net loss for 2021 | <u>(87,820)</u> |
| Beginning deficit to be offset | (89,320) |
| Add: Capital surplus - issuance of ordinary shares used for offsetting deficit | 72,137 |
| Add: Capital surplus - Share of changes in associates and joint ventures accounted for using the equity method used for offsetting deficit | <u>17,183</u> |
| Ending deficit to be offset | <u>\$ -</u> |

d. Special reserve

| | For the Year Ended December 31 | |
|---|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ - | \$ 10,302 |
| Special reserve used for offsetting deficit | <u>-</u> | <u>(10,302)</u> |
| Balance at December 31 | <u>\$ -</u> | <u>\$ -</u> |

e. Unearned employee benefits

| | For the Year Ended December 31 | |
|---|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ (5,991) | \$ (6,645) |
| Issuance of shares | - | (2,675) |
| Share-based payment expenses recognized | <u>3,011</u> | <u>3,329</u> |
| Balance at December 31 | <u>\$ (2,980)</u> | <u>\$ (5,991)</u> |

Refer to Note 25 for the issuance of employee restricted shares.

f. Treasury shares

| Purpose of Buy-back | Number of Shares at January 1 (In Thousands of Shares) | Increase During the Year (In Thousands of Shares) | Decrease During the Year (In Thousands of Shares) | Number of Shares at December 31 (In Thousands of Shares) |
|---------------------------------|---|--|--|---|
| <u>2022</u> | | | | |
| Transfer of shares to employees | <u>633</u> | <u>-</u> | <u>(633)</u> | <u>-</u> |
| <u>2021</u> | | | | |
| Transfer of shares to employees | <u>633</u> | <u>-</u> | <u>-</u> | <u>633</u> |

The Company's board of directors in its meeting on November 12, 2018 resolved to repurchase 633 thousand of shares from the stock exchange market during the period from November 13, 2018 to January 12, 2019. The shares will be transferred to employees within 3 years from the date of repurchase.

The treasury shares held by the Company cannot be pledged and no dividend and voting right are attached in accordance with the Regulations of Securities and Exchange Act.

In January 2022, the Company canceled 633 thousand treasury shares.

21. REVENUE

| | For the Year Ended December 31 | |
|--|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Production design and hardware engineering revenue | \$ 1,213,778 | \$ 806,387 |
| Equipment rental revenue | 25,382 | 28,652 |
| Ticket revenue | 60,085 | 27 |
| Others | <u>3,399</u> | <u>3,304</u> |
| | <u>\$ 1,302,644</u> | <u>\$ 838,370</u> |

a. Contract balances

| | December 31 | |
|---|--------------------|-------------------|
| | 2022 | 2021 |
| Notes and accounts receivable (including receivables from related parties) (Notes 8 and 29) | <u>\$ 243,844</u> | <u>\$ 209,302</u> |
| Contract liabilities - current (Note 29) | <u>\$ 18,544</u> | <u>\$ 33,218</u> |

The changes in contract liabilities primarily resulted from the timing difference between the Group's satisfaction of performance obligations and the respective customer's payment.

Revenue in the current year that was recognized from the contract liability balance at the beginning of the year was summarized as follows:

| | For the Year Ended December 31 | |
|--|---------------------------------------|------------------|
| | 2022 | 2021 |
| Production design and hardware engineering revenue | \$ 22,977 | \$ 57,372 |
| Ticket revenue | 3,445 | - |
| Others | <u>877</u> | <u>100</u> |
| | <u>\$ 27,299</u> | <u>\$ 57,472</u> |

b. Partially completed contracts

The transaction prices allocated to the performance obligations that are not fully satisfied and the expected timing for recognition of revenue are as follows:

| | December 31, 2022 |
|---|------------------------------|
| Production design and hardware engineering revenue - expected in 2023 | <u>\$ 18,544</u> |

22. NET LOSS

a. Depreciation and amortization

| | For the Year Ended December 31 2022 | 2021 |
|---|--|-------------------|
| Equipment and leasehold improvements | \$ 78,879 | \$ 74,425 |
| Right-of-use assets | 25,768 | 25,164 |
| Intangible assets | <u>2,564</u> | <u>2,293</u> |
| | <u>\$ 107,211</u> | <u>\$ 101,882</u> |
| An analysis of depreciation by function | | |
| Operating costs | \$ 87,656 | \$ 82,999 |
| Operating expenses | <u>16,991</u> | <u>16,590</u> |
| | <u>\$ 104,647</u> | <u>\$ 99,589</u> |
| An analysis of amortization by function | | |
| Operating costs | \$ 1,286 | \$ 1,266 |
| Operating expenses | <u>1,278</u> | <u>1,027</u> |
| | <u>\$ 2,564</u> | <u>\$ 2,293</u> |

b. Employee benefits expense

| | For the Year Ended December 31 2022 | 2021 |
|--|--|-------------------|
| Short-term employee benefits | \$ 258,856 | \$ 243,066 |
| Post-employment benefits (Note 19) | | |
| Defined contribution plan | <u>11,340</u> | <u>11,174</u> |
| | <u>\$ 270,196</u> | <u>\$ 254,240</u> |
| An analysis of employee benefits expense by function | | |
| Operating costs | \$ 146,247 | \$ 140,007 |
| Operating expenses | <u>123,949</u> | <u>114,233</u> |
| | <u>\$ 270,196</u> | <u>\$ 254,240</u> |

According to the Company's Articles of Incorporation, the Company accrues compensation of employees at the rates of no less than 2% and remuneration of directors at the rates of no higher than 2%, respectively, of net profit before income tax, compensation of employees, and remuneration of directors. For the years ended December 31, 2022 and 2021, due to net loss incurred in both years, the Company did not accrue the compensation of employees and the remuneration of directors.

