Stock code: 4414

Roo Hsing Co., Ltd. and Subsidiaries

Consolidated Financial Statements

For the Years Ended December 31, 2024 and 2023

Together with Independent Auditors' Report

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

Roo Hsing Co., Ltd. and Subsidiaries

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Roo Hsing Co., Ltd. and Subsidiaries

Letter of Representation

For the year ended December 31, 2024 (from January 1, 2024 to December 31, 2024), pursuant to "Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises", the entities that are required to be included in the consolidated financial statements of affiliates, are the same entities required to be included in the consolidated financial statements prepared in conformity with the International Financial Reporting Standards No. 10, "Consolidated Financial Statements". In addition, the information required to be disclosed in the consolidated financial statements of affiliates is included in the aforementioned consolidated financial statements. Accordingly, it is not required to prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

Roo Hsing Co., Ltd.

Chi, Chung-Ming

Chairman

March 24, 2025

Independent Auditors' Report

Roo Hsing Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of Roo Hsing Co., Ltd. (the "Company") and its subsidiaries (collectively referred as the "Group") as of December 31, 2024 and 2023, and the related consolidated financial 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.

In our opinion, based on our audits, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended, in accordance with the "Regulations Governing the Preparations of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations as endorsed by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits in accordance with the "Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants" and auditing standards accepted in the Republic of China. Our responsibilities under those standards are further described in the **Independent auditor's responsibilities for the audit of the consolidated financial statements** section of our report. We are independent of the Group in accordance with the Code of Professional Ethics for Certified Public Accountants in the Republic of China (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with this Code. Based on our audits, we believe that our audits provide a reasonable basis for our opinion.

Independent Auditors' Report (Continued)

Key Audit Matters

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

1. Evaluation of inventories

   Please refer to Note 4(13) to the consolidated financial statements for the accounting policies of evaluation of inventories; refer to Note 5(2) to the consolidated financial statements for the accounting estimates and assumptions of the evaluation of inventories; and please refer to Note 6(7) to the consolidated financial statements for the details of inventories account.

   Inventories of the Group are measured at the lower of cost and net realizable value. Due to the fierce competition of textile products and the rapidly changing market, the risk that the inventory cost may exceed the net realizable value; and related estimation relies on the subjective judgment of the management, which is an uncertain accounting estimate. Therefore, we considered the evaluation of inventories as one of the key audit matters for the year.

   Our audit procedures included, but were not limited to, understanding the inventory evaluation policy adopted by the Group, and checking whether it has been implemented in accordance with established accounting policies; sampling the correctness of the inventory age and performing an inventory aging analysis; reviewing the rationality of the provision for inventory allowance for the losses in the past, and compare it with the method and assumptions for estimating inventory allowance for the losses in the current period; to evaluate whether the methods and assumptions for estimating inventory allowance for the losses in the current period are appropriated.

2. Revenue recognition

Please refer to Note 4(26) to the consolidated financial statements for the accounting policies of revenue recognition; refer to Note 6(27) to the consolidated financial statements for the details of revenue.

The Group is mainly engaged in the manufacturing and processing of denim clothing. The Group recognized operating revenues in the amount of NT$14,889,120 thousand in 2024. Operating revenues from top ten customers represented 98% of consolidated operating revenues. Due to the small number of customers and concentration of sales, conditions for the transfer of merchandise and trade conditions are not the same, resulting in different timing of meeting performance obligations, which increases the complexity of revenue recognition. Therefore, we considered the revenue recognition as one of the key audit matters for the year.

Our audit procedures included, but were not limited to, assessing the appropriateness of the accounting policy for revenue recognition; evaluating the effectiveness of internal control in the transaction process related to revenue recognition and performing tests of control by selecting samples (including new sales related party customers in the current year with significant amounts and newly added as top 10 important sales customers); reviewing the terms of new sales contracts for the year for any significant difference between new customers and general customers, reviewing the journal entries before and after the balance sheet date to understand whether there is any significant or unusual transaction, recurring or material return of goods in subsequent period; performing gross margin and price-volume analytical procedures according to revenue information classified based on product and customer types; selecting appropriate samples to perform tests of details and inspect the sales orders, finished goods stock out, sale invoices, export declaration certificates and subsequent receipts to ensure sales revenue had been appropriately recognized and the customer and the recipient are the same; selecting a period before and after the balance sheet date to perform sales cut-off test, sampling revenue transactions to review related certificates; to confirm revenue is properly cut-off.

3. Impairment assessment of goodwill

Please refer to Note 4(19) to the consolidated financial statements for the accounting policies of impairment of non-financial asset; refer to Note 6(14) to the consolidated financial statements for the details of goodwill.

The Group acquired JD United (BVI) Limited and Tooku Holdings Limited, ADNY Group, Inc.; Nanjing USA, Inc. and 3Y Universal Company Limited in previous years. The net goodwill generated were NT$1,108,101 thousand, NT$ 551,032 thousand and NT$188,558 thousand, respectively, accounting for 8%, 4%, and 1% of the total consolidated assets as of December 31, 2024, respectively. The Group conducts impairment tests on relevant cash-generating units in accordance with the International Financial Reporting Standards. The Group assessed the recoverable amount by value in use since the fair value of related cash-generating units cannot be reliably measured. The recoverable amount was not lower than the book value and no impairment loss was recognized for the year. The carrying amount of goodwill was material to the Group, the assessment of value in used was complicated and the assumptions used by management in the cash flow forecast involved significant subjective judgment. Therefore, we considered the impairment assessment of goodwill as one of the key audit matters for the year.

Our audit procedures included, but were not limited to, obtaining financial forecast information from the management, interviewing management to analyze the reasonableness of gross margin, revenue growth, overall market and economic forecast included in the financial forecast; assessing the subjective evidence, procedures and factors considered in the assessment of impairment used by management to identify indication of impairment and whether they have been consistently adopted; inquire the current situation and development of the industry, and compare the data of the same industry to confirm the reliability of the data on which the financial forecast is based, analyze the method and assumptions used by the management to calculate the value in use, and compare the difference between the customer's historical financial forecast and the actual financial forecast to evaluate the reasonableness of the cash flow; use management's experts to assist us to evaluate the relevance and rationality of the management's important assumptions (expected growth rate, market average rate of return and discount rate, etc.), including referring to companies with similar specifications to cash-generating units, assessing the rationality of key input values in calculating discount rates such as the cost of equity, company-specific risk premium, and market risk premium, and to confirm and evaluate the rationality and feasibility of major assumptions.

Other Matters

We have audited the parent company only financial statements of Roo Hsing Co., Ltd. for the years ended December 31, 2024 and 2023 on which we have issued an unqualified opinion.

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

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

Independent Auditors' Report (Continued)

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 charges with governance, including members of the Audit Committee are responsible for overseeing the Group's financial reporting process.

Independent auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with the auditing standards 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 auditing standards, we exercise professional judgment and 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 the one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

Independent Auditors' Report (Continued)

2. Obtain an understanding of internal controls 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 controls.

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 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 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 footnote disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentations.

6. Obtain sufficient appropriate audit evidence regarding the financial information of the Group's investee companies accounted for under equity method to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of audit of the Group's investee companies. We remain solely responsible for our audit opinion.

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 relationship and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Independent Auditors' Report (Continued)

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our 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.

Chen, Kuang-Hui Kuo, Chenyu

For and on behalf of ShineWing CPAs
March 24, 2025
Taipei, Taiwan
Republic of China

Notice to Readers

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

As the consolidated financial statements are the responsibility of the management, ShineWing CPAs cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

Roo Hsing Co., Ltd. and Subsidiaries
Consolidated balance sheets

December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

Assets	Notes	December 31, 2024	%	2023	%
Current assets					
Cash and cash equivalents	6.(1)	$ 334,863	3	$ 282,134	2
Financial assets at fair value through profit or loss, current	6.(2)	195	-	210	-
Financial assets at amortized cost, current	6.(3) and 8	404,317	3	306,843	3
Accounts receivable, net	6.(4) and 8	2,752,482	20	1,623,994	14
Accounts receivable – related parties, net	6.(4) and 7	11,579	-	37,240	-
Other receivables	6.(6)	958,445	7	1,164,737	10
Other receivables - related parties	6.(6) and 7	115,837	1	85,092	1
Current tax assets		237	-	266	-
Inventories	6.(7)	3,013,007	23	2,483,229	20
Prepayments	6.(8)	470,689	4	677,569	6
Non-current assets held for sale	6.(9)	-	-	1,003	-
Other current assets		1,649	-	6,731	-
Total current assets		8,063,300	61	6,669,048	56
Non-current assets					
Investments accounted for under equity method	6.(10)	11,883	-	22,889	-
Property, plant and equipment	6.(11) and 8	2,271,295	17	2,293,132	19
Right–of–use asset	6.(12) and 8	331,653	3	329,459	3
Intangible assets	6.(14)	2,427,422	18	2,490,014	21
Deferred tax assets	6.(33)	24,396	-	17,197	-
Prepayments for equipment		21,360	-	-	-
Guarantee deposits paid		106,349	1	38,817	1
Net defined benefit assets - non-current	6.(22)	615	-	2,050	-
Other non-current assets		19,260	-	21,281	-
Total non-current assets		5,214,233	39	5,214,839	44
Total assets		$ 13,277,533	100	$ 11,883,887	100

(Continued on next page)

Roo Hsing Co., Ltd. and Subsidiaries
Consolidated balance sheets

December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

(Continued from previous page)

		December 31,			
Liabilities and equity	Notes	2024	%	2023	%
Current liabilities					
Current borrowings	6.(16) and 8	$ 3,860,066	29	$ 3,441,033	29
Current contract liabilities	6.(27)	10	-	21,916	-
Notes payable	6.(17)	240,738	2	172,245	2
Accounts payable	6.(17)	3,295,898	25	2,661,672	22
Accounts payable – related parties	6.(17) and 7	40,207	-	10,753	-
Other payables		782,699	6	571,584	5
Other payable – related parties	7	137,132	1	41,062	-
Current tax liabilities		81,441	1	64,515	1
Current provisions	6.(19)	10,928	-	2,462	-
Liabilities directly related to non-current assets held for sale	6.(9)	-	-	11	-
Current lease liabilities		113,613	1	99,948	1
Advance receipts		57	-	-	-
Current portion of non-current borrowings	6.(20) and 8	31,031	-	137,867	1
Non-current preferred stock liabilities	6.(21)	-	-	-	-
Other current liabilities - others		16,473	-	14,560	-
Total current liabilities		8,610,293	65	7,239,628	61
Non-current liabilities					
Corporate bonds payable	6.(18)	149,823	1	149,776	1
Long-term borrowings	6.(20) and 8	-	-	31,028	-
Non-current provisions	6.(19)	13,503	-	13,052	-
Deferred tax liabilities	6.(33)	27,054	-	37,361	-
Lease liabilities - non-current		171,907	1	180,154	2
Guarantee deposits received		794	-	865	-
Total non-current liabilities		363,081	2	412,236	3
Total liabilities		8,973,374	67	7,651,864	64
Equity					
Ordinary share	6.(23)	9,576,149	72	8,821,149	74
Capital surplus	6.(24)	1,576,940	12	2,222,836	19
Retained earnings:	6.(25)				
Accumulated losses		(7,301,230)	(55)	(7,374,992)	(62)
Other equity interest		236,599	2	181,540	2
Total equity attributable to the parent company		4,088,458	31	3,850,533	33
Non-controlling interests	6.(26)	215,701	2	381,490	3
Total equity		4,304,159	33	4,232,023	36
Total liabilities and equity		$ 13,277,533	100	$ 11,883,887	100

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

Roo Hsing Co., Ltd. and Subsidiaries
Consolidated statement of comprehensive income

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

		For the year ended December 31,			
Item	Notes	2024	%	2023	%
Operating revenue	6.(27) and 7	$ 14,889,120	100	$ 13,517,416	100
Operating costs	6.(7) and 7	(12,390,841)	(83)	(11,299,094)	(84)
Gross profit		2,498,279	17	2,218,322	16
Operating expenses					
Selling expenses	6.(30)	(902,141)	(6)	(953,880)	(7)
Administrative expenses	6.(30) and 7	(1,292,242)	(9)	(1,467,913)	(11)
Expected credit losses	6.(4) and 6.(6)	(117,510)	(1)	(2,164)	-
Subtotal		(2,311,893)	(16)	(2,423,957)	(18)
Net operations income (loss)		186,386	1	(205,635)	(2)
Non-operating income and expenses					
Other income	6.(28) and 7	114,636	1	249,319	2
Other gains and losses	6.(29)	139,232	1	(144,257)	(1)
Finance costs	6.(32) and 7	(294,041)	(2)	(456,778)	(3)
Share of loss of subsidiaries, affiliates and joint ventures accounted for under equity method	6.(10)	(12,254)	-	(6,910)	-
		(52,427)	-	(358,626)	(2)
Net income (loss) before tax		133,959	1	(564,261)	(4)
Income tax (expenses) benefit	6.(33)	(34,997)	-	6,608	-
Current net income (loss)		98,962	1	(557,653)	(4)
Other comprehensive income (loss)					
Components of other comprehensive income that will not be reclassified to profit or loss					
(Losses) gains on remeasurement of defined benefit plans		(1,514)	-	1,559	-
Income tax income (expenses) related to components that will not be reclassified to profit or loss	6.(33)	303	-	(312)	-
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations		67,095	-	48,223	-
Total other comprehensive income, net of tax		65,884	-	49,470	-
Total comprehensive income (loss)		$ 164,846	1	($ 508,183)	(4)

(Continued on next page)

Roo Hsing Co., Ltd. and Subsidiaries
Consolidated statement of comprehensive income

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

(Continued from previous page)

	Notes	For the year ended December 31, 2024	%	2023	%
Net income (loss) attributable to					
Owners of the parent company		$ 74,973	1	($ 548,618)	(4)
Non-controlling interests		23,989	-	(9,035)	-
		$ 98,962	1	($ 557,653)	(4)
Total comprehensive income (loss) attributable to					
Owners of the parent company		$ 128,821	1	($ 511,046)	(4)
Non-controlling interests		36,025	-	2,863	-
		$ 164,846	1	($ 508,183)	(4)
Earnings per share (in New Taiwan dollars)	6.(34)				
Basic earnings (loss) per share		$ 0.08		($ 0.66)	

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

Roo Hsing Co., Ltd. and Subsidiaries

Consolidated statement of changes in equity

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

Description	Ordinary share	Capital surplus	Retained earnings: Accumulated losses	Other equity interest: Financial statements translation differences of foreign operation	Other equity interest: Interests directly related to non-current assets (or disposal groups) to be sold	Total	Non-controlling interest	Total equity
Balance, January 1, 2023	$ 8,189,149	$ 2,408,722	($ 6,827,621)	$ 145,215	$ -	$ 3,915,465	$ 632,813	$ 4,548,278
Cash capital increase	632,000	(426,637)	-	-	-	205,363	-	205,363
Recognition of equity due to issuance of convertible bonds	-	149	-	-	-	149	-	149
Changes in equity in subsidiaries	-	240,602	-	-	-	240,602	(239,009)	1,593
Disposal of subsidiaries	-	-	-	-	-	-	(15,177)	(15,177)
	8,821,149	2,222,836	(6,827,621)	(145,215	-	4,361,579	378,627	4,740,206
Net loss for the year	-	-	(548,618)	-	-	(548,618)	(9,035)	(557,653)
Other comprehensive income	-	-	1,247	33,255	3,070	37,572	11,898	49,470
Total comprehensive income (loss)	-	-	(547,371)	33,255	3,070	(511,046)	2,863	(508,183)
Balance, December 31, 2023	8,821,149	2,222,836	(7,374,992)	178,470	3,070	3,850,533	381,490	4,232,023
Cash capital increase	755,000	(560,965)	-	-	-	194,035	-	194,035
Changes in equity in subsidiaries	-	(84,931)	-	-	-	(84,931)	(201,814)	(286,745)
	9,576,149	1,576,940	(7,374,992)	178,470	3,070	3,959,637	179,676	4,139,313
Net income for the year	-	-	74,973	-	-	74,973	23,989	98,962
Other comprehensive income (loss)	-	-	(1,211)	58,129	(3,070)	53,848	12,036	65,884
Total comprehensive income (loss)	-	-	73,762	58,129	(3,070)	128,821	36,025	164,846
Balance, December 31, 2024	$ 9,576,149	$ 1,576,940	($ 7,301,230)	$ 236,599	$ -	$ 4,088,458	$ 215,701	$ 4,304,159

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

Roo Hsing Co., Ltd. and Subsidiaries
Consolidated statement of cash flows

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

	For the year ended December 31, 2024	For the year ended December 31, 2023
Cash flows from operating activities		
Profit (loss) before income tax	$ 133,959	($ 564,261)
Adjustments for:		
Income and expenses having no effect on cash flows		
Depreciation expenses	390,217	494,833
Amortization expenses	143,420	141,427
Expected credit losses (gains on reversal)	114,603	(121,407)
Loss (gain) on financial assets at fair value through profit or loss	15	(30)
Interest expenses	294,041	456,778
Interest income	(4,375)	(4,207)
(Gain) loss on foreign exchange, net	(226,862)	31,025
Share of loss of subsidiaries, affiliates and joint ventures accounted for under equity method	12,254	6,910
Loss on disposal of property, plant and equipment	5,990	24,056
Gain on disposal of investments	(2,089)	(26,757)
Gain on disposal of non-current assets held for sale or in the disposal group	(3,110)	-
Impairment loss on non-financial assets	-	12,125
(Reversal) allowance of inventory for decline in market value and obsolescence	(24,178)	2,760
Changes in operating assets and liabilities		
(Increase) decrease in accounts receivable	(1,136,803)	254,637
Increase in accounts receivables, related parties	(14,101)	(37,240)
Decrease in other receivables	117,869	236,238
Increase in other receivable - relate parties	(30,745)	(46,833)
(Increase) decrease in inventories	(511,895)	1,700,421
Decrease in prepayments	206,880	53,790
Decrease in other current assets	6,085	11,483
Increase in net defined benefit assets	(79)	(92)
Decrease in contract liabilities	(21,906)	(7,476)
Increase in notes payable	68,493	116,753
Increase (decrease) in accounts payable	634,226	(178,024)
Increase in accounts payable - related parties	29,454	10,753
Increase (decrease) in other payables	245,989	(228,242)
Increase (decrease) in other payable - related parties	83,410	(63,212)
Increase (decrease) in current provisions	8,230	(2,047)
Increase (decrease) in advance receipts	57	(30,711)
Increase (decrease) in other current liabilities	1,902	(364)
Cash inflows generated from operations	520,951	2,243,086
Interest received	4,375	4,207
Interest paid	(293,492)	(451,488)
Income taxes paid	(35,245)	(10,182)
Net cash generated from operating activities	196,589	1,785,623

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Roo Hsing Co., Ltd. and Subsidiaries
Consolidated statement of cash flows

For the years ended December 31, 2024 and 2023

(Expressed in thousands of New Taiwan dollars)

(Continued from previous page)

	For the year ended December 31,	
	2024	2023
Cash flows from investing activities		
(Increase) decrease in financial assets at amortized cost	(97,474)	102,607
Net cash flow from acquisition of subsidiaries	(155,585)	-
Net cash flow from disposal of subsidiaries	(1,685)	254,661
Acquisition of property, plant and equipment	(140,593)	(23,911)
Disposal of property, plant and equipment	2,630	23,518
Increase in guarantee deposits paid	(67,532)	(14,021)
Acquisition of intangible assets	-	(326)
Disposal of intangible assets	-	535
(Increase) decrease in other non-current assets	(19,339)	3,039
Net cash flows (used in) generated from investing activities	(479,578)	346,102
Cash flows from financing activities		
Increase (decrease) in current borrowings	237,278	(1,696,236)
Increase in long-term borrowings	-	279,167
Repayment of long-term borrowings	(141,554)	(1,126,081)
Decrease in guarantee deposits received	(71)	-
Payments of lease liability	(97,842)	(186,503)
Cash capital increased	194,035	205,363
Issuance of bonds	-	149,730
Net cash flows generated from (used in) financing activities	191,846	(2,374,560)
Effect of exchange rate changes on cash and cash equivalents	143,872	47,144
Net increase (decrease) in cash and cash equivalents	52,729	(195,691)
Cash and cash equivalents at beginning of year	282,134	478,616
Cash and cash equivalents at end of year	334,863	282,925
Cash and cash equivalents classified as non-current assets held for sale	-	(791)
Cash and cash equivalents on the balance sheet	$ 334,863	$ 282,134

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

Roo Hsing Co., Ltd. and Subsidiaries
Notes to the consolidated financial statements

(Expressed in thousands of New Taiwan dollars, except as otherwise specified)

1. History and organization

Roo Hsing Co., Ltd. (the "Company") was incorporated under the provisions of the Company Law of the Republic of China ("ROC") and approved by Ministry of Economic Affairs on November 23, 1977. The registered address is 13F-4, No.57, Fuxing N. Rd., Songshan Dist., Taipei City, Taiwan, ROC. The Company and its subsidiaries (collectixvely referred as the "Group") are mainly engaged in knitting, woven, cotton, wool, leather and other garments manufacturing, processing, trading and import and export business, garment accessories processing, trading and import and export business, and acting as an agent for domestic and foreign manufacturers in relation to the aforesaid bidding, quotation, procurement, distribution.

The shares of the Company were publicly listed on Taipei exchange on December 16, 1999, and then listed on the Taiwan Stock Exchange on September 6, 2004.

The shareholders meeting approved to change the name of the Company from "Roo Hsing Garment Co., Ltd." to "Roo Hsing Co., Ltd." on June 20, 2008. The change was approved by the Department of Commerce of the Ministry of Economic Affairs on July 20, 2008.

2. The date of authorization for issuance of the consolidated financial statements and procedures for authorization

The financial statements were approved and authorized for issuance by the Board of Directors on March 24, 2025.

3. Application of new standards, amendments and interpretations

(1) Effect of the adoption of new issuances of or amendments to International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IAS") and interpretations that come into effect as endorsed and announced by the Financial Supervisory Commission ("FSC").

A. IFRSs, IAS and interpretations endorsed and announced by the FSC effective from 2024 are as follows:

New standards, interpretations and amendments	Main amendments	IASB effective date
Lease Liability in a Sale and Leaseback (amendments to IFRS 16)	This amendment clarifies how a seller-lessee applied its subsequent measurement for the related right-of-use assets and lease liabilities arising from a sale and leaseback transaction, where the lease payments are variable lease payments that do not depend on an index or rate; and the seller-lessee should determine the lease payments or revised lease payments such that the seller-lessee does not recognize a gain or loss that relates to the right of use retained by the seller-lessee. And the new sample is provided for reference.	January 1, 2024
Classification of Liabilities as Current or Non-current (amendments to IAS 1)	This amendment clarifies that the classification of liabilities is based on the rights existing at the end of the reporting period. At the end of the reporting period, the enterprise does not have the right to defer the settlement period of liabilities for at least 12 months after the reporting period, and the liabilities should be classified as current. In addition, this amendment defines the “settlement” of a liability as the extinguishment of the liability with cash or other economic resources or the enterprise’s own equity instruments. The terms of the liability may result in the settlement of the liability by transferring the company’s own	January 1, 2024

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	equity instruments, only if the enterprise has the right to classify an equity instrument as an equity component of a compound financial instrument. These terms do not affect the classification of the liability as current or non-current.	
Non-current Liabilities with Covenants (amendments to IAS 1)	This amendment clarifies that the contractual terms to which an entity is bound after the end of the reporting period do not affect the classification of liabilities as current or non-current. In addition, this amendment increases the disclosure of non-current liabilities subject to terms.	January 1, 2024
Supplier Finance Arrangements (amendments to IAS 7 and IFRS 7)	This amendment adds new disclosures on supplier finance arrangements, including their impact on changes in liabilities arising from financing activities and quantitative disclosures on liquidity risk.	January 1, 2024

B. The Group assessed the above standards and interpretations and there is no significant impact to the Group's financial position and financial performance.

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

A. New standards, interpretations and amendments as endorsed by the FSC effective from 2025 are as follows:

New standards, interpretations and amendments	Main amendments	IASB effective date
Lack of Exchangeability (amendments to IAS 21)	This amendment defines exchangeability and provides guidance on how entities determine the exchange rate on the measurement date when a currency lacks exchangeability. The amendment also requires companies to provide more useful information in their financial statements when a currency is not exchangeable into another currency.	January 1, 2025

B. The Group assessed the above standards and interpretations and there is no significant impact on the Group's financial position and financial performance.

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

A. The following new standards and amendments issued by IASB but not yet endorsed by the FSC:

New standards, interpretations and amendments	Main amendments	IASB effective date
Amendments to the Classification and Measurement of Financial Instruments (amendments to IFRS 9 and IFRS 7)	The amendments are explained as follows: (1) Clarify the recognition and derecognition dates of certain financial assets and liabilities, and added that when settling financial liabilities (or part of a financial liability) in cash using an electronic payment system, an entity is	January 1, 2026

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permitted to consider the financial liability as extinguished before the settlement date if and only if the initiation of the payment instruction results in the following conditions:

A. The enterprise does not have the ability to revoke, stop or cancel the payment order;
B. The enterprise does not have the actual ability to obtain cash for settlement due to the payment instruction;
C. The settlement risk associated with the electronic payment system is not significant.

(2) Clarifying and providing additional guidance on assessing whether a financial asset meets the Solely Payments of Principal and Interest (SPPI) criterion. The scope includes contractual terms contingent events (e.g., interest rates linked to ESG targets), non-recourse features of instruments, and contractually linked instruments.

(3) Adding disclosure requirements for instruments with contractual terms that modify cash flows (e.g., instruments with features linked to the achievement of environmental, social, and governance (ESG) targets). These include a qualitative description of the contingent nature of such terms,

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	quantitative information on the potential range of contractual cash flow variations arising from these terms, and the total carrying amount of financial assets and the amortized cost of financial liabilities subject to such terms. (4) Updating disclosure requirements for equity instruments designated as fair value through other comprehensive income (FVOCI) under an irrevocable election. Fair value disclosure is now required by category rather than for each individual instrument. Additionally, entities must disclose the fair value gains or losses recognized in other comprehensive income during the reporting period, separately presenting the fair value gains or losses related to investments derecognized during the reporting period and those related to investments still held at the end of the reporting period. Furthermore, the cumulative gains or losses transferred to equity upon derecognition of investments during the reporting period should also be disclosed.	
Contracts Referencing Nature-dependent Electricity (amendments to IFRS 9 and IFRS 7)	This amendment pertains to contracts involving power generation that depends on uncontrollable natural conditions (e.g., weather), leading to variations in electricity production. The details are as follows:	January 1, 2026

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(1) Clarification on the application of the "self-use" requirement for contracts where a company purchases or sells natural electricity:
When a contract requires a company to purchase and receive electricity when generated, and the design and operation of the electricity trading market mandate that the company sell any unused electricity within a specified timeframe, the company must consider reasonable and well-supported information regarding its past, current, and expected future electricity transactions within a reasonable period not exceeding 12 months. If the company purchases enough electricity to offset any unused electricity sold in the same market, it is considered a net purchaser of electricity. Newly added amendment for contracts involving natural electricity for self-use, requires disclosure of:
   A. The company faces the risk of changes in the base electricity supply and the company may be required to purchase electricity during the delivery interval when electricity is not available;
   B. Unrecognized contractual commitments, including expected future cash flows for

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electricity purchases under these contracts; and

C. The impact of these contracts on the company's financial performance during the reporting period.

(2) Clarify how hedge accounting can be applied to contracts involving natural electricity designated as hedging instruments:

The hedged item must be designated as the variable notional amount of the forecasted electricity transaction, which matches the variable amount of natural electricity expected to be delivered by the generation facility mentioned in the hedging instrument. Additionally, when the cash flows of a hedging instrument are part of a cash flow hedge relationship, and a contract involving natural electricity is designated as the hedging instrument based on the occurrence of a specified forecasted transaction, that forecasted transaction is presumed to be highly probable. For entities designating contracts involving natural electricity as hedging instruments, the terms and conditions of the hedging instruments should be disclosed by risk category in accordance with IFRS 7.

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Sale or Contribution of Assets Between An Investor and Its Associate or Joint Venture (amendments to IFRS 10 and IAS 28)	This amendment addresses inconsistencies between the current IFRS 10 and IAS 28. When an investor sells (invests) assets to its affiliates or joint ventures, it is determined to recognize all or part of the disposal gains or losses depending on the nature of the assets sold (invested): (1) When the assets sold (invested) meet the "business", all disposal gains and losses shall be recognized; (2) When the assets sold (invested) do not qualify as "business", non-related investors can only recognize partial disposal of gains and losses within the scope of interests in affiliated companies or joint ventures.	To be determine by IASB
IFRS 17 "Insurance Contracts"	This Standard replaces IFRS 4 "Insurance Contracts" and establishes the principles for the recognition, measurement, presentation and disclosure of Insurance and reinsurance contracts that it issues by the entities. This standard applies to all insurance contracts (including reinsurance contracts) that an entity issues and to reinsurance contracts that it holds; and investment contracts with discretionary participation features it issues, provided that the entity also issues insurance contracts. Embedded derivatives, distinct investment components and distinct	January 1, 2023

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performance obligations should be separated from insurance contracts. On initial recognition, each portfolio of insurance contracts issued shall be divided into a minimum of three groups by the entities: onerous, no significant possibility of becoming onerous and the remaining contracts in the portfolio. This Standard requires a current measurement model where estimates are re-measured at each reporting period. Measurements are based on discounted contract and probability-weighted cash flows, risk adjustments, and the expected profit from the unearned portion of the contract (contractual service margins). An entity may apply a simplified approach to the measurement for some of insurance contracts (premium allocation approach). The entity should recognize the revenue generated by a group of insurance contract during the period when the entity provides insurance coverage and when the entity releases the risk. The entity should recognize the loss immediately, if a group of insurance contracts becomes onerous. The entity should present insurance income, insurance service fees, and insurance finance income and expenses separately and its shall also disclose the amount, judgment and risk information from the insurance

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	contract.	
Insurance Contracts (amendments to IFRS 17)	This amendment includes the deferral of effective date, the expected recovery of the cash flow obtained by insurance, the contractual service margin attributable to investment services, the reinsurance contract held, the recovery of losses and other amendments. These amendments have not changed the basics of the standard in principle.	January 1, 2023
Initial Application of IFRS 17 and IFRS 9 - Comparative Information (amendment to IFRS 17)	This amendment allows enterprise to choose to apply the classification overlay approach for each comparative period reported in the initial application of IFRS 17. This option allows the financial assets held by an entity, including those held in activities that are not linked to contracts within the scope of IFRS 17, on an instrument-by-instrument basis, based on how they expect to classify these financial assets in the comparative period when IFRS 9 is initially applied. Entities that have applied IFRS 9 or will apply both IFRS 9 and IFRS 17 for the first time may choose to apply the classification overlay approach.	January 1, 2023
IFRS 18 “Presentation and Disclosure in Financial Statements”	Replace IAS 1 and update the structure of the statement of comprehensive income, introduce new disclosures on management performance measures, and enhance the principles of aggregation and disaggregation applied to the primary	January 1, 2027

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	financial statements and notes.	
IFRS 19 “Subsidiaries without Public Accountability: Disclosures”	This standard allows eligible subsidiaries to apply the reduced disclosure requirements of IFRS accounting standards.	January 1, 2027
Annual Improvements to IFRS Accounting Standards - Volume 11	This primarily involves modifying references or terminology in the standards to avoid confusion, which typically has no substantive impact in practice.	January 1, 2026

B. The Group assessed the above standards and interpretations and there is no significant impact to the Group’s financial position and financial performance.

4. Summary of significant accounting policies

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below.

(1) Compliance statement

The consolidated financial statements of the Group have been prepared in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Issuers” and the IFRSs, IAS, IFRIC interpretations, and SIC Interpretations as endorsed by the FSC.

(2) Basis of preparation

A. Except for the following significant items, the parent only financial report is prepared on a historical cost basis:

(A) Financial assets and liabilities (including derivatives) at fair value through profit or loss.

(B) The defined benefit liability is recognized at the net amount of pension assets less the present value of the defined benefit obligation.

B. The following significant accounting policies applied consistently to all periods of coverage of the consolidated financial statements.

C. The preparation of financial statements in accordance with IFRSs, IAS and interpretations as endorsed by the FSC requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 5.

(3) Basis of consolidation

A. Basis for preparation of consolidated financial statements

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

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

(C) Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interest. Total comprehensive income 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.

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

(E) When the Group loses control of a subsidiary, the Group remeasures any investment retained in the former subsidiary at its fair value. That fair value is regarded as the fair value on initial recognition of a financial asset or the cost on initial recognition of the associate or joint venture. Any difference between fair value and carrying amount is recognized in profit or loss. All amounts previously recognized in other comprehensive income in relation to the subsidiary are reclassified to profit or loss, on the same basis as would be required if the related assets or liabilities were disposed of. That is, when the Group loses control of a subsidiary, all gains or losses previously recognized in other comprehensive income in relation to the subsidiary should be reclassified from equity to profit or loss, if such gains or losses would be reclassified to profit or loss when the related assets or liabilities are disposed of. The gains or losses should transfer directly to retained earnings if the gain or loss from disposal of underlying assets is transferred to retained earnings at disposal.

B. Subsidiaries included in the consolidated financial statements:

			Percentage of ownership (%)		
Investor	Subsidiary	Main businesses	December 31, 2024	December 31, 2023	Note
The Company	Roo Hsing Garment Co., Ltd.	Garment processing	100.00%	100.00%	
The Company	Roo Hsing Co. Nicaragua, S.A.	Garment processing	-	100.00%	27
The Company	Roo Hsing Garment Co., El Salvador, S.A. DEC.V.	Garment processing	-	100.00%	25
The Company	Operadora Internacional de Zonas Francas (Managua), S.A.	Leasing plant and property	-	-	22
The Company	Fain Tei Enterprise Company Ltd.(BVI)	Investment holding	100.00%	100.00%	1
The Company	Roo Hsing Garment Manufacturing Co., Ltd.	Garment processing	100.00%	100.00%	4
The Company	Tien Yun Tech Storage Co., Ltd.	International trade, funeral home development, rental and sales, renovation, or maintenance within the renewal area	84.11%	84.11%	8

Investor	Subsidiary	Main businesses	Percentage of ownership (%) December 31, 2024	Percentage of ownership (%) December 31, 2023	Note
The Company	RH Global Investment Limited	Investment holding	-	-	11
The Company	RH International Holdings Limited	Investment holding	100.00%	100.00%	12
RH International Holdings Limited	JD United (Cayman) Limited	Investment holding	12.94%	12.51%	12 and 17
RH International Holdings Limited	JD United (BVI) Limited	Investment holding	100.00%	100.00%	12
Roo Hsing Garment Co., Ltd.	Chen Tai Co., Ltd.	Garment processing and washing	100.00%	100.00%	
Fain Tei Enterprise Company Ltd.(BVI)	Roo Hsing Shanghai Import & Export Co., Ltd.	Garment trading	100.00%	100.00%	
Fain Tei Enterprise Company Ltd.(BVI)	Hung Hsing Garment (Cambodia) Co., Ltd.	Garment processing	100.00%	100.00%	2
Fain Tei Enterprise Company Ltd.(BVI)	S.H. United Co., Ltd.	Garment processing	100.00%	100.00%	3
JD United (BVI) Limited	JD United (Cayman) Limited	Investment holding	87.06%	87.49%	12 and 17
JD United (Cayman) Limited	J.D. United Manufacturing Corporation Limited	Investment holding and garment trading	100.00%	100.00%	21
JD United (Cayman) Limited	3Y Universal Company Limited	Garment processing	51.00%	51.00%	18 and 21
JD United (Cayman) Limited	MF Holding Co., Ltd.	Investment holding	100.00%	100.00%	7 and 12
JD United (Cayman) Limited	Tooku Holdings Limited	Investment holding	100.00%	100.00%	12
JD United (Cayman) Limited	3Y Holdings Limited	Investment holding	100.00%	-	28
Tooku Holdings Limited	Tooku Trading Corporation Limited	Garment trading	100.00%	100.00%	
Tooku Holdings Limited	Rootech Pte. Limited	Investment holding	25.00%	25.00%	15
Rootech Pte. Limited	Shanghai Roo Sheng Textile Technology Development Co., Ltd.	International trading	100.00%	100.00%	16