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

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

23. INCOME TAXES

a. Income tax recognized in profit or loss

The major components of income tax benefit (expense) are as follows:

| | For the Year Ended December 31 | |
|---|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Current tax | | |
| Adjustments for prior year | \$ (41) | \$ (46) |
| Deferred tax | | |
| In respected of the current year | <u>1,640</u> | <u>(408)</u> |
| Income tax benefit (expense) recognized in profit or loss | <u>\$ 1,599</u> | <u>\$ (454)</u> |

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

| | For the Year Ended December 31 | |
|--|---------------------------------------|--------------------|
| | 2022 | 2021 |
| Loss before tax | <u>\$ (21,074)</u> | <u>\$ (92,436)</u> |
| Income tax benefit (expense) calculated at the statutory rate (20%) | \$ 4,215 | \$ 18,487 |
| Nondeductible expenses in determining taxable income | (8,338) | (6,180) |
| Unrecognized loss carryforwards and deductible temporary differences | 5,283 | (12,805) |
| Adjustments for prior year | (41) | (46) |
| Effect of different tax rates of group entities operating in other jurisdictions | <u>480</u> | <u>90</u> |
| Income tax benefit (expense) recognized in profit or loss | <u>\$ 1,599</u> | <u>\$ (454)</u> |

b. The movements of deferred tax assets and liabilities

For the year ended December 31, 2022

| | <u>Opening Balance</u> | <u>Recognized in Profit or Loss</u> | <u>Foreign Exchange</u> | <u>Closing Balance</u> |
|---|----------------------------|---|-----------------------------|----------------------------|
| <u>Deferred tax assets</u> | | | | |
| Temporary differences | | | | |
| Payables for annual leave | \$ 1,781 | \$ 265 | \$ - | \$ 2,046 |
| Unrealized loss on foreign currency exchange | 439 | (439) | - | - |
| Allowance for impairment loss | 287 | (287) | - | - |
| Others | <u>617</u> | <u>1,212</u> | <u>(5)</u> | <u>1,824</u> |
| | <u>\$ 3,124</u> | <u>\$ 751</u> | <u>\$ (5)</u> | <u>\$ 3,870</u> |
| <u>Deferred tax liabilities</u> | | | | |
| Temporary differences | | | | |
| Unrealized gain on foreign currency exchange | \$ - | \$ 325 | \$ - | \$ 325 |
| Others | <u>1,213</u> | <u>(1,214)</u> | <u>11</u> | <u>10</u> |
| | <u>\$ 1,213</u> | <u>\$ (889)</u> | <u>\$ 11</u> | <u>\$ 335</u> |

For the year ended December 31, 2021

| | <u>Opening Balance</u> | <u>Recognized in Profit or Loss</u> | <u>Foreign Exchange</u> | <u>Closing Balance</u> |
|---|----------------------------|---|-----------------------------|----------------------------|
| <u>Deferred tax assets</u> | | | | |
| Temporary differences | | | | |
| Payables for annual leave | \$ 2,161 | \$ (380) | \$ - | \$ 1,781 |
| Unrealized loss on foreign currency exchange | 679 | (240) | - | 439 |
| Allowance for impairment loss | 438 | (151) | - | 287 |
| Others | <u>121</u> | <u>496</u> | <u>-</u> | <u>617</u> |
| | <u>\$ 3,399</u> | <u>\$ (275)</u> | <u>\$ -</u> | <u>\$ 3,124</u> |
| <u>Deferred tax liabilities</u> | | | | |
| Temporary differences | | | | |
| Others | <u>\$ 1,088</u> | <u>\$ 133</u> | <u>\$ (8)</u> | <u>\$ 1,213</u> |

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

| | December 31 | |
|--|--------------------|-------------------|
| | 2022 | 2021 |
| Loss carryforwards - the Company | | |
| Expiry in 2031 | \$ 64,672 | \$ 64,973 |
| Expiry in 2030 | 87,176 | 102,245 |
| Expiry in 2029 | <u>-</u> | <u>2,659</u> |
| | <u>151,848</u> | <u>169,877</u> |
| Loss carryforwards - the subsidiaries | | |
| Expiry in 2032 | 23,625 | - |
| Expiry in 2031 | 23,568 | 23,568 |
| Expiry in 2030 | 8,988 | 8,539 |
| Expiry in 2029 | 1,444 | 1,444 |
| Expiry in 2025 | <u>4,574</u> | <u>10,114</u> |
| | <u>62,199</u> | <u>43,665</u> |
| | <u>\$ 214,047</u> | <u>\$ 213,542</u> |
| Deductible temporary differences - the Company | | |
| Allowance for impairment loss | <u>\$ -</u> | <u>\$ 11,626</u> |

- d. The aggregate amount of temporary differences associated with investments for which deferred tax liabilities have not been recognized

As of December 31, 2022 and 2021, the taxable temporary differences associated with investments in subsidiaries for which no deferred tax liabilities have been recognized were \$63,305 thousand and \$76,465 thousand, respectively.

- e. Income tax assessments

Income tax returns through 2020 and undistributed earnings through 2019 of the Company, Chill Co., Ltd. and Gorgeous Entertainment Co., Ltd. have been assessed by the tax authorities.

24. LOSS PER SHARE

| | For the Year Ended December 31 | |
|-----------------------------|---------------------------------------|------------------|
| | 2022 | 2021 |
| Basic loss per share (NT\$) | <u>\$ (0.31)</u> | <u>\$ (2.00)</u> |

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

| | For the Year Ended December 31 | |
|--|---------------------------------------|--------------------|
| | 2022 | 2021 |
| <u>Net loss for the year</u> | | |
| Net loss for the year attributable to owners of the Company | <u>\$ (13,764)</u> | <u>\$ (87,820)</u> |
| <u>Number of shares (in thousands)</u> | | |
| Weighted average number of ordinary shares used in the computation of basic loss per share | <u>44,060</u> | <u>43,997</u> |

25. SHARE-BASED PAYMENT AGREEMENTS

On July 30, 2021 and June 19, 2019, the shareholders in their meetings resolved the issuance of 100 thousand shares and 500 thousand shares under a restricted share plan for employees with a total amount of \$1,000 thousand and \$5,000 thousand, respectively, which was approved by the FSC. The vesting conditions of the restricted stock awards (RSAs) are as follows:

- a. 20% of granted RSAs will be vested, if the employees remain employed by the Company within one year on the last date of each vesting period and the employees' performance metrics are met at the same time.
- b. 20% of granted RSAs will be vested, if the employees remain employed by the Company within two years on the last date of each vesting period and the employees' performance metrics are met at the same time.
- c. 20% of granted RSAs will be vested, if the employees remain employed by the Company within three years on the last date of each vesting period and the employees' performance metrics are met at the same time.
- d. 20% of granted RSAs will be vested, if the employees remain employed by the Company within four years on the last date of each vesting period and the employees' performance metrics are met at the same time.
- e. 20% of granted RSAs will be vested, if the employees remain employed by the Company within five years on the last date of each vesting period and the employees' performance metrics are met at the same time.