Investor	Subsidiary	Main businesses	Percentage of ownership (%) December 31, 2024	Percentage of ownership (%) December 31, 2023	Note
J.D. United Manufacturing Corporation Limited	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Textile trading	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	OCT Holding Company Limited	Investment holding	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Nishiku Manufacturing Corporation Limited	Investment holding	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	J.M. Bag & Case Manufacturing Corporation Limited	Investment holding and bag and case trading	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Tooku Jan Garments Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	J.D. United Trading Corporation Limited	Garment trading	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	GDM Enterprise Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Nishiku Enterprise Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Morning Glory Garment Enterprise Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	JD & Toyoshima Co., Ltd.	Garment processing	100.00%	100.00%	
J.D. United Manufacturing Corporation Limited	Gowin Success Limited	Investment holding	100.00%	100.00%	

Investor	Subsidiary	Main businesses	Percentage of ownership (%) December 31, 2024	Percentage of ownership (%) December 31, 2023	Note
J.D. United Manufacturing Corporation Limited	Paneffort (Cambodia) Garment Co., Ltd.	Garment processing	100.00 %	100.00 %	
J.D. United Manufacturing Corporation Limited	Chongqing Runyang Clothing Co., Ltd.	Garment processing	-	100.00 %	26
J.D. United Manufacturing Corporation Limited	Fonternig Garment Co., Ltd.	Garment processing	100.00 %	100.00 %	23
J.D. United Trading Corporation Limited	Century Hsing Investment Co., Ltd	Investment	100.00%	100.00%	10
J.D. United Trading Corporation Limited	JDU Tokyo Trading Co., Ltd.	International Trading	100.00%	100.00%	14
3Y Universal Company Limited	3Y Corporation Limited	Trading	100.00%	100.00%	19
OCT Holding Company Limited	GDM Trading Company Limited	Investment holding	100.00%	100.00%	
Nishiku Manufacturing Corporation Limited	South Bay Manufacturing Company Limited	Garment processing	100.00%	100.00%	
J.M. Bag & Case Manufacturing Corporation Limited	J.M. Bag & Case (Cambodia) Co., Ltd.	Manufacturing of bags and case	100.00%	100.00%	
Gowin Success Limited	JD United Manufacturing Pte. Limited (Singapore)	Investment holding	100.00%	100.00%	
Gowin Success Limited	Suntex Textile Trading Corporation Limited	Textile trading	100.00%	100.00%	
Gowin Success Limited	True Power Garment Corporation Ltd.	Garment processing	100.00%	100.00%	
Gowin Success Limited	Gowin Garments Corporation Limited	Investment holding	100.00%	100.00%	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Aitana Garments Limited (Tanzania)	Garment processing	10.00%	10.00%	24
GDM Trading Company Limited	Changzhou Tooku Garments Co., Ltd.	Garment processing	100.00%	100.00%	

Investor	Subsidiary	Main businesses	Percentage of ownership (%) December 31, 2024	Percentage of ownership (%) December 31, 2023	Note
JD United Manufacturing Pte. Limited (Singapore)	Zhen Tai Garment (Cambodia) Co., Ltd.	Garment processing	100.00%	100.00%	
JD United Manufacturing Pte. Limited (Singapore)	T & K Garment Industry Co., Ltd.	Garment processing	100.00%	100.00%	
JD United Manufacturing Pte. Limited (Singapore)	Splendid Chance International Ltd.	Garment processing	100.00%	100.00%	
JD United Manufacturing Pte. Limited (Singapore)	Great Union (Cambodia) Garment Co., Ltd.	Garment processing	100.00%	100.00%	
Gowin Garments Corporation Limited	Nagapeace Corporation Limited	Garment processing	100.00%	100.00%	
Changzhou Tooku Garments Co., Ltd.	Bai Cheng Shi Mei Da Garment Co., Ltd.	Garment processing	100.00%	100.00%	
Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	Garment processing	99.97%	99.97%	
Changzhou Tooku Garments Co., Ltd.	Jiangsu Xiu Jia Yu Yang Real Estate Development Limited	Real estate development	50.20%	50.20%	6
Changzhou Tooku Garments Co., Ltd.	Nanjing Xing'ao Trading Co.	International Trading	100.00%	100.00%	13
Changzhou Tooku Garments Co., Ltd.	Henan Gowin Garments Corporation Limited	Garment processing	100.00%	100.00%	5
Changzhou Tooku Garments Co., Ltd.	Aitana Garments Limited (Tanzania)	Garment processing	89.98%	89.98%	24
MF Holding Co., Ltd.	Faith In Blue (USA) Corporation	Investment holding	100.00%	100.00%	29
Faith In Blue (USA) Corporation	Nanjing USA, Inc.	Fashion garment wholesaler and distributor	100.00%	81.65%	9
Nanjing USA, Inc.	ADNY Apparel, Inc.	Fashion garment wholesaler and distributor	100.00%	100.00%	
Tien Yun Tech Storage Co., Ltd.	Tien Le Shan Business Co., Ltd.	Management consultant	100.00%	100.00%	20

Note 1: The Group authorized the chairman to determine to increase capital in the amount of US$2,042,429 for Fain Tei Enterprise Company Ltd. (BVI) in 2019, per ''Process of Property Acquisition and Disposal''. The amount of capital increased from US$13,744,414 to US$15,786,843 and the number of shares issued from 13,794,414 shares to 15,836,843 shares. The Group increased capital in the amount of US$500,000 in February 2020, the amount of capital was US$16,286,843 and the number of shares issued was 16,336,843 shares.

Note 2: On November 7, 2019, the Group authorized the chairman to determine to increase capital in the amount of US$50,000 for Hung Hsing Garment (Cambodia) Co., Ltd. through Fain Tei Enterprise Company Ltd. (BVI). As of December 31, 2024, the amount of capital was US$6,126,556.45 (approximately NT$181,805 thousand).

Note 3: The Group's Board of Directors approved on November 10, 2017 to establish S. H. United Co., Ltd. (Myanmar) through Fain Tei Enterprise Company Ltd. (BVI) in the amount of no more than US$5,000,000. As of December 31, 2024, the amount of capital was US$4,999,446.40 (approximately NT$151,302 thousand), including US$874,531 of equipment transferred.

Note 4: The Group increased capital to Roo Hsing Garment Manufacturing Co., Ltd. in the amount of US$300,000 thousand on October 9, 2019. As of December 31, 2024, the amount of capital was US$4,271,600 (approximately NT$128,495 thousand).

Note 5: The Group's Board of Directors approved on November 10, 2017 to establish Henan Gowin Garments Corporation Limited through J.D. United Manufacturing Corporation Limited in the amount of no more than US$20,000 thousand. The Company's Board of Directors approved on August 7, 2019 to adjust investment structure through Changzhou Tooku Garments Co., Ltd. As of December 31, 2024, the amount of capital was RMB2,150 thousand (approximately NT$9,291 thousand).

Note 6: To develop land use, Changzhou Tooku Garments Co., Ltd., a subsidiary of the Company, established Jiangsu Xiu Jia Yu Yang Real Estate Development Limited with Changzhou Hongmei Plastic Materbatch Co., Ltd. on December 17, 2018. No capital has been paid as of December 31, 2024.

Note 7: The Group established MF Holding Co., Ltd. on January 14, 2019, and before January 20, 2020 and 2022, in the various Company's board of directors approved to increase capital in the amount of US$32,700 thousand. The Company's board of directors approved on May 14, 2021, to conduct organizational restructuring for the purpose of investment efficiency. The Company's subsidiary, RH International Holdings Limited, directly hold MF Holding Co., Ltd. On November 12, 2024, the board of directors passed a resolution to increase the capital of the subsidiary MF Holding Co., Ltd. by US$9,000 thousand. As of December 31, 2024, the amount of capital was US$22,650 thousand (approximately NT$653,255 thousand).

Note 8: The Group's board of directors approved on June 28, 2019, to purchase 1,320,000 ordinary shares from the specific trading party in the amount of $43,996 thousand, per "Process of Property Acquisition and Disposal". The Group held 46.5% of shares of Ten Win Business International Co., Ltd. Nevertheless, the Group had more than half of the board members, to decide the main operating activities of Ten Win Business International Co., Ltd. with controlling interest. The preferred stock liabilities converted in February 2020, and the remaining held 40.04% of shares of Ten Win Business International Co., Ltd. The Group purchased 1,840,000 ordinary shares of Ten Win Business International Co., Ltd. in the amount of $61,272 thousand and held 59.85% of the shares in August, 2020. In November 2020, the Group purchased 1,000,000 ordinary shares of Ten Win Business International Co., Ltd. in amount of $33,000 thousand, held 70.61% of the shares. In December 2020, the Group purchased 718,572 ordinary shares of Ten Win Business International Co., Ltd. in amount of $23,713 thousand, held 78.35% of shares of Ten

Win Business International Co., Ltd. The preferred stock liabilities converted in November, 2021, representing 89.58% of shares held of Ten Win Business International Co., Ltd. On January 18, 2022, Ten Win Business International Co., Ltd. changed its name to Tien Yun Tech Storage Co., Ltd. by the resolution of the board of directors. In January 2022, due to the conversion of preferred stock liabilities, the remaining shareholding was 85.17%. In August 2022, due to the conversion of preferred stock liabilities, the remaining shareholding was 84.30%. In January 2023, due to the conversion of preferred stock liabilities, the remaining shareholding was 84.11%. Please refer to Note 6(21) for details.

Note 9: To extend the business territory, the Group builds its own brand and connect to larger distributors, the board of directors authorized to sign a share purchase agreement in the amount of US$9,600 thousand (approximately NT$297,600 thousand) with Comarg USA, Inc. to acquire 10.4% shares of Nanjing USA, Inc.; and also acquired 53% shares of ADNY Group, Inc. in the amount of US$38,400 thousand (approximately NT$1,190,400 thousand) from three individual shareholders of ADNY Group, Inc., and indirectly obtained the 42.4% of shares in Nanjing USA, Inc., and then total comprehensively obtained the 52.8% of shares in Nanjing USA, Inc. The aforesaid investment acquired through by a new wholly owned subsidiary, MF Holding Co., Ltd., Cayman Island to incorporate a wholly owned subsidiary Faith In Blue (USA) Corporation in the United States. The Group paid US$24,000 thousand on April 25, 2019, to acquire 33% of shares of ADNY Group, Inc. The Group paid US$24,000 thousand on August 2, 2019, to acquire 20% of shares of ADNY Group Inc. and 10.4% of shares of Nanjing USA, Inc. and became the controlling interest in ADNY Group, Inc. On September 17, 2020, Nanjing USA, Inc. and ADNY Group, Inc. paid US$2,400 thousand and US$9,600 thousand, respectively, to repurchased 4 shares and 14 shares of treasury shares and then canceled. After the cancellation, Faith In Blue (USA) Corporation’s holding of Nanjing USA, Inc. and ADNY Group, Inc.’s shares increased from 10.4% and 53% to 10.74%

and 61.63%, respectively. The Group on July 2, 2021, to increase capital in the amount of US$8,320 thousand in Nanjing USA, Inc. and obtained 16 shares. Nanjing USA, Inc. paid US$13,520 thousand to repurchased 26 shares and then canceled. After the cancellation, Faith In Blue (USA) Corporation's holdings of Nanjing USA, Inc. shares increased from 61.68% to 81.65%. On September 6, 2024, Faith In Blue (USA) Corporation acquired 18.35% of the shares of Nanjing USA, Inc. for US$9,000 thousand. After the transaction was completed, the shareholding ratio increased from 81.65% to 100%.

Note10: The Group incorporated Century Hsing Investment Co., Ltd on September 30, 2019, through J. D. United Trading Corporation Limited. The registered capital was US$5,000 thousand. As of December 31, 2024, the amount of capital was US$1,030 thousand.

Note11: The Group incorporated RH Global Investment Limited on June 4, 2020 and completed the deregistration in 2023.

Note12: The Group incorporated RH International Holdings Limited on June 17, 2020; and transferred MF Holding Co., Ltd., transfer to RH International Holdings Limited in June 2021. The Company's board of directors approved on September 15, 2021, to conduct organizational restructuring for the purpose of improving investment efficiency. The Company's subsidiary, RH International Holdings Limited, directly holds JD United (BVI) Limited. As of December 31, 2021, the Company's subsidiary, RH International Holdings Limited, directly holds Tooku Holdings Limited and JD United (BVI) Limited, and jointly hold JD United (Cayman) Limited with JD United (BVI) Limited. In the first quarter of 2022, the subsidiary JD United (Cayman) Limited directly held the subsidiaries Tooku Holdings Limited and MF Holding Co., Ltd. On November 12, 2024, the Board of Directors of the Group approved an increase in capital of each of its subsidiaries, RH International Holdings Limited and JD United (Cayman) Limited, by US$9,000 thousand. Since the capital increase was not in accordance with the shareholding ratio, after the capital increase, RH International Holdings Limited's shareholding ratio in JD United (Cayman) Limited changed to 12.94%; JD United (BVI) Limited's shareholding ratio in JD United (Cayman) Limited changed to 87.06%.

Note13: The Group incorporated Nanjing Xing'ao Trading Co., Ltd. on May 22, 2020, through Changzhou Tooku Garments Co., Ltd. As of December 31, 2024, the amount of capital was RMB5,000 thousand.

Note14: The Group incorporated JDU Tokyo Trading Co., Ltd. on May 22, 2020 through J.D. United Trading Corporation Limited. The registered capital was JPY3,000 thousand. As of December 31, 2024, the amount of capital was JPY3,000 thousand.

Note15: The Group incorporated Rootech Pte. Limited. through Tooku Holdings Ltd. and Newtech Textile (Cayman) International Inc. on June 26, 2020. In April 2023, the chairman approved the disposal of part of the shares held by Rootech Pte. Limited. and gave up participation in the capital increase. The shareholding ratio dropped from 70% to 25%, and it lost control of Rootech Pte. Limited.

Note16: The Group established Shanghai Rusheng Textile Technology Development Co., Ltd. through its subsidiary Rootech Pte. Limited on September 8, 2020. On April 10, 2023, it indirectly lost its interest and control in Shanghai Rusheng Textile Technology Development Co., Ltd. due to the disposal of Rootech Pte. Limited.

Note17: The Group incorporated JD United (Cayman) Ltd. through RH International Holdings Ltd. on August 26, 2020. On November 12, 2024, the board of directors passed a resolution to increase the capital of its subsidiary JD United (Cayman) Limited by US$9,000 thousand. As of December 31, 2024, the amount of capital was US$30,792 thousand.

Note18: The Group acquired 28% 3Y Universal Company Limited of the voting shares through its subsidiary JD United (BVI) Limited on January 29, 2021. The acquisition consideration was US$4,371 thousand. With the original shares of 23% held by the Group, the total shareholding reached more than half of the equity and the subsidiary therefore has been controlled by the Group.

Note19: The Group incorporated 3Y Corporation Limited through its subsidiary 3Y Universal Company Limited. As of December 31, 2024, the amount of capital was JPY10 thousand.

Note20: The Group incorporated Tien Le Shan Business Co., Ltd through Tien Yun Tech Storage Co., Ltd. As of December 31, 2024, the amount of capital was NT$3,200 thousand.

Note21: The Group's board of directors approved on September 15, 2021, to conduct organizational restructuring for the purpose of investment efficiency. The Company's subsidiary, JD United (BVI) Limited transferred Roo Hsing Garment Manufacturing Co., Ltd. and 3Y Universal Company Limited to the newly incorporated subsidiary, JD United (Cayman) Limited.

Note22: The Group passed the resolution of the board of directors on June 16, 2022 to disposal its subsidiary, Operadora Internacional de Zonas Francas (Managua), S.A., and completed the delivery of equity on February 20, 2023.

Note23: The Group reinvested and established Fonternig Garment Co., Ltd. through its subsidiary J.D. United Manufacturing Corporation Limited on September 6, 2023. The registered capital was US$960 thousand. As of December 31, 2024, no capital had been invested.

Note24: On August 14, 2023, the Group reinvested and established Aitana Garments Limited (Tanzania) through its subsidiaries Changzhou Manchuria Trading Co., Ltd. and Changzhou Tooku Garments Co., Ltd., with a registered capital of US$10,000 thousand. As of December 31, 2024, no capital had been invested.

Note25: Roo Hsing Garment Co., El Salvador, S.A. DE C.V. has passed the resolution of the shareholders' meeting to liquidate in 2023. The Group also approved the disposal of the equity of Roo Hsing Garment Co., El Salvador, S.A. DE C.V. by resolution of the board of directors on November 12, 2024, and the transaction was completed on December 1, 2024.

Note26: The Group reinvested and established Chongqing Runyang Clothing Co., Ltd. through its subsidiary J.D. United Manufacturing Corporation Limited on October 31, 2023, with a registered capital of US$2,000 thousand and cancelled the company registration on August 5, 2024.

Note27: The Group through a resolution of the interim board of directors on July 9, 2024, disposed of the equity interests in Roo Hsing Co. Nicaragua, S.A., a subsidiary of the Company, and the transaction was completed on the same day.

Note28: On May 21, 2024, the Group invested in 3Y Holdings Limited through its subsidiary JD United (Cayman) Limited with a registered capital of US$1,000 thousand. As of December 31, 2024, no capital had been invested.

Note29: On November 12, 2024, the board of directors of the Group approved an increase in capital of its subsidiary, Faith In Blue (USA) Corporation, by US$9,000 thousand. As of December 31, 2024, the invested capital amounted to US$61,338 thousand.

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

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

E. Significant restrictions: None.

F. Subsidiaries that have non-controlling interests that are material to the Group:

As of December 31, 2024 and 2023, the information of non-controlling interest that are material to the Group and subsidiaries is as follows:

		Non-controlling interest			
		December 31,			
		2024		2023	
Name of subsidiary	Principal place of business	Amount (in thousand)	Ownership %	Amount (in thousand)	Ownership %
Tien Yun Tech Storage Co., Ltd.	Taiwan	$ 134,546	15.89	$ 133,985	15.89
Nanjing USA, Inc.	U.S.A	-	-	175,079	18.35
3Y Universal Co., Ltd. and subsidiaries	Hong Kong	79,710	49.00	71,073	49.00
		$ 214,256		$ 380,137	

Balance sheet

	Tien Yun Tech Storage Co., Ltd.	
	December 31,	
	2024	2023
Current assets	$ 11,498	$ 7,922
Non-current assets	343,986	343,987
Current liabilities	(122)	(80)
Non-current liabilities	(764)	(764)
Total net assets	$ 354,598	$ 351,065

	Nanjing USA, Inc.	
	December 31,	
	2024	2023
Current assets	$ 1,688,933	$ 1,487,193
Non-current assets	61,255	32,267
Current liabilities	(1,077,739)	(1,079,619)
Non-current liabilities	(40,954)	(17,220)
Total net assets	$ 631,495	$ 422,621

	3Y Universal Co., Ltd. and its subsidiaries	
	December 31,	
	2024	2023
Current assets	$ 233,463	$ 173,435
Non-current assets	4,388	-
Current liabilities	(75,284)	(28,476)
Non-current liabilities	-	-
Total net assets	$ 162,567	$ 144,959

Statement of comprehensive income

	Tien Yun Tech Storage Co., Ltd.	
	For the year ended December 31,	
	2024	2023
Revenue	$ 4,377	$ 4,248
Net income for the year	$ 3,533	$ 2,398
Total comprehensive income for the year	$ 3,533	$ 2,398
Comprehensive income attributable to non–controlling interest	$ 561	$ 381
Dividends paid to non-controlling interest	$ -	$ -

	Nanjing USA, Inc.	
	For the year ended December 31,	
	2024	2023
Revenue	$ 4,588,813	$ 4,739,683
Net income (loss) for the year	$ 175,906	($ 30,345)
Total comprehensive income (loss) for the year	$ 175,906	($ 30,345)
Comprehensive income (loss) attributable to non–controlling interest	$ 19,696	($ 23,252)
Dividends paid to non-controlling interest	$ -	$ -

	3Y Universal Co., Ltd. and its subsidiaries	
	For the year ended December 31,	
	2024	2023
Revenue	$ 645,353	$ 624,015
Net income for the year	$ 7,594	$ 28,320
Total comprehensive income for the year	$ 7,594	$ 28,320
Comprehensive income attributable to non–controlling interest	$ 3,731	$ 13,898
Dividends paid to non-controlling interest	$ -	$ -

Statement of cash flow

	Tien Yun Tech Storage Co., Ltd.	
	For the year ended December 31,	
	2024	2023
Net cash generated from operating activities	$ 628	$ 2,244
Net cash used in investing activities	-	(1,599)
Increase in cash and cash equivalents	$ 628	$ 645

	Nanjing USA, Inc	
	For the year ended December 31,	
	2024	2023
Net cash generated from (used in) operating activities	$ 35,773	($ 26,608)
Net cash generated from investing activities	519	-
Increase (decrease) in cash and cash equivalents	$ 36,292	($ 26,608)

	3Y Universal Co., Ltd. and its subsidiaries	
	For the December 31,	
	2024	2023
Net cash generated from (used in) operating activities	$ 7,058	($ 61,455)
Increase (decrease) in cash and cash equivalents	$ 7,058	($ 61,455)

(4) Foreign currency transactions

The consolidated financial statements are presented in New Taiwan dollars, which is the Group's functional and presentation currency.

A. Foreign currency translation and balances

(A) Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transaction or valuation where items are re-measured, except for those that comply with cash flow hedging and net investment hedging and are deferred to other comprehensive gains and losses. Foreign exchange gains and losses resulting from the settlement of such transactions are recognized in profit or loss in the period in which they arise.

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

(C) Non-monetary assets and liabilities denominated in foreign currencies held at fair value through profit or loss are re-translated at the exchange rates prevailing at the balance sheet date; their translation differences are recognized in profit or loss; for the non-monetary assets and liabilities held at fair value through other comprehensive income or loss, their translation differences are recognized in other comprehensive income. Non-monetary assets and liabilities denominated in foreign currencies that are not measured at fair value are translated using the historical exchange rates at the dates of the initial transactions.

(D) All exchange gains and losses are reported in the income statement under "Other gains and losses".

B. Translation of foreign operations

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

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

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

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

(B) When the foreign operation partially disposed of or sold as a subsidiary, cumulative exchange differences that were recorded in other comprehensive income are proportionately transferred to the non-controlling interest in this foreign operation. In addition, if the Group retains partial interest in the former foreign subsidiary after losing control of the former foreign subsidiary, such transactions should be accounted for as disposal of all interest in the foreign operation.

(C) The goodwill and fair value adjustments arising from the acquisition of foreign entities are regarded as the assets and liabilities of the foreign entity and translated at the closing exchange rate at the date of that balance sheet.

(5) Classification current and non-current item

A. Assets that meet one of the following criteria are classified as current assets

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

(B) Assets held mainly for trading purposes;

(C) Assets that are expected to be realized within twelve months from the balance sheet date; or

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

The Group classified its assets that do not meet above criteria as non-current assets.

B. Liabilities that meet one of the following criteria are classified as current liabilities

(A) Liabilities that are expected to be paid off within the normal operating cycle;

(B) Liabilities arising mainly from trading activities;

(C) Liabilities that are to be paid off within twelve months from the balance sheet date; or

(D) Does not have the right to defer payment of its liabilities for at least twelve months after the reporting period.

The Group classified its liabilities that do not meet above criteria as non-current liabilities.

(6) Cash and cash equivalents

A. For the purpose of the statements of cash flows, cash and cash equivalents consists of cash on hand, cash in bank, short-term, highly liquid investments, which were within three months of maturity when acquired, and repayable bank overdraft, as part of the cash management. Bank overdraft items listed under current borrowings in current liabilities on the balance sheet.

B. Cash equivalents refer to short-term, highly liquid investments that also meet the following conditions:

(A) Readily convertible to known amount of cash.

(B) Subject to an insignificant risk of changes in interest rates.

(7) Financial assets measured at fair value through profit and loss

A. Refers to financial assets that are not measured at amortized cost or at fair value through other comprehensive gains and losses.

B. The Company adopts trade date accounting for financial assets measured at fair value through profit or loss that are consistent with conventional transactions.

C. The Company measures it at fair value at the time of initial recognition, and the relevant transaction costs are recognized in profit and loss. Subsequently, the Company measures it at fair value, and its profits or losses are recognized in profit and loss.

(8) Financial assets at amortized cost

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

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

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

B. On a regular way of purchase or sales, financial assets at amortized cost are recognized and derecognized using trade date accounting.

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

(9) Notes and accounts receivable

A. In accordance with terms and conditions of the contracts, entitle a legal right to unconditionally receive consideration in exchange of notes and receivables for transferred goods or rendered services.

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

(10) Impairment of financial assets

On each balance sheet date, the Group's investment in debt instruments measured at fair value through other comprehensive income and financial assets measured at amortized cost, and accounts receivable or contractual assets, lease receivables, loan commitments and financial guarantee contracts with significant financial components, after considering all reasonable and corroborative information (including forward-looking), the loss allowance is measured on the 12-month expected credit losses for those who have not significantly increased the credit risk since the initial recognition. For those who have significantly increased the credit risk since the initial recognition, the loss allowance is measured by the expected credit losses during the period of existence; the accounts receivable or contract assets that do not contain significant financial components are measured by the lifetime expected credit loss.

(11) Derecognition of financial assets

The Group derecognizes a financial asset when:

A. The contractual rights to receive the cash flows from the financial asset expired.

B. The contractual rights to receive cash flows from the financial asset have been transferred and the Group has transferred substantially all risks and rewards of ownership of the financial asset.

C. The contractual rights to receive cash flows from the financial asset have been transferred; however, the Group has not retained control of the financial asset.

(12) Leasing arrangements as lessor - Lease receivables/lease

A. Based on the term of a lease contract, a lease is classifies as finance lease if the lessee assumes substantially all the risks and rewards incidental to ownership of the leased asset.

(A) At commencement of the lease term, a finance lease should record as a receivable, at an amount equal to the total investment (including original direct costs) in the lease. The difference between total lease receivables and present value should record as 'unearned finance lease income'.

(B) The lessor should recognize finance income based on a pattern reflecting a constant periodic rate of return on the lessor's net investment outstanding in respect of the finance lease.

(C) Associated lease payments (excluding service costs) offset the total investment in the lease during the period would reduce the principal and unearned finance income.

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

(13) Inventories

Inventories are valued at lower of cost and net realizable value, and the cost is determined by using the weighted-average method. The cost of work in progress includes raw materials, direct labor, and other direct costs and fixed manufacturing overhead based on normal production capacity, but excludes borrowing costs. The item by item approach is used in applying the lower of cost and net realizable value. Net realizable value is the estimated selling price of inventories less all estimated costs of completion and costs necessary to make the sale.

(14) Non-current assets held for sale (or disposal group)

Non-current assets are classified as assets held for sale (or disposal group) when their carrying amount is to be recovered principally through a sale transaction rather than through continuing use, and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell.

(15) Investments accounted for under the equity method

A. Affiliated enterprises refer to all the companies that the Group has a significant influence on, and usually directly or indirectly hold more than 20% of its shares with voting rights. The Group adopts the equity method to deal with the investment in affiliated enterprises, and recognizes it at cost when acquired.

B. After the acquisition of the affiliated enterprises, the Group recognizes proportionately the share of profit and loss and other comprehensive income in the income statement as part of the Group's profit and loss and other comprehensive income, respectively. When the share of loss in the affiliated enterprises equals or exceeds the carrying amount of the Group's interest in that affiliated enterprises (including any other unsecured receivables), the Group discontinues to recognizing the further loss of the affiliated company, unless the Group has a statutory obligation, a constructive obligation, or has paid on behalf of the affiliated enterprises.

C. The Group's changes in equity interests in affiliated enterprises that did not lead to loss of control, deemed as equity transactions between owners.

D. Unrealized gains on transactions between the Group and its affiliated enterprises are eliminated to the extent of the Group's interest in the affiliated enterprises. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

E. When the Group disposes its investment in affiliated enterprises and loses significant influence over this associate, the amounts previously recognized in other comprehensive income in relation to the associate, are reclassified to profit or loss, on the same basis as would be required if the relevant assets or liabilities were disposed of. If it retains significant influence over these affiliated enterprises, the amounts previously recognized in other comprehensive income in relation to the affiliated enterprises are reclassified to profit or loss proportionately in accordance with the aforementioned approach.

(16) Property, plant and equipment

A. Property, plant and equipment are initially recorded at cost. Borrowing costs incurred during the construction period are capitalized.

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

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

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

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

Buildings	1~55 years
Machinery and equipment	1~18 years
Transportation equipment	4~10 years
Office and other equipment	1~50 years
Right-of-use asset	5～55 years

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

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

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

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

(B) Variable lease payments that depend on an index or a rate;

(C) Amounts expected to be payable by the lessee under residual value guarantees;

(D) The exercise price of a purchase option, if the lessee is reasonably certain to exercise that option; and

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

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

C. At the commencement date, the right-of-use asset is recognized at cost, includes:

(A) The initial measured amount of the lease liability; and

(B) Any lease payments made at or before the commencement date.

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

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

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

(18) Intangible assets

A. Trademark

Trademark acquired separately are recognized at acquisition cost, and trademarks acquired as a result of a business combinations are recognized at fair value on the acquisition date. Trademark rights are amortized on a straight-line basis over the limited useful life of 10 years.

B. Computer software

Computer software are recognized at acquisition cost, and is amortized on a straight-line basis over the estimated useful life of 1 to 5 years.

C. Customer relationship

The cost of customer relationship is amortized on a straight-line basis over the estimated useful life is 10 years.

D. Goodwill

Goodwill arises from business mergers and acquisitions

(19) Impairment of non-financial assets

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

(20) Borrowings

A. Borrowings refer to the non-current and current loans borrowed from the bank and other long-term and short-term loans. The Group initially recognizes the borrowings at fair value less transaction cost, any subsequent difference between the price and the redemption value after deducting the transaction cost, during the circulation period, the interest expense is recognized in profit or loss by using the effective interest method.

B. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is an evidence that it is probable that some or all of the facility will not be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

(21) Notes and accounts payable

A. Accounts payable refer to debts arising from purchase of goods or services and notes due to operation and non-operation.

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

(22) Convertible bonds payable

The convertible bonds payable issued by the Group are embedded with conversion rights (that is, the right of the holder to choose to convert into the Company's ordinary shares, and a fixed amount of debts can be converted into a fixed number of shares) and a call right. At the time of initial issuance, the issuance price is divided into financial assets, financial liabilities or equity according to the issuance conditions, and the processes are as follows:

A. Embedded repurchase right: “Financial assets or liabilities measured at fair value through profit or loss” are accounted for at the net fair value at the time of initial recognition; subsequently, on the balance sheet date, they are evaluated at the fair value, the difference is recognized as “profit or loss on financial assets (liabilities) measured at fair value through profit or loss”.

B. The master contract of bonds: measured at fair value at the time of initial recognition, and the difference between the redemption value and the premium of bonds is recognized as the premium and discount payable for bonds; subsequently, the effective interest method is used in the amortization procedures and recognized during the circulation period as an adjustment item of “financial costs”.

C. Embedded conversion rights (in line with the definition of equity): At the time of initial recognition, the remaining value after deducting the above-mentioned “financial assets or liabilities measured at fair value through profit or loss” and “Bonds payable” from the issuance amount is accounted for “Capital reserve - stock options” will not be remeasured in future.

D. Any directly attributable transaction costs of the issuance shall be allocated to each component of liabilities and equity in proportion to the original carrying amounts of the above components.

E. When the holder converts, the liability components of the account (including “bonds payable” and “financial assets or liabilities measured at fair value through profit or loss”) are treated according to the subsequent measurement method of their classification, and then add the book value of the liability component to “capital reserve - stock options” as the issuance cost in exchange for the ordinary shares.

(23) Provisions

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

(24) Employee benefits

A. Short-term employee benefits

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

B. Pensions

(A) Defined contribution plans

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

(B) Defined benefit plans

a. Net obligation under a defined benefit plan is defined as the present value of an amount of pension benefits that employees will receive on retirement for their services with the Group in current period or prior periods. The liability recognized in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the balance sheet date less the fair value of plan assets.

The defined benefit net obligation is calculated annually by independent actuaries using the projected unit credit method. The rate used to discount is determined by using interest rates of government bonds (at the balance sheet date) that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension liability.

b. Remeasurement arising on defined benefit plans are recognized in other comprehensive income in the period in which they arise and are recorded as retained earnings.

c. Past service costs are recognized immediately in profit or loss.

C. Termination benefit

Termination benefit is offered when the Group terminates the employee's contract before normal retirement date or when the employee decides to accept the Group's offer of benefits instead of the termination of the contract. The Group recognizes the cost at the earlier of when the offer of benefits is no longer withdrawable or when recognizing related significant cost component. Benefits that are not expected to be paid off 12 months after the balance sheet date shall be discounted.

D. Employees' compensation and directors' and supervisors' remuneration

Employees' compensation and directors' and supervisors' remuneration are recognized as expenses and liabilities, provided that such recognition is required under legal obligation or constructive obligation and those amounts can be reliably estimated. However, if the accrued amounts for employees' compensation and directors' and supervisors' remuneration are different from the actual distributed amounts as resolved by the shareholders at their shareholders' meeting subsequently, the differences should be recognized based on the accounting for changes in estimates.

(25) Income tax

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

B. The current income tax expense is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Group operated and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in accordance with applicable tax regulation. It establishes provisions where appropriated based on the amounts expected to be paid to the tax authorities. According to the Income Tax Law, an additional income tax is levied on current year earnings that remain undistributed by the end of the following year after shareholdings' meeting; and recognized as income tax expenses.

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

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

E. Current tax assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

Deferred income tax assets and liabilities are offset on the balance sheet when the entity has the legally enforceable right to offset current tax assets against current tax liabilities and they are levied by the same taxation authority on either the same entity or different entities that intend to settle on a net basis or realize the asset and settle the liability simultaneously.

F. "Income Basic Tax Act" began effective on January 1, 2006, the amount of basic income shall be the sum of the taxable income as calculated in accordance with the Income Tax Act, plus any related tax exempted income included in other laws with the rate prescribed by the Executive Yuan. Current income tax shall pay according to whichever is higher compared between the basic income and regular income tax. The Group assessed the impact of the basic income tax on the consolidated financial statements for current period income tax.

(26) Revenue recognition

A. Sales of goods

(A) The Group manufactures and sells merchandise. Sales are recognized when the goods are delivered to the customers and control of the goods is transferred to the customer (that is, the customer has the ability to direct the use of the goods and obtain substantially all remaining benefits of the goods). The main product of the Group is apparel and revenue is recognized based on the consideration stated in the contract. For certain sales of goods transactions, they are usually accompanied by volume discounts (based on the accumulated total sales amount for a specified period). Therefore, revenue from these sales is recognized based on the price specified in the contract, net of the estimated volume discounts to the Group estimates where the discounts using the expected value method based on historical experiences. Revenue is only recognized to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur and when the uncertainty associated with the variable consideration is subsequently resolved. During the period specified in the contract, refund liability is recognized for the expected volume discounts.

(B) The credit period of the Group's sale of goods is from 30 to 90 days. For most of the contracts, when the Group transfers the goods to customers and has a right to an amount of consideration that is unconditional, these contracts are recognized as trade receivables. The Group usually collects the payments shortly after transfer of goods to customers; therefore, there is no significant financing component to the contract. For some of the contracts, the Group has transferred the goods to customers but does not have a right to an amount of consideration that is unconditional, these contacts should be presented as contract assets. Besides, in accordance with IFRS 9, the Group measures the loss allowance for a contract asset at an amount equal to the lifetime expected credit losses.

B. Rendering of services

(A) The Group provides processing and washing services. Such services are separately priced or negotiated, and provided based on contract periods. As the Group provides the services over the contract period, the customers simultaneously receive and consume the benefits provided by the Group. Accordingly, the performance obligations are satisfied over time and the related revenue are recognized by straight-line method over the contract period.