Restrictions imposed on the employees' rights in the RSAs before the vesting conditions are fulfilled:

- a. During each vesting period, no employees granted RSAs may sell, pledge, transfer, give to another person, create any encumbrance on, or otherwise dispose of, any shares under the unvested RSAs according to the trust agreement.
- b. If the Company applies for non-statutory capital reduction, the RSAs should be canceled in proportion to the capital reduction. The refund of cash shall be delivered to the engaged trustee before the vesting conditions are fulfilled. If the vesting conditions are not fulfilled, the Company will withdraw the refund of cash.
- c. The attendance, proposal rights, speech rights, and voting rights shall be exercised by the engaged trustee on the employees' behalf.
- d. The RSAs should be delivered to trust custodians upon the grant date. The employees cannot request for refund by all means before the vesting conditions are fulfilled.

On August 12, 2019, the board of directors approved to issue 100 thousand shares under a restricted share plan for employees with a par value of \$10 per share and a total amount of \$1,000 thousand. The grant date was August 12, 2019, and the closing price was \$47.9 per share. As of December 31, 2022, 60 thousand shares of the RSAs are vested.

On March 20, 2020, the board of directors approved to issue 100 thousand shares under a restricted share plan for employees with a par value of \$10 per share and a total amount of \$1,000 thousand. The grant date was March 20, 2020, and the closing price was \$29 per share. As of December 31, 2022, 40 thousand shares of the RSAs are vested.

On May 6, 2020, the board of directors approved to issue 100 thousand shares under a restricted share plan for employees with a par value of \$10 per share and a total amount of \$1,000 thousand. The grant date was May 6, 2020, and the closing price was \$38.05 per share. As of December 31, 2022, 40 thousand shares of the RSAs are vested.

On November 8, 2021, the board of directors approved to issue 100 thousand shares under a restricted share plan for employees with a par value of \$10 per share and a total amount of \$1,000 thousand. The grant date was November 8, 2021, and the closing price was \$26.75 per share. As of December 31, 2022, 20 thousand shares of the RSAs are vested.

For the years ended December 31, 2022 and 2021, the compensation cost recognized on the RSAs were \$3,011 thousand and \$3,329 thousand, respectively.

26. NON-CASH TRANSACTIONS

As of December 31, 2022 and 2021, the additions to equipment that have not been paid in cash were \$8,675 thousand and \$6,713 thousand, respectively.

27. CAPITAL MANAGEMENT

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

The capital structure of the Group consists of net debt (borrowings offset by cash and cash equivalents) and equity (comprising issued capital, accumulated deficit and other equity).

According to the scale and the growth of the industry and the Group's future roadmap, the Group plans the corresponding research and development investment and capital expenditure. Furthermore, the Group estimates working capital and cash demands based on the long-term development plan and the industry characteristics to meet the overall operating model. Finally, in consideration of the prevailing industry dynamics and the future development as well as the changes in the external economic environment, the Group manages its working capital and dividend payments in the future, to ensure that the Group will be able to continue as a going concern while maximizing the returns to shareholders as well as other related parties through the optimization of capital structure. The management reviews capital structures periodically and considers the possible costs and risks of different capital structures. Generally, the Group adopted a prudent capital management strategy.

28. FINANCIAL INSTRUMENTS

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

The management considers that the carrying amounts of financial assets and financial liabilities that are not measured at fair value approximate their fair values.

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

1) Fair value hierarchy

| | <u>Level 1</u> | <u>Level 2</u> | <u>Level 3</u> | <u>Total</u> |
|--------------------------------|----------------|----------------|------------------|------------------|
| <u>December 31, 2022</u> | | | | |
| Financial assets at FVTPL | | | | |
| Unlisted companies | \$ - | \$ - | \$ 6,147 | \$ 6,147 |
| Performance contracts | <u>-</u> | <u>-</u> | <u>3,809</u> | <u>3,809</u> |
| | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 9,956</u> | <u>\$ 9,956</u> |
| Financial assets at FVTOCI | | | | |
| Unlisted shares | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 15,479</u> | <u>\$ 15,479</u> |
| Financial liabilities at FVTPL | | | | |
| Performance contracts | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 6,182</u> | <u>\$ 6,182</u> |
| <u>December 31, 2021</u> | | | | |
| Financial assets at FVTPL | | | | |
| Performance contracts | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 24,533</u> | <u>\$ 24,533</u> |
| Financial assets at FVTOCI | | | | |
| Unlisted shares | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 16,313</u> | <u>\$ 16,313</u> |
| Financial liabilities at FVTPL | | | | |
| Performance contracts | <u>\$ -</u> | <u>\$ -</u> | <u>\$ 5,831</u> | <u>\$ 5,831</u> |

There were no transfers between Levels 1 and 2 for the years ended December 31, 2022 and 2021.

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

Financial assets at FVTPL

| | <u>For the Year Ended December 31</u> | |
|------------------------------|---------------------------------------|------------------|
| | <u>2022</u> | <u>2021</u> |
| Balance at January 1 | \$ 24,533 | \$ 21,999 |
| Additions | 9,870 | 16,000 |
| Recognized in profit or loss | 1,259 | (12,263) |
| Derecognition | (26,263) | (619) |
| Foreign exchange | <u>557</u> | <u>(584)</u> |
| Balance at December 31 | <u>\$ 9,956</u> | <u>\$ 24,533</u> |

Financial assets at FVTOCI

| | For the Year Ended December 31 | |
|--|---------------------------------------|------------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ 16,313 | \$ 15,121 |
| Recognized in other comprehensive income or loss | <u>(834)</u> | <u>1,192</u> |
| Balance at December 31 | <u>\$ 15,479</u> | <u>\$ 16,313</u> |

Financial liabilities at FVTPL

| | For the Year Ended December 31 | |
|------------------------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Balance at January 1 | \$ 5,831 | \$ 459 |
| Additions | - | 5,831 |
| Recognized in profit or loss | 351 | (35) |
| Derecognition | <u>-</u> | <u>(424)</u> |
| Balance at December 31 | <u>\$ 6,182</u> | <u>\$ 5,831</u> |

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

| Financial Instruments | Valuation Techniques and Inputs |
|--|---|
| Performance contracts/foreign unlisted companies | The income approach is used to estimate the present value of the expected future economic benefits of these contracts by discounting the estimated future cash flow. The significant unobservable inputs used are discount rates. An increase in discount rates would result in a decrease in fair values. |
| Domestic unlisted shares | The assets approach is used to the individual assets and individual liabilities to reflect the overall value of the investment target. Significant unobservable inputs are discounted considering marketability. The market approach is used to arrive at their fair values for which the recent financial activities of investees, the market transaction prices of similar companies and market conditions are considered. Significant unobservable inputs are discounted considering marketability. |

c. Categories of financial instruments

| | December 31 | |
|-------------------------|--------------------|-------------|
| | 2022 | 2021 |
| <u>Financial assets</u> | | |
| FVTPL | \$ 9,956 | \$ 24,533 |
| FVTOCI | 15,479 | 16,313 |
| Amortized cost (1) | 755,610 | 573,825 |

(Continued)

| | December 31 | |
|------------------------------|-------------|-------------|
| | 2022 | 2021 |
| <u>Financial liabilities</u> | | |
| FVTPL | \$ 6,182 | \$ 5,831 |
| Amortized cost (2) | 485,083 | 312,448 |
| | | (Concluded) |

- 1) The balances include financial assets measured at amortized cost, which comprise cash and cash equivalents, notes and accounts receivable, receivables from related parties, other receivables (included in other current assets), other receivables from related parties and refundable deposits (included in other current assets and other non-current assets).
- 2) The balances included financial liabilities measured at amortized cost, which comprise short-term borrowings, notes and accounts payable, payables to related parties, other payables, other payables to related parties and long-term borrowings (included current portion).

d. Financial risk management objectives and policies

The Group's main target of financial risk management is to manage the market risk related to operating activities (including foreign currency risk and interest rate risk), credit risk and liquidity risk. To reduce the potential and detrimental influence of the fluctuations in the market on the Group's financial performance, the Group endeavors to identify, estimate and hedge the uncertainties of the market.

The Group's significant financial activity is reviewed and approved by the board of directors in compliance with related regulations and internal control policy, and the authority and responsibility are delegated according to the operating procedures.

1) Market risk

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

a) Foreign currency risk

The Group's part operating activities and foreign operations were in foreign currencies, which exposed the Group to foreign currency risk. For the years ended December 31, 2022 and 2021, the amount of foreign exchange gain (loss) were \$7,341 thousand and \$(780) thousand, respectively, or 0.56% and (0.09%), respectively, of the consolidated operating revenue. Thus, there is no significant impact on the Group. To mitigate the negative impact of exchange rate fluctuations, the Group carefully monitors the exchange rate fluctuations and adjusts its foreign currency position based on future cash flow demand and the current foreign currency position.

The carrying amounts of the Group's foreign currency-denominated monetary assets and monetary liabilities at the end of the years are set out in Note 31.

Sensitivity analysis

The sensitivity analysis focused on outstanding foreign currency-denominated monetary assets and monetary liabilities (mainly USD, RMB and HKD) at the end of the reporting period. A positive number below indicates a decrease/increase in pre-tax net loss associated with the relevant foreign currency strengthening/weakening by 5% against New Taiwan dollars.

| | For the Year Ended December 31 | |
|-------------------|---------------------------------------|-----------------|
| | 2022 | 2021 |
| Decrease/increase | <u>\$ 3,180</u> | <u>\$ 1,710</u> |

b) Interest rate risk

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

| | December 31 | |
|-------------------------------|--------------------|-------------|
| | 2022 | 2021 |
| Fair value interest rate risk | | |
| Financial assets | \$ 5,364 | \$ 2,305 |
| Cash flow interest rate risk | | |
| Financial assets | 472,219 | 342,689 |
| Financial liabilities | - | 22,600 |

The Group acquires better interest rates through long-term cooperation with banks; therefore, the effect of interest rate fluctuations is immaterial.

Sensitivity analysis

The sensitivity analysis below was determined based on the Group's exposure to interest rates for non-derivative instruments at the end of the year. For floating rate assets and liabilities, the analysis was prepared assuming the amount of each asset and liability outstanding at the end of the year was outstanding for the whole year.

If interest rates had been 5 basis points (0.05%) higher/lower and all other variables were held constant, the Group's pre-tax loss for the years ended December 31, 2022 and 2021 would have decreased/increased by \$236 thousand and \$160 thousand, respectively.

2) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. At the end of the reporting period, the Group's maximum exposure to credit risk, which would cause a financial loss to the Group due to the failure of the counterparty to discharge its obligation, is the carrying amount of the financial assets recognized in the consolidated balance sheets.

To maintain the quality of accounts receivable, the Group applies credit risk management procedures to reduce the credit risk from specific customers. The credit evaluation of an individual customer includes the consideration of factors that will affect payment ability such as present financial condition, past transaction records, and current economic conditions. In addition, the credit risk is monitored and evaluated by the Group's financial department. Since the counterparties are creditworthy banks and enterprises and the concentration of credit risk is not significant, the credit risk is anticipated to be immaterial.