(B) Most of the contractual considerations of the Group are collected evenly throughout the contract periods. When the Group has performed the services to customers but does not has a right to an amount of consideration that is unconditional, these contacts should be presented as contract assets. However, for some rendering of services contracts, part of the consideration was received from customers upon signing the contract, and the Group has the obligation to provide the services subsequently; accordingly, these amounts are recognized as contract liabilities. The period between the transfers of contract liabilities to revenue is usually within one year, thus, no significant financing component is arisen.

(C) Leasing business

The leasing income recognized by the Group is based on the lease conditions, the possibility of collecting the lease receivables and the future borne by the lessor.

(27) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the strategic business unit. The strategic business unit, who is responsible for allocating resources and assessing performance of the operation segments, has been identified as the board of directors that makes strategic decisions.

(28) Earnings per shares

The Group presents basic and diluted earnings per share (''EPS'') data for its ordinary share. Basic EPS is calculated by dividing the net income attributable to shareholders of the Group by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the statement of income attributable to shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

5. Critical accounting judgments, estimates and key sources of assumption uncertainty

The preparation of the consolidated financial statement requires management to make critical judgments in applying the Group's accounting policies and make critical assumptions and estimates concerning future events. Assumptions and estimates may differ from the actual results and are continually evaluated and adjusted based on historical experience and other factors. The information is addressed below:

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

Operating lease commitment - the Group as the lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

(2) Critical accounting estimates and assumptions

The Group makes estimates and assumptions based on the expectation of future events that are believed to be reasonable under the circumstances at the end of the reporting period. The resulting accounting estimates might be different from the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

A. Assessment of impairment of tangible assets and intangible assets (except for goodwill)

In the process of impairment assessment on assets, the Group needs to rely on subjective judgment, and based on the pattern of assets used and industry characteristics to determine the independent cash flow of a specific group of assets, the years of useful lives of asset, and possible future gains and losses. Any changes in estimation due to changes in economic conditions or the strategy of the Group may result in a material impairment in the future.

As of December 31, 2024, the book value of property, plant and equipment and intangible assets recognized by the Group after the impairment loss was $2,271,295 thousand and $567,429 thousand, respectively.

B. Evaluation of goodwill

The evaluation process of impairment of goodwill relies on the subjective judgment of the Group, including identifying cash-generating units, allocating assets and liabilities and goodwill to related cash-generating units, and determining the recoverable amount of related cash-generating units.

As of December 31, 2024, the goodwill recognized by the Group after impairment loss was $1,847,691 thousand.

C. Evaluation of inventories

As inventories are stated at the lower of cost and net realizable value, the Group must determine the net realizable value of inventories on balance sheet date using judgments and estimates. Due to the rapid changes in market, the Group assesses the value of inventory on the balance sheet date due to normal wear and tear, obsolescence, or no market sales value, and writes down the cost of inventory to the net realizable value. This inventory evaluation is mainly based on the estimated demand on product in a specific period in the future, therefore, there might be material changes to the evaluation.

As of December 31, 2024, the Group's carrying amount of inventories is $3,013,007 thousand.

D. Useful life of property, plant and equipment

The Group has considered the experience of actual use of similar assets in the past, the appraisal report of the appraisal company and the use of similar assets in the same industry. On May 14, 2024, the board of directors of the Company resolved to extend the useful life of some buildings and machinery and equipment, which was applicable from April 1, 2024. This change in accounting estimate is expected to reduce depreciation expenses from April 1 to December 31, 2024 by $65,023 thousand.

6. Details of significant accounts

(1) Cash and cash equivalents

	December 31,			
	2024		2023	
Cash on hand	$	10,153	$	4,516
Checking accounts and demand deposits		324,710		277,618
Total	$	334,863	$	282,134

A. The Group transacts with a variety of financial institutions all with high credit quality to disperse credit risk, therefore the probability of counterparty default is remote. The Group's maximum exposure to credit risk at balance sheet date is the carrying amount of all cash and cash equivalents.

B. The Group did not pledge its cash and cash equivalents.

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

	December 31, 2024	December 31, 2023
Financial assets mandated to be measured at fair value through profit or loss		
Derivatives - call rights on convertible bond issuances	$ 195	$ 210

A. The details of financial assets measured at fair value through profit or loss and recognized in profit and loss are as follows:

	December 31, 2024	December 31, 2023
Financial assets mandated to be measured at fair value through profit or loss		
Derivatives - call rights on convertible bond issuances	($ 15)	$ 30
Derivatives - forward foreign exchange contracts	-	(6,659)
Total	($ 15)	($ 6,629)

B. For relevant credit risk information, please refer to Note 12(2).

(3) Financial assets measured at amortized cost - current

	December 31, 2024	December 31, 2023
Demand deposits restricted for use	$ 404,317	$ 306,843

A. The trading parties of the Group are the financial institutions such as banks etc. with good credit grades and are considered to have no significant credit risk. Therefore, as of December 31, 2024 and 2023, the allowance for doubtful accounts measured by the 12 months expected credit loss rate is 0%, and the amount are both $0 thousand.

B. Information relating to credit risk, please refer to Note 12 (2).

C. Information for guarantees provided by financial assets measured at amortized cost, please refer to Note 8.

(4) Notes and accounts receivable

	December 31, 2024	December 31, 2023
Accounts receivable	$ 2,996,329	$ 1,852,877
Accounts receivable - related parties	51,341	37,240
Less: allowance for doubtful accounts	(283,609)	(228,883)
Total	$ 2,764,061	$ 1,661,234

A. The Group grants an interest free and average credit term of 30-90 days to its customer accounts.

B. The Group's maximum exposure to credit risk at December 31, 2024 and 2023 was the carrying amount of each class of notes and accounts receivable.

C. The Group's aging analysis of notes and accounts receivable is as follows:

	December 31, 2024	December 31, 2023
Not past due	$ 2,188,761	$ 1,492,600
Past due less than 90 days	554,952	151,920
Past due 91 - 180 days	20,348	10,874
Past due over 181 days	283,609	234,723
Total	$ 3,047,670	$ 1,890,117

D. The Group measures the allowance for doubtful notes and accounts receivable by using the provision matrix as follows:

December 31, 2024	Expected credit loss rate	Total carrying amount	Allowance for doubtful accounts (Lifetime expected credit loss)	Amortized cost
Not past due	-	$ 2,188,761	$ -	$ 2,188,761
Past due less than 90 days	-	554,952	-	554,952
Past due 91 - 180 days	-	20,348	-	20,348
Past due over 181 days	100%	283,609	(283,609)	-
Total		$ 3,047,670	($ 283,609)	$ 2,764,061

December 31, 2023	Expected credit loss rate	Total carrying amount	Allowance for doubtful accounts (Lifetime expected credit loss)	Amortized cost
Not past due	-	$ 1,492,600	$ -	$ 1,492,600
Past due less than 90 days	-	151,920	-	151,920
Past due 91 - 180 days	-	10,874	-	10,874
Past due over 181 days	50~100%	234,723	(228,883)	5,840
Total		$ 1,890,117	($ 228,883)	$ 1,661,234

E. Notes receivable of the Group are not overdue, and accounts receivables over 360 days overdue are recognized in full as provision for doubts accounts as the possibility of recovery is considered low.

F. For the accounts receivable arising from the transaction between the Group and Product Source Group, LLC., 100% of allowance for doubtful accounts has been provided due to the low possibility of recovery.

G. For the accounts receivable arising from the transaction between the Group and Paneffort, LLC., 100% of allowance for doubtful accounts has been provided due to the low possibility of recovery.

H. The movement in the provision for impairment of accounts receivable is as follows:

	Accounts receivable
At January 1, 2024	$ 228,883
Addition for the current year	45,894
Reversal for the current year	(2,907)
Exchange differences	11,739
At December 31, 2024	$ 283,609
At January 1, 2023	$ 2,114,313
Addition for the current year	1,601
Reversal for the current year	(123,571)
Write off as irrecoverable	(1,784,065)
Exchange differences	20,605
At December 31, 2023	$ 228,883

I. Information relating to credit risk, please refer to Note 12(2).

(5) Transfer of financial assets

Derecognition of part of transferred financial assets

The Group has signed contracts for factoring accounts receivable without recourse and accounts receivable with partially recourses with financial institutions. Not only the Group has transferred the contractual rights of collecting cash from the accounts receivables without recourse, but also bear no credit risk of uncollectible accounts receivable (except for commercial disputes) according to the contract, which meets the requirements of derecognition of financial assets. Transaction related information is as follows:

December 31, 2024

Transferee	Total amount transferred	Sales consideration	Amount paid	Interest rate range
The Hong Kong and Shanghai Banking Corporation Limited	$ 1,790,681	$ 1,790,681	$ 1,537,177	5.81%~7.6%

December 31, 2023

Transferee	Total amount transferred	Sales consideration	Amount paid	Interest rate range
The Hong Kong and Shanghai Banking Corporation Limited	$ 1,545,795	$ 1,545,795	$ 1,360,815	6.82%~8.35%

As of December 31, 2024 and 2023, the consideration has not been collected from the bank, and the amount due to the sale of accounts receivable to financial institutions has been transferred to other receivables. Please refer to Note 6 (6) for details.

(6) Other receivables and other receivable from related parties

	December 31, 2024	December 31, 2023
Financing	$ 32,221	$ 30,177
Income tax refund receivable	154,768	-
Interest receivable	40,732	38,149
Land receivable	433,072	420,727
Factoring of accounts receivable without recourse (to be collected from the bank)	49,021	23,796
Others	628,838	943,672
Less: allowance for doubtful accounts	(380,207)	(291,784)
Subtotal	958,445	1,164,737
Other receivable – related parties	115,837	85,092
Less: allowance for doubtful accounts	-	-
Subtotal	115,837	85,092
Total	$ 1,074,282	$ 1,249,829

A. The movement in the provision for impairment of other receivable is as follows:

	Other receivable
At January 1, 2024	$ 291,784
Additions for current year	71,616
Exchange differences	16,807
At December 31, 2024	$ 380,207
At January 1, 2023	$ 291,219
Additions for current year	563
Exchange differences	2
At December 31, 2023	$ 291,784

B. Information relating to credit risk, please refer to Note 12(2).

(7) Inventories

	December 31, 2024	December 31, 2023
Raw materials and supplies	$ 711,812	$ 438,394
Work-in-process	653,342	452,231
Finished goods	1,699,438	1,661,557
Merchandise	32,285	32,800
Subtotal	3,096,877	2,584,982
Less: allowance for decline in market value and obsolescence	(83,870)	(101,753)
Total	$ 3,013,007	$ 2,483,229

The recognition of expenses or losses related to inventory is as follows:

	For the year ended December 31,	
	2024	2023
Cost of inventory sold	$ 12,415,019	$ 11,224,047
(Reversal) loss on decline in market value	(24,178)	2,760
Obsolescence losses	-	72,287
Total	$ 12,390,841	$ 11,299,094

(8) Prepayments

	December 31,	
	2024	2023
Prepayment for purchases	$ 433,067	$ 639,992
Prepaid sales tax	18,469	17,298
Overpaid sales tax	10,623	10,553
Prepaid expenses	176	1,148
Others	8,354	8,578
Total	$ 470,689	$ 677,569

(9) Non-current assets held for sale (or disposal group)

A. Category of assets held for sales and disposal:

	December 31,	
	2024	2023
Cash and cash equivalents	$ -	$ 791
Prepayments	-	212
Total	$ -	$ 1,003

B. Liabilities directly related to non-current assets held for sale and disposal:

	December 31,	
	2024	2023
Other payables	$ -	$ 8
Receipt on behalf	-	3
Total	$ -	$ 11

C. The equity accounts directly related to the group to be disposed of are as follows:

	2024	2023
Exchange differences in the translation of financial statements of foreign operating entity	$ -	$ 3,070

D. Roo Hsing Garment Co., El Salvador, S.A. DE C.V. has passed the resolution of the shareholders' meeting to liquidate in 2023. The assets and liabilities related to Roo Hsing Garment Co., El Salvador, S.A. DE C.V. have been transferred to a group to be disposed of. The Company's board of directors passed a resolution on November 12, 2024 to dispose of the equity of Roo Hsing Garment Co., El Salvador, S.A. DE C.V. and completed the transaction on December 1, 2024.

(10) Investments accounted for under equity method

	December 31,					
	2024			2023		
Investee companies	Amount		% of ownership	Amount		% of ownership
Investments in subsidiaries						
Paneffort, LLC.	$	12,788	39%	$	11,977	39%
Rootech Pte. Limited		11,883	25%		22,889	25%
Subtotal		24,671			34,866	
Less: accumulated impairment	(	12,788)		(	11,977)	
Total	$	11,883		$	22,889	

A. None of the related companies invested using the equity method is individually significant. Only the summary information is disclosed as follows:

	December 31,			
	2024		2023	
Net loss for the year	($	12,254)	($	6,910)
Other comprehensive income (net after tax)		-		-
Total comprehensive loss	($	12,254)	($	6,910)

B. In April 2023, the Group disposed of part of the shares held by Rootech Pte. Limited through its subsidiary Tooku Holdings Limited and gave up its participation in the capital increase. The original shareholding decreased from 70% to 25%, and lost its control of Rootech Pte. Limited.

C. The Group has recognized 100% impairment losses on its investment in Paneffort LLC. in 2023.

(11) *Property, plant and equipment*

	December 31	
	2024	2023
Self-used property, plant and equipment	$ 2,271,280	$ 2,293,116
Operating lease of property, plant and equipment	15	16
Total	$ 2,271,295	$ 2,293,132

	Land	Buildings	Machinery and equipment	Office and other equipment	Transportation equipment	Property under construction	Total
Cost							
At January 1, 2024	$ 775,035	$ 427,847	$ 2,291,441	$ 1,675,723	$ 51,108	$ 137,076	$ 5,358,230
Additions	-	30,540	43,763	26,148	8,381	31,761	140,593
Disposals	-	(1,524)	(72,554)	(19,330)	(878)	-	(94,286)
Reclassified	-	12,499	84,124	6,215	(519)	(22,823)	79,496
Exchange differences	-	44,476	138,780	98,436	2,674	8,452	292,818
At December 31, 2024	$ 775,035	$ 513,838	$ 2,485,554	$ 1,787,192	$ 60,766	$ 154,466	$ 5,776,851
At January 1, 2023	$ 775,035	$ 600,745	$ 3,221,616	$ 1,723,108	$ 61,284	$ 233,421	$ 6,615,209
Additions	-	4,743	6,636	2,730	1,822	7,980	23,911
Disposals	-	(168,610)	(788,668)	(151,572)	(11,264)	(369)	(1,120,483)
Reclassified	-	17,540	7,039	108,509	8	(101,978)	31,118
Organizational adjustment	-	-	(144,093)	-	-	-	(144,093)
Exchange differences	-	(26,571)	(11,089)	(7,052)	(742)	(1,978)	(47,432)
At December 31, 2023	$ 775,035	$ 427,847	$ 2,291,441	$ 1,675,723	$ 51,108	$ 137,076	$ 5,358,230
Accumulated depreciation and impairment:							
At January 1, 2024	$ -	$ 223,260	$ 1,683,937	$ 1,111,158	$ 46,743	$ -	$ 3,065,098
Disposals	-	(1,489)	(61,733)	(17,024)	(865)	-	(81,111)
Depreciation	-	21,316	122,635	140,825	2,724	-	287,500
Gains on reversal of impairment loss	-	-	(4,555)	-	-	-	(4,555)
Reclassified	-	-	39,611	(1,403)	(493)	-	37,715
Exchange difference	-	22,324	109,184	67,153	2,248	-	200,909
At December 31, 2024	$ -	$ 265,411	$ 1,889,079	$ 1,300,709	$ 50,357	$ -	$ 3,505,556

	Land	Buildings	Machinery and equipment	Office and other equipment	Transportation equipment	Property under construction	Total
At January 1, 2023	$ -	$ 368,913	$ 2,313,203	$ 1,090,472	$ 54,471	$ -	$ 3,827,059
Disposals	-	(168,610)	(712,135)	(141,903)	(10,229)	-	(1,032,877)
Depreciation	-	34,975	138,962	134,388	3,129	-	311,454
Gains on reversal of impairment loss	-	-	(40,008)	(24)	-	-	(40,032)
Reclassified	-	(974)	231	33,610	-	-	32,867
Organizational adjustment	-	-	(8,694)	-	-	-	(8,694)
Exchange difference	-	(11,044)	(7,622)	(5,385)	(628)	-	(24,679)
At December 31, 2023	$ -	$ 223,260	$ 1,683,937	$ 1,111,158	$ 46,743	$ -	$ 3,065,098
Net book value							
At December 31, 2024	$ 775,035	$ 248,427	$ 596,475	$ 486,483	$ 10,409	$ 154,466	$ 2,271,295
At December 31, 2023	$ 775,035	$ 204,587	$ 607,504	$ 564,565	$ 4,365	$ 137,076	$ 2,293,132

For details of property, plant and equipment pledged as collateral, please refer to Note 8.

(12) Leasing arrangements as lessee

A. The leased assets by the Group are land and buildings and office equipment with the lease period usually ranges from one to fifteen years. Lease contracts are negotiated individually and contain a variety of terms and conditions with no other restrictions imposed.

B. The carrying amounts of the right-of-use asset and the depreciation expense recognized are as follows:

	December 31, 2024	For the year ended December 31, 2024	December 31, 2023	For the year ended December 31, 2023
	Carrying amount	Depreciation	Carrying amount	Depreciation
Lands	$ 9,407	$ 2,505	$ 11,215	$ 2,434
Land-use-rights	15,646	141	15,949	141
Buildings	296,797	96,791	289,966	177,594
Office equipment	-	-	-	23
Others	9,803	3,280	12,329	3,187
Total	$ 331,653	$ 102,717	$ 329,459	$ 183,379

C. The increase of the Group's right-of-use assets in 2024 and 2023 was $101,453 thousand and $52,757 thousand, respectively.