3) Liquidity risk

The Group manages liquidity risk by monitoring and maintaining a level of cash deemed adequate to finance the Group's operations and mitigate the impact of fluctuations in cash flows. In addition, management monitors the status of bank borrowings and ensures compliance with loan covenants. In addition to working capital, the Group meets the cash needs for its operations through the financing of funds and new shares issued for cash. Thus, no material liquidity risk is anticipated.

29. TRANSACTIONS WITH RELATED PARTIES

Balances, transactions, revenue and expense 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. Details of transactions between the Group and other related parties are disclosed below.

a. Related parties and their relationship with the Group

| Related Party | Relationship with the Group |
|---|--|
| B'in Music International Limited (B'in Music) | Group members of investors with significant influence over the Company |
| B'tween International Limited | Group members of investors with significant influence over the Company |
| Fine Music International Limited (Fine Music) | Group members of investors with significant influence over the Company |
| Begin Music Limited (Begin Music) | Group members of investors with significant influence over the Company |
| B'in Music (HK) Co. Limited | Related party in substance |
| Hsun I Corp. Ltd. (Hsun I) | Related party in substance (liquidated on July 6, 2021) |
| Empty Shells Pictures Co., Ltd. | Associate |
| Me Music International Limited | Associate (disposed of in December 2022) |
| Bin333 Co., Ltd. | Associate |
| SHOWIN LTD. | Joint venture |

b. Operating revenue

| Related Party Category/Name | For the Year Ended December 31 | |
|--|---------------------------------------|-------------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | | |
| B'in Music | \$ 199,191 | \$ 209,694 |
| Others | <u>35,444</u> | <u>4,488</u> |
| | 234,635 | 214,182 |
| Related party in substance | 6,775 | - |
| Associate | 238 | - |
| Joint venture | <u>4,182</u> | <u>1,076</u> |
| | <u>\$ 245,830</u> | <u>\$ 215,258</u> |

The service revenue with related parties was conducted under pricing terms similar to that with third parties, except for transactions on services with special specifications. Settlement terms for related-party transactions were similar to those for third parties.

c. Operating costs (included purchases and service costs)

| Related Party Category | For the Year Ended December 31 | |
|--|--------------------------------|-----------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | \$ 7,049 | \$ 4,870 |
| Related party in substance | - | 1,741 |
| Associate | 12,602 | - |
| Joint venture | <u>283</u> | <u>-</u> |
| | <u>\$ 19,934</u> | <u>\$ 6,611</u> |

For purchases from related parties, the prices and terms of payables approximate those with non-related parties.

d. Receivables from related parties

| Related Party Category/Name | December 31 | |
|--|------------------|------------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | | |
| B'in Music | \$ 32,484 | \$ 39,275 |
| Others | <u>13,974</u> | <u>-</u> |
| | 46,458 | 39,275 |
| Related party in substance | 5,656 | - |
| Joint venture | <u>551</u> | <u>909</u> |
| | <u>\$ 52,665</u> | <u>\$ 40,184</u> |

The outstanding receivables from related parties are unsecured. For the years ended December 31, 2022 and 2021, no impairment loss was recognized for receivables from related parties.

e. Other receivables from related parties

| Related Party Category/Name | December 31 | |
|--|-----------------|-------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | | |
| Begin Music | <u>\$ 2,639</u> | <u>\$ -</u> |

f. Contract liabilities

| Related Party Category/Name | December 31 | |
|--|-------------|-----------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | | |
| B'in Music | <u>\$ -</u> | <u>\$ 3,693</u> |

g. Payables to related parties

| Related Party Category | December 31 | |
|--|--------------------|---------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | \$ 410 | \$ 593 |
| Associate | <u>4,757</u> | <u>-</u> |
| | <u>\$ 5,167</u> | <u>\$ 593</u> |

The outstanding payables to related parties are unsecured.

h. Other payables to related parties

| Related Party Category | December 31 | |
|--|--------------------|-------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | <u>\$ -</u> | <u>\$ 5</u> |

i. Prepayments (included in other current assets)

| Related Party Category | December 31 | |
|--|--------------------|-----------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | <u>\$ -</u> | <u>\$ 1,583</u> |

j. Financial liabilities

| Related Party Category/Name | December 31 | |
|--|--------------------|-----------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | | |
| Fine Music | <u>\$ 4,121</u> | <u>\$ 3,888</u> |

k. Acquisition of equipment and leasehold improvements

| Related Party Category/Name | For the Year Ended December 31 | |
|------------------------------------|---------------------------------------|------------------|
| | 2022 | 2021 |
| Related party in substance | | |
| Hsun I | <u>\$ -</u> | <u>\$ 19,500</u> |

For the year ended December 31, 2021, miscellaneous purchases of \$270 thousand were included in the operating costs.

l. Other expenses

| Related Party Category | For the Year Ended December 31 | |
|--|--------------------------------|--------------|
| | 2022 | 2021 |
| Group members of investors with significant influence over the Company | \$ 10 | \$ 90 |
| Associate | <u>5</u> | <u>-</u> |
| | <u>\$ 15</u> | <u>\$ 90</u> |

m. Compensation of key management personnel

| | For the Year Ended December 31 | |
|------------------------------|--------------------------------|------------------|
| | 2022 | 2021 |
| Short-term employee benefits | \$ 13,499 | \$ 16,329 |
| Post-employment benefits | <u>333</u> | <u>432</u> |
| | <u>\$ 13,832</u> | <u>\$ 16,761</u> |

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

30. OTHER ITEMS

Due to the impact of the COVID-19 pandemic which has evolved globally and currently in Taiwan, all kinds of shows or events have been postponed or suspended, and operating revenue has decreased significantly. As the epidemic passes by, the Group continues to adjust its business development and financial operations in response to the relief of the pandemic and relaxation of policies, its operations are expected to gradually return to normal.

In response to the impact of the epidemic, the Group has taken the following actions

a. Government relief measures

The Group has applied to the government for various subsidies such as salaries and working capital. For the years ended December 31, 2022 and 2021, the Group received subsidies of \$1,263 thousand and \$12,080 thousand, respectively.

b. Others

Based on the information available as of the balance sheet date, the Group considered the economic implications of the epidemic when making its critical accounting estimates. See Note 5 for details.

31. EXCHANGE RATE OF FINANCIAL ASSETS AND LIABILITIES DENOMINATED IN FOREIGN CURRENCIES

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

December 31, 2022

| | <u>Foreign Currency</u> | <u>Exchange Rate</u> | <u>Carrying Amount</u> |
|------------------------------|-----------------------------|--------------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| RMB | \$ 6,506 | 4.408 | \$ 28,677 |
| USD | 234 | 30.710 | 7,196 |
| HKD | 8,959 | 3.938 | 35,281 |
| <u>Financial liabilities</u> | | | |
| Monetary item | | | |
| RMB | 1,688 | 4.408 | 7,441 |
| USD | 4 | 30.710 | 115 |

December 31, 2021

| | <u>Foreign Currency</u> | <u>Exchange Rate</u> | <u>Carrying Amount</u> |
|------------------------------|-----------------------------|--------------------------|----------------------------|
| <u>Financial assets</u> | | | |
| Monetary items | | | |
| RMB | \$ 459 | 4.344 | \$ 1,992 |
| USD | 679 | 27.680 | 18,784 |
| HKD | 5,406 | 3.549 | 19,187 |
| <u>Financial liabilities</u> | | | |
| Monetary item | | | |
| HKD | 1,627 | 3.549 | 5,773 |

For the years ended December 31, 2022 and 2021, realized and unrealized net foreign exchange gain (loss) were \$7,341 thousand and \$(780) thousand, respectively. It is impractical to disclose net foreign exchange gain (loss) by each significant foreign currency due to the variety of foreign currency transactions and functional currencies of the entities in the Group.

32. SEPARATELY DISCLOSED ITEMS

a. Information on significant transactions and b. Information on investees:

- 1) Financing provided to others (Table 1)
- 2) Endorsements/guarantees provided (None)

- 3) Marketable securities held (excluding investments in subsidiaries, associates and joint ventures) (Table 2)
 - 4) Marketable securities acquired or disposed of at costs or prices of at least NT\$300 million or 20% of the paid-in capital (None)
 - 5) Acquisition of individual real estate at costs of at least NT\$300 million or 20% of the paid-in capital (None)
 - 6) Disposal of individual real estate at prices of at least NT\$300 million or 20% of the paid-in capital (None)
 - 7) Total purchases from or sales to related parties amounting to at least NT\$100 million or 20% of the paid-in capital (Table 3)
 - 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: Intercompany relationships and significant intercompany transactions (Table 4)
 - 11) Information on investees (Table 5)
- 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 6)
 - 2) Any of the following significant transactions with investee companies in mainland China, either directly or indirectly through a third party, and their prices, payment terms, and unrealized gains or losses (None):
 - a) The amount and percentage of purchases and the balance and percentage of the related payables at the end of the period
 - b) The amount and percentage of sales and the balance and percentage of the related receivables at the end of the period
 - c) The amount of property transactions and the amount of the resultant gains or losses
 - d) The balance of negotiable instrument endorsements or guarantees or pledges of collateral at the end of the period and the purposes
 - e) The highest balance, the ending balance, the interest rate range, and total current period interest with respect to the financing of funds
 - f) Other transactions that have a material effect on the profit or loss for the year 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 7)

33. SEGMENT INFORMATION

a. Segment revenue and results

Information reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. Based on the regular review of results used for resource allocation and performance measurement by key operational decision makers, the parent and subsidiaries are a single operating department, which mainly provides software and hardware services for shows or events, and the profit and loss, assets and liabilities of segment are measured on the same basis as the financial statements.

b. Revenue from major products and services

The analysis of the Group's revenue from continuing operations from its major products and services, see Note 21 for the details.

c. Geographical information

The Group's revenue from continuing operations from external customers by location of operations and information on its non-current assets by location are detailed below.

| | Revenue from External Customers | | Non-current Assets | |
|----------------|---------------------------------|-------------------|--------------------|-------------------|
| | For the Year Ended December 31 | | December 31 | |
| | 2022 | 2021 | 2022 | 2021 |
| Taiwan | \$ 1,222,763 | \$ 807,161 | \$ 314,700 | \$ 311,756 |
| Mainland China | 42,615 | 15,750 | - | 997 |
| Hong Kong | 19,238 | 13,906 | 2,996 | 3,511 |
| Asia | 10,542 | 1,386 | 97 | - |
| Others | <u>7,486</u> | <u>167</u> | <u>-</u> | <u>-</u> |
| | <u>\$ 1,302,644</u> | <u>\$ 838,370</u> | <u>\$ 317,793</u> | <u>\$ 316,264</u> |

Non-current assets exclude financial instruments and deferred tax assets.

d. Information on major customers

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

| | For the Year Ended December 31 | | | |
|------------|--------------------------------|----|------------|----|
| | 2022 | | 2021 | |
| | Amount | % | Amount | % |
| Customer A | \$ 199,191 | 15 | \$ 209,694 | 25 |

TABLE 1

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| No. (Note 1) | Lender | Borrower | Financial Statement Account | Related Party | Highest Balance for the Period | Ending Balance | Actual Amount Borrowed (Note 3) | Interest Rate | Nature of Financing | Business Transaction Amount | Reasons for Short-term Financing | Allowance for Impairment Loss | Collateral | | Financing Limit for Each Borrower (Note 2) | Aggregate Financing Limit (Note 2) |
|-----------------|---------------------|-----------------|--|------------------|--------------------------------------|-------------------|--|------------------|-------------------------|-----------------------------------|--|--|------------|-------|--|---|
| | | | | | | | | | | | | | Item | Value | | |
| 0 | B'in Live Co., Ltd. | Chill Co., Ltd. | Other receivables from related parties | Y | \$ 20,000 | \$ 20,000 | \$ 15,000 | 2.5% | Short-term financing | \$ - | Operating capital | \$ - | - | \$ - | \$ 50,132 | \$ 200,529 |

Note 1: The method of filling in the number:

- a. The Company is numbered 0.
- b. The subsidiaries of the Company are sequentially numbered from 1 based on their investment structures.