D. The income and expenses related to the lease contract are recognized as follows:

	December 31,	
	2024	2023
Expenses for short-term lease contract	$ 40,792	$ 38,542

E. The total cash outflows for the lease of the Group in 2024 and 2023 amounted to $138,634 thousand and $225,045 thousand.

(13) Leasing arrangements as lessor

A. The underlying assets leased by the Group are lands, which are classified as operating leases because barely any of the risks and rewards attached to the ownership of the underlying assets have been transferred.

B. The Group recognized the rental income from operating lease contracts of $4,725 thousand and $4,946 thousand in 2024 and 2023 respectively, of which none of the rental income were recognized as variable lease payments.

(14) Intangible assets

	Computer software	Trademark	Customer relationship	Goodwill (including human recourses)	Total
Cost					
As January 1, 2024	$ 218,769	$ -	$ 3,216,163	$ 5,405,722	$ 8,840,654
Exchange differences	12,813	-	64,474	46,915	124,202
At December 31, 2024	$ 231,582	$ -	$ 3,280,637	$ 5,452,637	$ 8,964,856
At January 1, 2023	$ 222,620	$ 2,046	$ 3,216,163	$ 5,405,722	$ 8,846,551
Additions	326	-	-	-	326
Disposals	(4,528)	-	-	-	(4,528)
Reclassified	917	(2,071)	-	-	(1,154)
Exchange differences	(566)	25	-	-	(541)
At December 31, 2023	$ 218,769	$ -	$ 3,216,163	$ 5,405,722	$ 8,840,654
Amortization and impairment:					
At January 1, 2024	$ 203,233	$ -	$ 2,542,461	$ 3,604,946	$ 6,350,640
Amortization	3,597	-	139,823	-	143,420
Exchange differences	12,450	-	30,924	-	43,374
At December 31, 2024	$ 219,280	$ -	$ 2,713,208	$ 3,604,946	$ 6,537,434

	Computer software		Trademark		Customer relationship	Goodwill (including human recourses)		Total
At January 1, 2023	$ 203,098		$ 2,046		$ 2,406,636	$ 3,604,946		$ 6,216,726
Amortization	4,425		-		137,002	-		141,427
Disposal	(3,993)		-		-	-		(3,993)
Reclassified	-		(2,071)		-	-		(2,071)
Exchange differences	(297)		25		(1,177)	-		(1,449)
At December 31, 2023	$ 203,233		$ -		$ 2,542,461	$ 3,604,946		$ 6,350,640
Net book value								
At December 31, 2024	$ 12,302		$ -		$ 567,429	$ 1,847,691		$ 2,427,422
At December 31, 2023	$ 15,536		$ -		$ 673,702	$ 1,800,776		$ 2,490,014

A. The details of amortization of intangible assets are as follows:

	For the year ended December 31,	
	2024	2023
Operating costs	$ 141	$ 146
Operating expense	143,279	141,281
	$ 143,420	$ 141,427

B. Allocation of goodwill to the Group's cash-generating units (CGU) identified by operating segment:

	December 31,	
	2024	2023
Cash-generating unit A (Note)	$ 1,296,659	$ 1,284,698
Cash-generating unit B (Note)	551,032	516,078
	$ 1,847,691	$ 1,800,776

Cash-generating unit A

The recoverable amounts of cash generating unit A were $3,480,580 thousand and $2,752,476 thousand as of December 31, 2024 and 2023, respectively. The recoverable amount is determined by value in use, and the value in use is calculated using the cash flows forecast approved by the management at the five-year financial budget. Cash flow forecast has been updated to reflect changes in related operating conditions. The pre-tax discount rates used in the cash flow forecast were 11.41%~12.31% and 11.08%~13.05% as of December 31 2024 and 2023, respectively. And the cash flow over the five-year period was extrapolated at a growth rate of 1.5%~5% and 1.3%~5% as of December 31, 2024 and 2023, respectively. This growth rate is equivalent to the average of the industry. Based on the results of this analysis, cash-generating unit A was not impaired in 2024 and 2023.

Cash generating unit B

The recoverable amount of cash generating unit B was $1,791,019 thousand and $1,537,773 thousand as of December 31, 2024 and 2023, respectively. The recoverable amount is determined by value in use, and the value in use is calculated using the cash flow forecast approved by the management at the five-year financial budget. Cash flow forecast has been updated to reflect changes in related operating conditions. The pre-tax discount rate used in the cash flow forecast was 12.16% and 12.08% as of December 31, 2024 and 2023, respectively. And the cash flow over the five-year period was extrapolated at a growth rate of 2.15% and 2% as of December 31, 2024 and 2023, respectively. This growth rate is equivalent to the average growth rate of the industry. Based on the results of this analysis, cash-generating unit B was not impaired in 2024 and 2023.

Key assumptions used in value-in-use calculations

The calculation of value-in-use for the cash-generating unit A and B are most sensitive to the following assumptions:

(A) Gross margin

(B) Discount rates

(C) Growth rate of cash flows beyond budget period

Gross margins:	Gross margins are based on the gross margins of the latest fiscal year budget and future trend of the market.
Discount rates:	Discount rates reflect the current market assessment of the risks specific to each CGU (including the time value of money and the risks specific to the asset for which the future cash flow estimates have not been adjusted). The discount rate was estimated based on the weighted average cost of capital (WACC) for the Company, taking into account the particular situations of the Company and its operating segments. The WACC includes both the cost of liabilities and cost of equity. The cost of equity is derived from the expected returns of the Company's investors on capital, where the cost of liabilities is

	measured by the interest bearing loans that the Company has obligation to settle.
Growth rate of sales estimates:	The growth rate of sales was estimated by historical experience. The long-term average growth rate the Company predicted was adjusted by considering the product life cycle and the macroeconomic environment.

Sensitivity to changes in assumptions

With regard to the assessment of value-in-use of all CGU, the management believes that there is no likely change in the aforementioned key assumptions that would cause the cash-generating unit's carrying amount to materially exceed its recoverable amount

Information modification for comparative periods

The Group does not hold intangible assets with indefinite useful lives. Goodwill acquired through business combinations has been allocated to each CGU expected to benefit from synergies of business combinations. The Company tests the recoverable amount of goodwill for impairment as of the last day of every fiscal year, calculating recoverable amount from value in use. The value in use is determined based on cash flow projections discounted by the post-tax discount rate from financial budgets approved by management covering a five-year period. The projected cash flows reflect change in demand for products. The Group has evaluated the impairment for the recoverable amount of goodwill. As of December 31, 2024, the Company has recognized accumulated impairment loss of NT$3,604,946 thousand.

Though the Group's board of directors approved on 12 February 2019 to execute the share purchase agreement which was signed by the Company and Nanjing USA, Inc., the sales profits and cash inflows of the original orders still belonged to the original business unit. The existing production capacity of the Group was based on the processing services provided by existing suppliers. Whether the share purchase agreement was completed or not does not affect the business relationship between the Company and Nanjing USA, Inc., hence, the Company included the sales orders of Nanjing USA, Inc. while preparing the financial forecast as the basis for the goodwill impairment assessment. However, according to Letter Financial-Supervisory-Securities-

Auditing No. 1080314371 issued by the Financial Supervisory Commission ROC and the follow-up letters, the benefits of acquiring Nanjing USA, Inc. could not be included in the assessment of goodwill impairment, the Company excluded the effects from the evaluation of the goodwill impairment assessment starting from 2018, and recognized the impairment loss on goodwill in the amount of NT$1,102,819 thousand.

Nanjing USA Inc. is an important jeans supplier of Walmart in the United States. Nanjing USA Inc. is constantly looking for a production base outside China to avoid the possible impact of the China–United States trade war. It is necessary and reasonable for Nanjing USA Inc. to negotiate business transactions with the Group. The Company has planned and made the strategic adjustment to new sales channels in its business policy, the best arrangement according to the Company's business strategy is to add new orders from Nanjing USA Inc. and reduce orders from other customers.

Recognizing the impairment loss of intangible assets – goodwill that was mentioned above was due to the different revenue assumptions while making the goodwill impairment assessment forecast. It does not affect the Group's production capacity arrangement and the plan to transfer sales order to avoid the possible impact on Nanjing USA Inc. as a result of the China–United States trade war.

(15) Impairment of non-financial assets

The impairment loss recognized in the profit and loss of the Group in 2024 and 2023 was $0 thousand and $12,125 thousand, respectively, and the details are as follows:

	For the year ended December 31,	
	2024	2023
Impairment loss		
Investments accounted for under equity method	$ -	$ 12,125

(16) Current borrowings

	December 31,	
	2024	2023
Secured bank and finance company loans	$ 3,594,247	$ 3,328,841
Letter of credit	265,819	112,192
Total	$ 3,860,066	$ 3,441,033
Interest rate range (%)	2.8%~7.5318%	2.8%~8.4966%

For details of collateral of current borrowings, please refer to Note 8.

(17) Notes and accounts payable

	December 31,	
	2024	2023
Notes payable	$ 240,738	$ 172,245
Accounts payable	3,295,898	2,661,672
Accounts payable – related parties	40,207	10,753
Subtotal	3,336,105	2,672,425
Total	$ 3,576,843	$ 2,844,670

(18) Bonds payable

	December 31,	
	2024	2023
Bonds payable	$ 150,000	$ 150,000
Less: discount on bonds payable	(177)	(224)
	$ 149,823	$ 149,776

The issuance criteria for the Company's first domestic private placement of unsecured convertible bonds in 2023 is as follows:

A. The Company issued the first domestic unsecured convertible bonds, with a total issuance amount of $150,000 thousand, issued at full face value, with a coupon rate of 7%, and an issuance period of 5 years, from September 6, 2023 to September 5, 2028. When the converted bonds mature, the face value of the bonds plus the interest payable will be repaid in one lump sum in cash.

B. Bond holders may request to convert the private equity convertible bonds in a period from three years after the issuance date to ten days before the maturity date, except for the cases where the transfer is suspended in accordance with the law such as the book closure date for free allotment, book closure date for the cash dividends or from the fifteen business days before the book closure date for the subscription of cash capital increase to the base date for rights distribution, from the base date for capital reduction to the day before the trading date after the capital reduction and exchange of shares, from the starting date of suspension of conversion of changes in par value of shares (subscription) to the day before the trading date of the new exchanged shares, no request for conversion may be made for cases above, and the Company may be requested to convert into the Company's ordinary shares at any time, the rights and obligations of the converted ordinary shares will be the same as those of the originally issued ordinary shares. However, the ordinary shares converted are still private securities and must comply with the provisions of Article 15 of the Company's Convertible Bonds Issuance and Conversion Guideline (the "Guideline").

C. The conversion price of the converted bonds is determined in accordance with the pricing model stipulated in the Guideline. If the Company encounters the anti-dilution clause in the future, the conversion price will be adjusted in accordance with the pricing model stipulated in the Conversion Regulations; the conversion price at issuance was NT$4.29 per share. The conversion price of the converted bonds will be adjusted from NT$4.29 per share to NT $4.27 from September 21, 2023 and from December 15, 2023, adjust from NT $4.27 per share to NT $4.24.

D. From the day after the three-year of the issuance of this private placement convertible bonds to forty days before the expiration of the issuance period, the Company should send a "Bond Recovery Notice" (the "Notice") with a 30 days expiration period (the aforementioned period starts from the date the Company sends the Notice, and the expiration date of the period shall be the based date of bond recovery, and the aforementioned period shall not be the suspension of conversion period in Article 9 of the Guideline), and upon expiration, the Company has the right to recover all the bonds in cash based on the par value of the bonds as the redemption price of the private placement convertible bonds. Bond holders may choose to convert into ordinary shares upon receipt of the Notice or accept redemption of the private placement convertible bonds based on the face value of the bond.

E. From the day after three years after the issuance of the private placement convertible bonds to forty days before the expiration of the issuance period, if the outstanding balance of the private placement convertible bonds is less than 10% of the original issuance amount, the Company may, within the next thirty business days, send by registered mail to the bond holder the Notice with a sixty-day expiry date (the aforementioned period starts from the date the Company sends the Notice, and the expiration date of the period shall be the based date of bond recovery, and the aforementioned period shall not be the suspension of conversion period in Article 9 of the Guideline), and upon the expiration of that period, the private placement convertible bonds should be recovered as soon as possible based on the face value of the bonds as the recovery price, and all the bonds should be recovered in cash.

F. Three years after the issuance of this private placement convertible bonds, if the Company requires redemption in accordance with the Guideline, the holders of the private placement convertible bonds may request the Company to convert the private placement convertible bonds to the Company's ordinary shares in accordance with the Guideline before the base date of redemption.

G. All private placement convertible bonds that have been recovered, repaid or converted by the Company will be canceled and will no longer be sold or issued, and the conversion rights attached to them will also be extinguished.

H. As of December 31, 2023, none of the convertible bonds have been converted into ordinary shares.

I. When the Company issues convertible bonds, in accordance with the provisions of IAS No. 32 "Financial Instruments: Presentation", the Company separates the conversion rights that are equity in nature from each component of the liability, and accounts for "Capital Reserve - Stock Option ", in total amount of $149 thousand. In addition, the embedded call right is separated according to the provisions of IFRS No. 9 "Financial Instruments" because the economic characteristics of the host contract's debt products and risks are not closely related. After separation, the effective interest rate of the host contract debt is 0.032%.

(19) Provisions

	Provision for employee benefits	Provision for sales return and sales discount	Provision for liabilities pending for determination of legal proceedings	Total
At January 1, 2024	$ 1,991	$ 471	$ 13,052	$ 15,514
Addition during the year	-	168,936	-	168,936
Used during the year	-	(160,706)	-	(160,706)
Exchange difference	-	236	451	687
At December, 2024	$ 1,991	$ 8,937	$ 13,503	$ 24,431

	Provision for employee benefits	Provision for sales return and sales discount	Provision for liabilities pending for determination of legal proceedings	Total
At January 1, 2023	$ 3,045	$ 14,332	$ -	$ 17,377
Addition during the year	-	-	13,052	13,052
Used during the year	(1,067)	(14,032)	-	(15,099)
Exchange difference	13	171	-	184
At December, 2023	$ 1,991	$ 471	$ 13,052	$ 15,514

Analysis of provision was as follow:

	December 31, 2024	December 31, 2023
Current	$ 10,928	$ 2,462
Non-current	13,503	13,052
Total	$ 24,431	$ 15,514

Provision for liabilities pending for determination of legal proceedings:

On April 22, 2019, Jilin Jihua Industrial Co., Ltd. (“Jihua Company”) signed a working capital loan contract of RMB12,000 thousand and RMB15,000 thousand with the Bank of China, Changchun Nanhudalu Sub-branch (“Bank of China”). On the same day, the Group’s subsidiary, Bai Cheng Shi Mei Da Garment Co., Ltd. (Bai Cheng Company) signed a guarantee contract with the Bank of China, Jilin Textile Import and Export Co., Ltd., Li Xiulan, Yancheng Nanji Clothing Co., Ltd. and Changchun Tooku Garment Production Co., Ltd., to provide the responsibility of the joint and several guarantees for the loan of Jihua Company. On May 5, 2019, Jihua Company and Bank of China applied to the National Notary Office of Changchun City, Jilin Province for notarization of the working capital loan contract, mortgage contract and guarantee contract, and Jilin National Notary Office Changchun City issued two copies of the "Notarized certificate of creditor's right document with enforceable effect", reference to (2019) Jichang Guoli Zheng Nei Jing Zi No. 1641 and (2019) Ji Chang Guo Li Zheng Nei Jing Zi No. 1565, and endowed it with the effect of enforcement. The land of Bai Cheng Company was seized by the court on February 1, 2021.

Bai Cheng Company, a subsidiary of the Group, discovered that the guarantee contract had been enforced in May 2021, and on June 24, 2021, entrusted Jilin Jinke Judicial Appraisal Center to appraise the official seal in the contract, which was confirmed that the official seal in the guarantee contract was indeed being replicated. On July 1, 2021, an application for notarization review was filed with the National Notary Office of Changchun City, Jilin Province, and on July 15, 2022, the notary office notified relevant personnel in writing to accept the investigation.

On March 24, 2021, Bank of China and China Orient Asset Management Co., Ltd. Jilin Branch ("Orient Company") signed a debt transfer agreement, transferring the principal debt of Jihua Company and all rights under the guarantee contract in accordance with the law. On July 16, 2021, the Group filed a lawsuit with the Changchun Intermediate People's Court of Jilin Province for non-execution of the notarized debt document. The court began to send the payment notice in January 2023. After the Group's subsidiary Bai Cheng Company paid the litigation fee on January 3, 2023, the court formally accepted the case. On October 23, 2023, the court ruled to dismiss the request of the Group's subsidiary Bai Cheng Company. The Group's subsidiary Bai Cheng Company has filed an appeal in November 2023. As of the date of this report, it has not received the court's hearing notice. After receiving appropriate legal advice, the management assessed that the potential loss from this lawsuit was the book value of the land and buildings of Bai Cheng Company at NT$13,503 thousand, for which accrued as the provision of liabilities.

(20) Long-term borrowings

Details of long-term borrowings as of December 31, 2024 and 2023 are as follows:

Lenders	December 31, 2024	Interest rate (%)	Maturity date and terms of repayment
Taiwan Business Bank Co., Ltd.	$ 24,174	2.775	Repayable monthly from September 17, 2023 to September 17, 2025, in 24 monthly instalments. From the first instalment, a fixed monthly repayment of $800 thousand will be made, and the remaining principal will be repaid in one lump sum upon maturity.
Taiwan Cooperative Bank Co., Ltd.	6,857	3.178	Repayable monthly from February 25, 2022 to February 25, 2025, in 36 monthly instalments. Interest paid monthly in the first 12 installments. From 13th installment, interest and principal is paid monthly with annuity method.
Subtotal	31,031		
Less: non-current borrowings expired within an operating cycle	(31,031)		
Total	$ -		

Lenders	December 31, 2023	Interest rate (%)	Maturity date and terms of repayment
Taiwan Business Bank Co., Ltd.	$ 33,774	2.65	Repayable monthly from September 17, 2023 to September 17, 2025, in 24 instalments. From the first instalment, a fixed monthly repayment of $800 thousand will be made, and the remaining principal will be repaid in one lump sum upon maturity.
Taiwan Cooperative Bank Co., Ltd.	47,255	3.053	Repayable monthly from February 25, 2022 to February 25, 2025, in 36 instalments. Interest paid monthly in the first 12 instalments. From 13th instalment, interest and principal is paid monthly with annuity method.
The HongKong and Shanghai Banking Corporation Limited (secured loan in US$417 thousand)	12,797	8.31	Repayable monthly from January 12, 2021 to January 12, 2024, in 36 installments. Interest is paid monthly.
The HongKong and Shanghai Banking Corporation Limited (secured loan in US$2,444 thousand)	75,069	8.31	Repayable monthly from November 12, 2021 to November 12, 2024, in 36 installments. Interest is paid monthly.
Subtotal	168,895		
Less: non-current borrowings expired within an operating cycle	(137,867)		
Total	$ 31,028		

(21) Non-current preferred stock liabilities

	December 31,	
	2024	2023
Type C preferred stock	$ -	-
Less: current portion	-	-
Total	$ -	$ -

The convertible preferred stocks issued by the Company cannot be exempted from the obligation to pay in cash or financial assets to the holders; therefore, the conversion options for the convertible preferred stocks are separated from the main debt in accordance with the regulations and are separately recognized as equity and liabilities. The main debt is in the amount of the fair value measured at the issuance date; the equity composition is the balance of the fair value of the components of the liability subtracts from the original issuance price and is recorded as capital surplus.

The Group issued 17,000 thousand shares, 510 thousand shares and 2,916 thousand shares of type C preferred stocks on May 19, 2015, June 25, 2015 and September 15, 2015, respectively with par value of $10 per share. The preferred stocks were issued at par for a total of NT$204,260 thousand. The type C preferred stocks are convertible, of which 1,386 shares, 18,428 shares, 510 shares and 102 shares were converted into ordinary shares in February 2020, November 2021, on August 17, 2022 and January 10, 2023, respectively.

The terms of issuance of type C preferred stocks are as follows:

A. In accordance with the Company Act, the Company will recall all outstanding type C preferred stocks with a price of actual issuance price plus the unpaid dividends and the dividends which should be distributed in prior to the recall date at the end to the seventh year from the date of issuance.

B. The annual rate is stated as 8%. Once there are earnings, dividends payable for the year and accumulated undistributed dividends should be paid first after paying income tax, offsetting accumulated deficit, and setting aside legal and special reserve. Except for receiving fixed preferred stocks dividends mentioned before, preferred stocks shareholders may not participate in the distribution of profit and capital surplus for capital increase for common stock shareholders.

C. Type C preferred stocks shareholders can request the Group to recall the type C preferred stocks before due, but the Group has the right to decline. If the Group accepts, the Group should recall preferred stocks at the original issuance price but accumulated and insufficient undistributed dividends will not be distributed under such conditions. Every 2.4 shares of Type C preferred stocks can be converted into 1 ordinary share during the issuance period.

D. On September 27, 2018 and October 8, 2018, the Group's board of directors' meeting and the general shareholders' meeting approved and resolved the modification of terms of Type C issuance in point 3. If the Group accepts the shareholder's requests to recall Type C preferred stocks at the original issuance price, accumulated and insufficient undistributed dividends will be distributed under such conditions.

(22) Pensions

A. Defined benefit plans

(A) The Company has a defined benefit pension plan in accordance with the Labor Standards Law. Pension benefits are based on the number of units accrued and the average monthly salaries and wages of the last 6 months prior to retirement. The Company contributes monthly with an amount equal to 2% of the employees' monthly salaries and wages to the retirement fund deposited with Bank of Taiwan, the trustees, under the name of the independent retirement fund committee.

As of December 31, 2024 and January 1, 2023, the Company recognized the defined benefit plan expenses of $(26) thousand and $(6) thousand, respectively.

(B) The amounts recognized in the balance sheet were determined as follows:

	December 31, 2024	December 31, 2023
Present value of funded obligations	($ 1,421)	($ 1,322)
Fair value of plan assets	2,036	3,372
Net defined benefit assets	$ 615	$ 2,050

(C) Reconcilations of assets (liabilities) of the defined benefit plan are as follows:

	Defined benefit obligation	Fair value of plan assets	Net defined benefit assets (liabilities)
At January 1, 2023	($ 3,228)	$ 3,627	$ 399
Current period service cost	-	-	-
Net interest (expenses) income	(42)	48	6
Subtotal	(42)	48	6
Remeasurements of the net defined benefit assets /liabilities:			
Actuarial gains and losses arising from changes in demographic assumptions	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	(3)	-	(3)
Experience adjustments	1,524	38	1,562
Subtotal	1,521	38	1,559
Payment of benefit obligation	427	(427)	-
Contributions by employer	-	86	86
Subtotal	427	(341)	86
At December 31, 2023	($ 1,322)	$ 3,372	$ 2,050
Current period service cost	-	-	-
Net interest (expenses) income	(17)	43	26
Subtotal	(17)	43	26
Remeasurements of the net defined benefit assets /liabilities:			
Actuarial gains and losses arising from changes in demographic assumptions	-	-	-
Actuarial gains and losses arising from changes in financial assumptions	7	-	7
Experience adjustments	(1,806)	285	(1,521)
Subtotal	(1,799)	285	(1,514)
Payment of benefit obligation	1,717	(1,717)	-
Contributions by employer	-	53	53
Subtotal	1,717	(1,664)	53
At December 31, 2024	($ 1,421)	$ 2,036	$ 615

(D) The principal assumptions used in defined benefit plan were as follows:

	For the year ended December 31,	
	2024	2023
Discount rate	1.40%	1.28%
Future salary increases	2.50%	2.50%
Expected return on plan assets	1.40%	1.28%

(E) Sensitivity analysis for significant assumption is shown below:

	For the year ended December 31			
	2024		2023	
	Defined benefit obligation increase	Defined benefit obligation decrease	Defined benefit obligation increase	Defined benefit obligation decrease
Discount rate increases by 0.25%	$ -	$ 16	$ -	$ 16
Discount rate decreases by 0.25%	16	-	17	-
Future salary increases by 0.25%	13	-	13	-
Future salary decreases by 0.25%	-	13	-	13

The sensitivity analysis above is based on a change in a significant assumption (for example, a change in the discount rate or future salary), keeping all other assumptions constant. The sensitivity analysis may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.

There was no change in the methods and assumptions used in preparing the sensitivity analysis compared to the previous year.

(F) Estimated contributions to the defined benefit pension plans of the Group within one year from December 31, 2024 amounting to $53 thousand.

B. Defined contribution plan

The Group adopts a defined contribution plan in accordance with the Labor Pension Act of the ROC. Under the Labor Pension Act, the Group and its domestic subsidiaries will make monthly contributions of no less than 6% of the employee's monthly wages to the employees' individual pension accounts. The Group and its domestic subsidiaries have made monthly contributions of 6% of each individual employee's salaries or wages to employees' pension accounts.

Subsidiaries in China, in accordance with local laws and regulations, allocate pension insurance funds according to a certain percentage of the total salary of employees and pay to relevant government agencies with a separate accounts for each employee.

The Company's foreign subsidiaries and branches allocate pension funds to relevant pension management enterprises in accordance with local laws and regulations.

The Group recognized expenses of the defined contribution plan for the years ended December 31, 2024 and 2023 were $102,203 thousand and $56,214 thousand, respectively.

(23) Share Capital

A. The Company's registered share capital on January 1, 2023 was $15,000,000 thousand, the paid-in capital was $8,189,149 thousand with a par value of $10 per share. The actual number of shares issued was 818,915 thousand shares, all of which are ordinary shares.

B. On August 14, 2023, October 12, 2023, and November 22, 2024, the Company passed the resolution of the board of directors to increase cash capital by $267,000 thousand, $365,000 thousand and $755,000 thousand respectively, by private placements with a par value of $10 per share; and issued 26,700 thousand shares, 36,500 thousand shares and 75,500 thousand shares respectively. The change of registration was completed on September 12, 2023, November 30, 2023, and January 9, 2025, respectively.

C. As of December 31, 2024, the Company's registered share capital was $15,000,000 thousand, the paid-in capital was $9,576,149 thousand, with a par value of $10 per share. The actual number of shares issued was 957,615 thousand shares, all of which were ordinary shares.

(24) Capital surplus

	December 31, 2024	December 31, 2023
Ordinary shares premium	$ 925,471	$ 1,486,436
Conversion premium for convertible bonds	435,961	435,961
Treasury stock transactions	40,148	40,148
Recognition of changes in equities in subsidiary	169,332	254,263
Recognition of changes in the net equity value of affiliated companies and joint ventures using the equity method	4,485	4,485
Stock options	355	355
Others	1,188	1,188
Total	$ 1,576,940	$ 2,222,836

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

(25) Retained earnings

A. Legal reserve

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

B. Retained earnings and dividend policies

According to the Company's Articles of Incorporation, current year's earnings, if any, shall be distributed in the following order:

(A) Payment of all taxes and dues;

(B) Offset prior years operation losses;

(C) Set aside 10% as legal reserve;

(D) Set aside or reverse special reserve in accordance with law and regulations; and

(E) The distribution of the remaining portion, if any, will be recommended by the board of directors and resolved in the shareholder's meeting.

The dividend policy of the Group shall be determined pursuant to factors such as the investment environment, funding requirements, domestic and overseas competitive landscape and its capital expenditure forecast, as well as stockholders' interest, balancing dividends and the Group's long-term financial planning. The board of directors shall propose the distribution plan and submit it to the stockholders' meeting every year. Cash dividends shall not exceed 50% of total dividends.

C. The Company passed the resolution at the shareholders' general meeting on June 27, 2024 that no earnings will be distributed due to losses in 2023. In addition, on June 30, 2023, the Company passed a resolution at the shareholders' general meeting that no earnings will be distributed due to losses in 2022.

D. For details of information on employee's compensation and directors and supervisors' remuneration, please refer to Note 6(31).

(26) Non-controlling interests

	For years ended December 31	
	2024	2023
At January 1	$ 381,490	$ 632,813
From changes of ownership in equities of subsidiaries	(201,814)	(239,009)
Disposal of subsidiaries	-	(15,177)
Other comprehensive income, attributable to non-controlling interests, net of tax:		
Income (loss) attributable to non-controlling interests	23,989	(9,035)
Exchange differences resulting from translating the financial statements of foreign operations	12,036	11,898
At December 31	$ 215,701	$ 381,490

(27) Operating revenue

	For the year ended December 31,	
	2024	2023
Revenue from customer contracts		
Sale of goods	$ 14,692,017	$ 13,446,774
Processing income	170,212	33,764
Other operating revenues	22,166	31,932
Rental income	4,725	4,946
Total	$ 14,889,120	$ 13,517,416

A. Revenue from customer contracts

	For the years ended December 31, 2024		
	Trade marketing department	Production and sales department	Total
Sale of goods (Note)	$ 4,588,813	$ 10,125,370	$ 14,714,183
Rendering of services	-	170,212	170,212
Total	$ 4,588,813	$ 10,295,582	$ 14,884,395
Timing of revenue recognition			
At a point in time	$ 4,588,813	$ 10,295,582	$ 14,884,395

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	For the years ended December 31, 2023		
	Trade marketing department	Production and sales department	Total
Sale of goods (Note)	$ 4,739,683	$ 8,739,023	$ 13,478,706
Rendering of services	-	33,764	33,764
Total	$ 4,739,683	$ 8,772,787	$ 13,512,470
Timing of revenue recognition			
At a point in time	$ 4,739,683	$ 8,772,787	$ 13,512,470

Note: Sale of goods includes revenue from sale of goods and revenue from sale of samples recognized as other operating revenues.

B. Contracts liabilities

	December 31,	
	2024	2023
Contracts liabilities		
Sales of merchandise	$ 10	$ 21,916

The Group's major changes in the balances of contract liabilities in 2024 and 2023 are explained as follows:

	For the year ended December 31,	
	2024	2023
Income transferred from beginning balance	($ 21,908)	($ 7,499)
Increase in advance receipts in the current period (exclude new advance receipts that are transferred to income in the current year)	2	101

C. Transaction price allocated to unfulfilled performance obligations

The total transaction price of the Group's performance obligations that have not been satisfied (including partially not satisfied) is $10 thousand as of December 31, 2024. It is expected that approximately 100% will be transferred to revenue within 2025.

The total transaction price of the Company's performance obligations that have not been satisfied (including partially not satisfied) is $21,916 thousand as of December 31, 2023. It is expected that approximately 100% will be transferred to revenue within 2024.

D. Assets recognized from costs of acquiring or fulfilling customer contracts: None.

(28) Other income

	For the year ended December 31,	
	2024	2023
Interest income		
Bank savings	$ 699	$ 1,722
Other interest income	3,676	2,485
Subtotal	4,375	4,207
Other income - other	110,261	245,112
Total	$ 114,636	$ 249,319

(29) Other gains and losses

	For the year ended December 31,	
	2024	2023
Losses on disposal of property, plant and equipment	($ 5,990)	($ 24,056)
Gains on disposal of investments	2,089	26,814
Gains on disposal of non-current assets held for sale	3,110	-
Foreign exchange gains (losses), net	226,862	(31,025)
Losses on financial assets measured at fair value through profit or loss	(15)	(6,629)
Gains on reversal of impairment loss of financial asset	2,907	123,571
Non-financial assets	-	(12,125)
Other non-operating losses	(89,731)	(220,807)
Total	$ 139,232	($ 144,257)

(30) Additional disclosures related to cost of revenues and operating expenses are as follows:

	For the year ended December 31,					
	2024			2023		
	Cost of revenue	Operating expenses	Total	Cost of revenue	Operating expenses	Total
Employee benefit expenses	$ 2,057,063	$ 694,278	$ 2,751,341	$ 1,852,807	$ 697,031	$ 2,549,838
Depreciation expenses	306,590	83,627	390,217	409,171	85,662	494,833
Amortization expenses	141	143,279	143,420	146	141,281	141,427

(31) Employee benefit expenses

	For the year ended December 31,	
	2024	2023
Wages and salaries	$ 2,502,019	$ 2,356,747
Director's remuneration	26,947	26,184
Labor and health insurance contribution	76,352	63,270
Pension costs	102,177	56,208
Other personnel expenses	43,846	47,429
Total	$ 2,751,341	$ 2,549,838

A. According to the Articles of Incorporation, if the Company is profitable in current year, 4% to 5% of the profit of the current year is distributable as employees' compensation; and shall not exceed 2% of the profit of the current year that is distributable as remuneration to directors and supervisors. However, if the Company is still in accumulated losses, the same amount of earnings as the accumulated losses shall be retained. The Company may, by a resolution adopted by a majority votes at a meeting of the board of directors attended by two-thirds of the total number of directors, have the profit distributable as employees' compensation in the form of shares or in cash; and in addition, report of such distribution to the shareholders' meeting.

B. The compensation to employees were determined by the profit of the year. In 2024 and 2023, the employees' compensation and directors' remuneration of the Company were both $0.

The number of share dividend is calculated based on the closing price of the day before the resolution being made by the board and after considering the effect of ex-rights. If the actual amounts subsequently resolved by the shareholders differ from the proposed amounts by the board of directors, the differences are recorded in profit and loss in the subsequent year.

C. Please refer to Market Observation Post System for more information on the resolution related to the appropriation of distributable earnings as employees' compensation and directors' remuneration of the Company's board of directors' meeting.

(32) Finance costs

	For the year ended December 31,	
	2024	2023
Interest expenses		
Bank loans	$ 242,767	$ 388,723
Lease liabilities	33,684	5,412
Interest on convertible bonds	10,548	3,352
Others	7,042	59,291
Total	$ 294,041	$ 456,778

(33) Income tax

A. Income tax expense (benefit)

Components of income tax expense (benefit):

	For the year ended December 31,	
	2024	2023
Current income tax for the year		
Current income tax expenses	$ 49,188	$ 4,501
Adjustments for prior periods	-	316
Total current income tax for the year	49,188	4,817
Deferred tax		
Relating to origination and reversal of temporary differences	(14,191)	(11,425)
Income tax expense (benefit)	$ 34,997	($ 6,608)

B. The income tax (benefit) expenses relating to components of other comprehensive income is as follows:

	For the year ended December 31,	
	2024	2023
Remeasurement of the defined benefit plan	($ 303)	$ 312

C. Reconciliation between income tax benefit and loss before income tax:

	For the year ended December 31, 2024	For the year ended December 31, 2023
Profit (loss) before income tax	$ 133,959	($ 935,977)
Income tax expense at statutory rate	26,792	(187,195)
Tax effect of adjusting items		
Permanent differences	(64,762)	291,830
Income tax impact of unrecognized deferred tax liabilities	29,704	(29,774)
Effect of different tax rates applicable within the Group	43,263	(81,785)
Adjustments for prior years	-	316
Income tax expense (benefit)	$ 34,997	($ 6,608)

D. Details of deferred income tax assets are as follows:

For the year ended December 31, 2024	At January 1	Recognized in profit or loss	Recognized in other comprehensive income	At December 31
Deferred tax assets				
Net defined benefit liabilities – non-current	($ 410)	($ 16)	$ 303	($ 123)
Fair value adjustments from business combinations	(33,079)	8,443	-	(24,636)
Others	13,325	8,776	-	22,101
Total deferred tax assets	($ 20,164)	$ 17,203	$ 303	($ 2,658)
Reflected in balance sheet as follows:				
Deferred tax assets	$ 17,197			$ 24,396
Deferred tax liabilities	$ 37,361			$ 27,054

	For the year ended December 31, 2023			
	At January 1	Recognized in profit or loss	Recognized in other comprehensive income	At December 31
Deferred tax assets				
Net defined benefit liabilities – non-current	($ 80)	($ 18)	($ 312)	($ 410)
Fair value adjustments from business combinations	(41,619)	8,540	-	(33,079)
Others	9,459	3,866	-	13,325
Total deferred tax assets	($ 32,240)	$ 12,388	($ 312)	($ 20,164)
Reflected in balance sheet as follows:				
Deferred tax assets	$ 9,643			$ 17,197
Deferred tax liabilities	$ 41,883			$ 37,361

E. The details of unrecognized deferred tax assets were as follow:

	For the year ended December 31,	
	2024	2023
Loss carry forward		
Expired in 2025	$ 31,669	$ 31,669
Expired in 2026	10,495	10,495
Expired in 2027	95,976	95,976
Expired in 2028	11,451	11,451
Expired in 2030	2,830	2,830
Expired in 2031	41,971	41,971
Expired in 2032	24,614	24,614
Expired in 2034	42,712	-
	261,718	219,006
Deductible temporary differences		
Allowance for doubtful accounts	61,049	57,752
Gains on evaluation of financial assets	(3)	(6)
Property, plant and equipment	1,985	1,985
Unrealized exchange gains and losses	(5,951)	(3,850)
	57,080	55,881
Total	$ 318,798	$ 274,887

F. The Company's income tax returns through 2022 have been assessed by the tax authority.

(34) Earnings per share

The calculation of earnings per share and weighted average number of common stock is as follows:

	For the year ended December 31, 2024		
	Amount after tax	Weighted average number of ordinary shares outstanding (in thousands)	Earnings per share (in dollars)
Basic earnings per share			
Net income for the year attributable to the Company's ordinary shareholders	$ 74,973	887,478	$ 0.08

Diluted earnings per share

If the Company's outstanding convertible bonds in 2024 are converted, they will not be included in the calculation of diluted earnings per share because they have an anti-dilutive effect.