Note 2: Total loans shall not exceed 40% of the lender’s net equity of the latest quarter while individual loans shall not exceed 10% of the lender’s net equity of the latest quarter.

Note 3: The balances have been eliminated on consolidation.

TABLE 2

B'IN LIVE CO., LTD. AND SUBSIDIARIES

**MARKETABLE SECURITIES HELD
DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars)**

| Holding Company Name | Type and Name of Marketable Securities (Note 1) | Relationship with the Holding Company | Financial Statement Account | December 31, 2022 | | | | Note |
|---------------------------|---|--|--|---------------------|--------------------|------------------------------------|------------|------|
| | | | | Number of Shares | Carrying Amount | Percentage of Ownership % | Fair Value | |
| B'in Live Co., Ltd. | <u>Limited liability company</u> Sugar Hill World Premiere LLC | - | Financial assets at FVTPL - current | - | \$ 4,607 | - | \$ 4,607 | |
| | <u>Ordinary shares</u> Cubical Motivation System Co., Ltd. | - | Financial assets at FVTOCI - non-current | 90 | 546 | 18 | 546 | |
| | Flight International Co., Ltd. | - | " | 433 | 14,933 | 2.37 | 14,933 | |
| B'in Live Japan Co., Ltd. | <u>Limited liability company</u> Sugar Hill World Premiere LLC | - | Financial assets at FVTPL - current | - | 1,540 | - | 1,540 | |

Note 1: The securities mentioned in this table above are those classified as financial instruments under IFRS 9.

Note 2: Refer to Tables 5 and 6 for information on investment in subsidiaries and associates.

TABLE 3

B'IN LIVE CO., LTD. AND SUBSIDIARIES

**TOTAL PURCHASES FROM OR SALES TO RELATED PARTIES AMOUNTING TO AT LEAST \$100 MILLION OR 20% OF THE PAID-IN CAPITAL
FOR THE YEAR ENDED DECEMBER 31, 2022
(In Thousands of New Taiwan Dollars)**

| Buyer/Seller | Related Party | Relationship | Transaction Details | | | | Abnormal Transaction | | Notes/Accounts Receivable (Payable) | |
|---------------------|----------------------------------|--|---------------------|------------|---------------|---------------------------------|----------------------|---------------|--|---------------|
| | | | Purchase/ Sale | Amount | % of Total | Payment Terms | Unit Price | Payment Terms | Ending Balance | % of Total |
| B'in Live Co., Ltd. | B'in Music International Limited | Group members of investors with significant influence over the Company | Sale | \$ 199,191 | 15.29% | 90 days after transaction month | \$ - | - | \$ 32,484 | 13.32% |

TABLE 4

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| No. (Note 1) | Company | Counterparty | Relationship (Note 2) | Transaction Details | | | |
|-----------------|---------------------|----------------------------------|--------------------------|--|--------------------|---|--|
| | | | | Financial Statement Account | Amount (Note 1) | Payment Terms | % of Total Sales or Assets (Note 2) |
| 0 | B'in Live Co., Ltd. | Chill Co., Ltd. | Subsidiary | Operating revenue | \$ 10,539 | According to the conditions | 0.8% |
| | | | | Operating costs | 4,838 | According to the conditions | 0.4% |
| | | | | Operating expenses | 56 | According to the conditions | - |
| | | | | Interest income | 144 | Short-term financing, with a term of one year | - |
| | | | | Receivables from related parties | 3,751 | According to the conditions | 0.3% |
| | | | | Payables to related parties | 1,451 | According to the conditions | 0.1% |
| | | | | Other receivables from related parties | 15,144 | Short-term financing, with a term of one year | 1.3% |
| | | Gorgeous Entertainment Co., Ltd. | Subsidiary | Operating revenue | 19,491 | According to the conditions | 1.5% |
| | | | | Operating costs | 6,181 | According to the conditions | 0.5% |
| | | | | Other income | 389 | According to the conditions | - |
| | | | | Receivables from related parties | 9,202 | According to the conditions | 0.8% |
| | | | | Payables to related parties | 4,572 | According to the conditions | 0.4% |
| | | | | Other receivables from related parties | 1,781 | According to the conditions | - |
| | | PhotoTaxis Co., Ltd. | Subsidiary | Operating revenue | 336 | According to the conditions | - |
| | | | | Operating costs | 4,654 | According to the conditions | 0.4% |
| | | | | Prepayments | 238 | According to the conditions | - |
| | | | | Receivables from related parties | 29 | According to the conditions | - |
| | | | | Payables to related parties | 2,861 | According to the conditions | 0.2% |
| | | B'in Live (Shanghai) Ltd. | Subsidiary | Operating revenue | 20,331 | According to the conditions | 1.6% |
| | | B'in Live Japan Co., Ltd. | Subsidiary | Operating costs | 450 | According to the conditions | - |
| | Chill Co., Ltd. | Gorgeous Entertainment Co., Ltd. | Fellow subsidiary | Operating expenses | 15 | According to the conditions | - |

Note 1: The balances have been eliminated on consolidation.

Note 2: The percentage of transaction amount to total consolidated operating revenue or assets is calculated as follows:

For balance sheet accounts: Transaction amount ÷ Total consolidated assets.

For income statement accounts: Accumulated transaction amount in current period ÷ Total consolidated operating revenues.

TABLE 5**B'IN LIVE CO., LTD. AND SUBSIDIARIES****INFORMATION ON INVESTEEES****FOR THE YEAR ENDED DECEMBER 31, 2022****(In Thousands of New Taiwan Dollars, Unless Stated Otherwise)**

| Investor Company | Name of Investee | Location | Main Businesses and Products | Original Investment Amount | | As of December 31, 2022 | | | Net Income (Loss) of the Investee | Share of Profit (Loss) | Note |
|---------------------|----------------------------------|-----------|---|----------------------------|-------------------|-------------------------------|-----------|-----------------|-----------------------------------|------------------------|----------------|
| | | | | December 31, 2022 | December 31, 2021 | Number of Shares in Thousands | Ratio (%) | Carrying Amount | | | |
| B'in Live Co., Ltd. | B'in Live Limited. | Hong Kong | Hardware and software services for shows | \$ 27,666 | \$ 27,666 | 700 | 100 | \$ 107,507 | \$ (12,396) | \$ (12,396) | Subsidiary (1) |
| | Chill Co., Ltd. | Taiwan | Event planning and advertising services | 10,025 | 10,025 | 1,170 | 78 | (15,442) | (5,770) | (4,501) | Subsidiary (1) |
| | Gorgeous Entertainment Co., Ltd. | Taiwan | Planning, production and management for shows | 3,750 | 3,750 | 900 | 75 | 1,624 | (17,656) | (13,242) | Subsidiary (1) |
| | PhotoTaxis Co., Ltd. | Taiwan | Software services for shows | 5,250 | 5,250 | 525 | 75 | 4,469 | 79 | (84) | Subsidiary (1) |
| | B'in Live Japan Co., Ltd. | Japan | Planning and software production for shows | 8,400 | 8,400 | 0.6 | 100 | 2,874 | (763) | (763) | Subsidiary (1) |
| | Empty Shells Pictures Co., Ltd. | Taiwan | Film production and distribution | 5,500 | 5,500 | 1,100 | 22.69 | 5,238 | 646 | 146 | |
| | Me Music International Limited | Taiwan | Music production and distribution | - | 9,000 | - | - | - | (14,303) | (6,430) | |
| | Bin333 Co., Ltd. | Taiwan | Software services for shows | 4,500 | - | 450 | 45 | 5,070 | 1,267 | 570 | (3) |

Note 1: The balances have been eliminated on consolidation.

Note 2: Refer to Table 6 for information on investments in mainland China.

Note 3: The Group disposed of all interest in Me Music International Limited in December 2022.

TABLE 6

B'IN LIVE CO., LTD. AND SUBSIDIARIES

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

| Investee Company | Main Businesses and Products | Paid-in Capital | Method of Investment | Accumulated Outward Remittance for Investment from Taiwan as of January 1, 2022 | Remittance of Funds | | Accumulated Outward Remittance for Investment from Taiwan as of December 31, 2022 | Net Income (Loss) of the Investee | % Ownership of Direct or Indirect Investment | Investment Gain (Loss) | Carrying Amount as of December 31, 2022 | Accumulated Repatriation of Investment Income as of December 31, 2022 | Note |
|---------------------------|--|---------------------------------|--|---|---------------------|--------|---|-----------------------------------|--|------------------------|---|---|---------------------|
| | | | | | Outward | Inward | | | | | | | |
| B'in Live (Shanghai) Ltd. | Hardware and software services for shows | \$ 6,541 (US\$ 210 thousand) | Reinvestment in China through third region investment companies (B'in Live Limited.). | \$ 4,942 (US\$ 160 thousand) | \$ - | \$ - | \$ 4,942 (US\$ 160 thousand) | \$ (9,903) | 100 | \$ (9,903) | \$ 88,747 | \$ - | Subsidiary (Note 1) |
| B'in Live (Chengdu) Ltd. | Hardware and software services for shows | - | Reinvestment in China through third region investment companies (B'in Live Limited.). | 7,898 (US\$ 255 thousand) | - | - | 7,898 (US\$ 255 thousand) | (939) | - | (939) | - | - | Note 2 |
| SHOWIN LTD. | Hardware and software services for shows | 51,906 (RMB 12,000 thousand) | Reinvestment in China through mainland China investment companies (B'in Live (Shanghai) Ltd.). | - | - | - | - | (25,536) | 50 | (12,767) | 25,482 | - | |

| Accumulated Investment in Mainland China as of December 31, 2022 (Note 3) | Investment Amounts Authorized by Investment Commission, MOEA (Note 3) | Upper Limit on Investment |
|--|--|---------------------------|
| \$12,840 (US\$415 thousand) | \$14,439 | \$338,818 |

Note 1: The balances have been eliminated on consolidation.

Note 2: B'in Live (Chengdu) Ltd. was liquidated and dissolved in November 2022.

Note 3: The liquidation proceeds of B'in Live (Chengdu) Ltd. were received by B'in Live Limited., amounting to USD 65 thousand. Investment amounts authorized by Investment Commission, MOEA will be processed when it is remitted back to Taiwan, and accumulated investment in mainland China will be deducted.

TABLE 7**B'IN LIVE CO., LTD.****INFORMATION OF MAJOR SHAREHOLDERS
DECEMBER 31, 2022**

| Name of Major Shareholder | Shares | |
|----------------------------------|------------------|-------------------------|
| | Number of Shares | Percentage of Ownership |
| Xiang Zhi Limited | 5,431,287 | 12.24% |
| Rock Mobile Corporation | 3,836,000 | 8.65% |
| B'in Music International Limited | 3,367,557 | 7.59% |
| udnFunlife Co., Ltd. | 2,227,152 | 5.02% |

Note 1: The information of major shareholders presented in this table is provided by the Taiwan Depository & Clearing Corporation based on the number of ordinary shares and preferred shares held by shareholders with ownership of 5% or greater, that have been issued without physical registration (including treasury shares) by the Company as of the last business day for the current quarter. The share capital in the consolidated financial statements may differ from the actual number of shares that have been issued without physical registration because of different preparation basis.

Note 2: If a shareholder delivers the shareholdings to the trust, the above information will be disclosed by the individual trustor who opened the trust account. For shareholders who declare insider shareholdings with ownership greater than 10% in accordance with the Security and Exchange Act, the shareholdings include shares held by shareholders and those delivered to the trust over which shareholders have rights to determine the use of trust property. For information relating to insider shareholding declaration, please refer to Market Observation Post System.