	For the year ended December 31, 2023		
	Amount after tax	Weighted average number of ordinary shares outstanding (in thousands)	Earnings per share (in dollars)
Basic earnings per share			
Net loss for the year attributable to the Company's ordinary shareholders	($ 548,618)	835,783	($ 0.66)

Diluted earnings per share

If the Company's outstanding convertible bonds in 2023 are converted, they will not be included in the calculation of diluted earnings per share because they have an anti-dilutive effect.

(35) Transactions with non-controlling interests

Acquisition of additional interest in a subsidiary

The Group acquired an additional 18.35% of the outstanding shares of its subsidiary Nanjing USA, Inc. on September 6, 2024. The carrying amount of Nanjing USA, Inc.'s non-controlling interest on the acquisition date was $201,814 thousand. The transaction reduced non-controlling interest by $201,814 thousand. The impact of changes in Nanjing USA, Inc.'s equity in 2024 on the equity attributable to the parent company's owners is as follows:

	For the year ended December 31, 2024
Carrying amount of non-controlling interests acquired	$ 201,814
Consideration paid to non-controlling interests	(284,850)
Financial statements translation differences of foreign operation	(1,895)
Capital reserve - the difference between the actual price of equity acquired or disposed of by subsidiary and the carrying value	($ 84,931)

(36) Disposal of subsidiaries

On July 9, 2024, the Company passed a resolution by the interim board of directors to dispose of the equity of the Company's subsidiary, Roo Hsing Co. Nicaragua, S.A., and completed the disposal and lost control of the subsidiary on the same day. In addition, on November 12, 2024, the board of directors passed a resolution to dispose of the equity of the Company's subsidiary, Roo Hsing Garment Co., El Salvador, S.A. DEC.V., and the disposal was completed on December 1, 2024, and the Company lost its control over the subsidiary.

A. Analysis of assets and liabilities that have lost control

	Roo Hsing Co. Nicaragua, S.A.	Roo Hsing Garment Co., El Salvador, S.A.
Current assets		
Cash and cash equivalents	$ 1,685	$ -
Current liabilities		
Other payables	(1,692)	-
Net assets disposed of	($ 7)	$ -

B. Gains from the disposal of a subsidiary

	Roo Hsing Co. Nicaragua, S.A.	Roo Hsing Garment Co., El Salvador, S.A.
Consideration received	$ -	$ -
Less: net assets disposed of	7	-
Financial statements translation differences of foreign operation	2,082	3,110
Gains on disposal	$ 2,089	$ 3,110

C. Net cash outflow from the disposal of a subsidiary

	Roo Hsing Co. Nicaragua, S.A.	Roo Hsing Garment Co., El Salvador, S.A.
Consideration received in cash and cash equivalents	$ -	$ -
Less: Cash and cash equivalents disposed	(1,685)	-
	($ 1,685)	$ -

(37) Changes in liabilities from financing activities

The reconciliation of the Group's liabilities from financing activities is as follows:

	January 1, 2024	Cash flow	Other non-cash	Change in exchange rate	December 31, 2024
Current borrowings	$ 3,441,033	$ 237,278	$ -	$ 181,755	$ 3,860,066
Lease liabilities	280,102	(97,842)	141,786	(38,526)	285,520
Non-current borrowings (including current portion)	168,895	(141,554)	-	3,690	31,031
Bonds payable	149,776	-	47	-	149,823
Other payables – related parties	41,062	83,410	131,160	(118,500)	137,132
Liabilities from financing activities	$ 4,080,868	$ 81,292	$ 272,993	$ 28,419	$ 4,463,572

	January 1, 2023	Cash flow	Other non-cash	Change in exchange rate	December 31, 2023
Current borrowings	$ 5,138,655	($ 1,696,236)	$ -	($ 1,386)	$ 3,441,033
Lease liabilities	397,552	(186,503)	79,210	(10,157)	280,102
Non-current borrowings (including current portion)	1,052,496	(846,914)	(9,214)	(27,473)	168,895
Bonds payable	-	149,730	46	-	149,776
Other payables – related parties	104,274	(63,212)	-	-	41,062
Liabilities from financing activities	$ 6,692,977	($ 2,643,135)	$ 70,042	($ 39,016)	$ 4,080,868

7. Related party transactions

Balances and amounts of transactions between the Company and subsidiaries had been eliminated upon consolidation and was not disclosed in this Note. Details of transactions between the Group and related parties are disclosed as follows:

(1) Name of related parties and relationship

Name	Relationship
JD United Holdings Limited	Substantive related party
Shanghai Up Garment Co., Ltd.	Substantive related party
HGQ Co., Ltd.	Substantive related party
Paneffort, LLC	Affliated company
Shanghai Roo Sheng Textile Technology Development Co., Ltd.	Affliated company
HNY Investment Co., Ltd.	Same key managerial personnel
Roo Hsing Co., Nicaragua, S.A.	Same key managerial personnel (Note 1)
Roo Hsing Garment Co., El Salvador, S.A. DE C.V.	Same key managerial personnel (Note 2)
Harmony Express International Logistics Limited	Substantive related party
Roxet & Sure Limited	Substantive related party
Mr. Chi, Chung-Ming	Chairman of the Company
Mr. Chang, Shoei-Jiang	Director of the Company (Note 3)
Mr. Sun, Yang	Director of a subsidiary
Mr. Hsu, Chung-Jung	Deputy general manager of the Company
Mr. Qian, Fei,	Director of a subsidiary
Mr. Ji, Yao	Director of a subsidiary
Borja Trenor Casanova	Director of a subsidiary
Miss Ko, Wen-Ching	Substantive related party
Mr. Yang, Wen-Guang	Director of a subsidiary

Note 1: As of July 9, 2024, no longer a subsidiary of the Group.

Note 2: As of December 1, 2024, no longer a subsidiary of the Group.

Note 3: As of October 29, 2024, no longer a director of the Company.

(2) Significant related party transactions and balances:

A. Sales revenue

	For the year ended December 31,	
	2024	2023
Affiliated company	$ 140	$ 40,921

The sales price of the Group to related parties is negotiated by both parties with reference to market conditions; the payment method is not significantly different from that of ordinary customers.

B. Purchases

	For the year ended December 31,	
	2024	2023
Substantive related party	$ 141,860	$ 170,982

C. Consultation fees

	For the year ended December 31,	
	2024	2023
Substantive related party	$ 49,920	$ 50,206

D. Other income

	For the year ended December 31,	
	2024	2023
Other related parties	$ 5,099	$ -

E. Accounts receivable - related parties

	For the year ended December 31,	
	2024	2023
Paneffort, LLC (Note)	$ 39,762	$ 37,240
Shanghai Roo Sheng Textile Technology Development Co., Ltd.	11,579	-
	$ 51,341	$ 37,240

Note:A 100% allowance for losses has been made for accounts receivable arising from transactions between the Group and its related party Paneffort, LLC. due to the low expected probability of recovery.

F. Other receivables due from related parties

	December 31,	
	2024	2023
HGQ Co., Ltd.	$ 28,199	$ -
Shanghai Up Garment Co., Ltd.	79,954	77,277
Affiliates companies	2,482	3,955
Other related parties	5,202	3,860
Total	$ 115,837	$ 85,092

G. Payables to related parties (excluding loans from related parties)

		December 31,	
Item	Name	2024	2023
Account payable – related parties	Shanghai Up Garment Co., Ltd.	$ 40,207	$ 10,753
Other payable – related parties	Harmony Express International Logistics Limited	55,801	-
Other payable – related parties	Roxet & Sure Limited	75,359	-
		$ 171,367	$ 10,753

H. Financing provided from related parties (presented in other payables – related parties)

	For the year ended December 31, 2024				
	Maximum balance	Ending balance	Interest rate range	Interest payables	Interest expenses
JD United Holdings Limited.	$ 31,187	$ 5,375	8%~12%	$ 597	$ 1,736
HNY investment Co., Ltd.	$ 40,000	-	-	-	652
		$ 5,375		$ 597	$ 2,388

	For the year ended December 31, 2023				
	Maximum balance	Ending balance	Interest rate range	Interest payables	Interest expenses
JD United Holdings Limited.	$ 162,490	$ 14,062	5%~8%	$ 498	$ 6,639
HNY investment Co., Ltd.	$ 40,000	26,502	5.49%	-	1,006
Chi, Chung-Ming	$ 32,270	-	-	-	-
		$ 40,564		$ 498	$ 7,645

I. Assets transactions

(A) Acquired equity in Nanjing USA, INC

	For the year ended December 31,	
	2024	2023
Harmony Express International Logistics Limited	$ 132,986	$ --
Roxet & Sure Limited	151,864	--
	$ 284,850	$ --

(B) Disposal of the equity interest in Roo Hsing Co. Nicaragua, S.A.

	January 1 to December 31, 2024		January 1 to - December 31, 2023	
	Proceeds from disposal	Gains from disposal	Proceeds from disposal	Gains from disposal
Mr. Hsu, Chung-Jung	$ -	$ 2,089	$ -	$ -

(C) Disposal of the equity interest in Roo Hsing Garment Co., El Salvador, S.A. DEC.V..

	January 1 to December 31, 2024		January 1 to December 31, 2023	
	Proceeds from disposal	Gains from disposal	Proceeds from disposal	Gains from disposal
Mr. Hsu, Chung-Jung	$ -	$ 3,110	$ -	$ -

J. The Company's entrustment of holding shares of subsidiaries were as follows:

	December 31, 2024		December 31, 2023	
Roo Hsing Garment Co., El Salvador, S.A. DE C.V.	-	-	Mr. Hsu, Chung-Jung	1 share
Roo Hsing Co. Nicaragua, S.A.	-	-	Mr. Hsu, Chung-Jung	2 shares
	-	-	Miss Ko, Wen-Ching	1 share
Roo Hsing Garment Manufacturing Co., Ltd.	Mr. Qian, Fei	1 share	Mr. Qian, Fei	1 share
S.H. United Co., Ltd.	Mr. Yang, Wen-Guang	1 share	Mr. Qian, Fei	1 share
South Bay Manufacturing Company Limited	Mr. Qian, Fei	1 share	Mr. Qian, Fei	1 share
Tanzania Tooku Garments Co., Ltd.	Mr. Ji, Yao	1 share	Mr. Ji, Yao	1 share
	Borja Trenor Casanova	1 share	Borja Trenor Casanova	1 share

K. Chairman Mr. Chi, Chung-Ming and Director Mr. Chang, Shoei-Jiang of the Group are joint guarantors for some bank loans of the Group.

L. Please refer to Note 13, Table 2 for more information about endorsement and guarantee provided to related parties.

M. Key management personnel compensation

	For the year ended December 31,	
	2024	2023
Short–term employee benefits	$ 36,395	$ 40,973
Post-employment benefits	-	-
Total	$ 36,395	$ 40,973

8. Pledge of assets

Pledged assets	Purposes	Carrying amount December 31, 2024	Carrying amount December 31, 2023
Financial assets at amortized cost	Long and short-term loans and customs duty guarantee	$ 404,317	$ 306,843
Accounts receivable	Short-term loans	1,398,896	1,142,973
Property, plant and equipment			
Lands	Long and short-term loans	775,035	775,035
Buildings	Short-term loans	11,346	12,837
Right-of-use assets (land-use-rights)	Short-term loans	7,643	7,744
Total		$ 2,597,237	$ 2,245,432

As of December 31, 2024 and 2023, the equities of the Group's subsidiaries, Roo Hsing Garment Co., Ltd., JD United (BVI) Limited, Tooku Holdings Limited, MF Holding Co., Ltd., Faith in Blue (USA) Corporation, Nanjing USA, Inc. , JD United (Cayman) Limited and RH International Holdings Limited were provided for the short-term loan guarantee.

9. Significant contingent liabilities and unrecognized commitments

The Group's amounts available under unused letters of credit as of December 31, 2024 and 2023 are $388,548 thousand and $424,793 thousand, respectively.

10. Significant disaster loss

None.

11. Significant events after the balance sheet date

On June 27, 2024, the Company passed a resolution at the regular shareholders' meeting to reduce capital to make up for losses, reducing capital by eliminating 737,499 ordinary shares with a par value of $10 per share, with a total amount of NT$7,374,992 thousand. The case was became effective on February 24, 2025 in accordance with Article 72, Paragraph 2, Item 2 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers", and the based date of capital reduction was March 31, 2025, approved by the board of directors on March

24, 2025. After the capital reduction to offset the losses on March 31, 2025, the ordinary share capital and the accumulated losses will be reduced by NT$7,374,992 thousand.

12. Others

(1) Capital management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and interest of other related parties, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders by reduction of capital, issue new shares or sell assets to reduce debt.

Debt-to-assets ratio is as follows:

	December 31,	
	2024	2023
Total liabilities	$ 8,973,374	$ 7,651,864
Total assets	$ 13,277,533	$ 11,883,887
Debt-to-assets ratio	67%	64%

(2) Financial instruments

A. Financial instruments by category

Financial assets	December 31, 2024	December 31, 2023
Financial assets measured at fair value through profit or loss - current	$ 195	$ 210
Financial assets at amortized cost		
Cash and cash equivalents	334,863	282,134
Financial assets at amortized cost - current	404,317	306,843
Accounts receivables (including related parties)	2,764,061	1,661,234
Other receivable (including related parties)	1,074,282	1,249,829
Refundable deposits	106,349	38,817
Total	$ 4,684,067	$ 3,539,067

Financial liabilities	2024	2023
Financial liabilities at amortized cost		
Current borrowings	$ 3,860,066	$ 3,441,033
Notes payable	240,738	172,245
Accounts payable (including related parties)	3,336,105	2,672,425
Other payable (including related parties)	919,831	612,646
Bonds payable	149,823	149,776
Non-current borrowings (including current portion)	31,031	168,895
Guarantee deposits received	794	865
Total	$ 8,538,388	$ 7,217,885
Lease liabilities (including current portion)	$ 285,520	$ 280,102

B. Financial risk management objectives and policies

The Group’s financial instruments include accounts receivable, other receivables, other financial assets, guarantee deposits paid, bank borrowings, notes payable, accounts payable and other payables. Risk management is coordinated by the Group’s finance department by entering domestic and international financial market operations and responsible to monitor and manage the financial risk according to the degree of risk and evaluating the breadth analysis of risk exposure. Such risk includes market risk (including exchange rate risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Group seeks to reduce the risk by employing a risk management and to analyze, identify and evaluate the related financial risks that potentially expose adverse effects on the Group. The Group has a relevant plan to hedges the adverse factors of financial risk.

(A) Market risk

Market risk is arising from movements in market prices, such as foreign exchange risk and interest rate risk that affecting the Group’s earnings or financial instruments held by the Group. The objective of market risk management is to control the market risk exposure within affordable range and to optimize the return on investment.

The major markets risks undertake by the Group’s operation are foreign exchange risk, interest rate risk and equity price risk. In practice, a movement by a single change in risk variables is rare, hence change in risk variables are always interrelated. The following sensitivity analysis did not consider the interaction of related risks variables.

a. Exchange risk

The Group’s exposure to the risk of changes in foreign exchange rates relates primarily to the Group’s operating activities (when revenue or expense are denominated in a different currency from the Group’s functional currency) and the Group’s net investments in foreign subsidiaries.

The Group has certain foreign currency receivables to be denominated in the same foreign currency with certain foreign currency payables, therefore natural hedge is received. For some foreign currencies, forward foreign exchange contracts are used to manage exchange rate risks. Based on the aforementioned natural hedge and the management of exchange rate risks by means of forward foreign exchange contracts does not meet the requirements of hedging accounting, therefore, the hedging accounting is not adopted. Furthermore, as net investments in foreign subsidiaries are for strategic purposes, they are not hedged by the Group.

The foreign currency sensitivity analysis of the possible change in foreign exchange rates on the Group's profit is performed on significant monetary items denominated in foreign currencies at the end of the reporting period. The Group's foreign currency risk is mainly related to the volatility in the exchange rates for US dollars and RMB. The information of the sensitivity analysis is as follows:

(a) When NTD strengthens/weakens against USD by 1%, the loss for the years ended December 31, 2024 and 2023 is decreased/increased by $2,086 thousand and $10,578 thousand, respectively.

(b) When NTD strengthens/weakens against RMB by 1%, the loss for the years ended December 31, 2024 and 2023 is decreased/increased by $28,840 thousand and $17,774 thousand, respectively.

b. Interest rate risk

The Group's interest rate risk arises from borrowing. Borrowing with the floating interest rate exposes the Group to change in fair value risk and cash flow risk. The Group by maintaining an appropriate combination of floating rates to manage interest rate risk. The Group assesses its hedging activities on a regular basis to ensure hedging strategies are established consistently between interest rate and risk preferences and in most cost-effective manner.

The Group's exposure on financial liabilities rate risk is described in this Note for liquidity risk management below.

Sensitivity analysis

The following sensitivity analysis is based on interest rate risk exposure on the non-derivative instruments at the closing date of the reporting period. Regarding the liabilities with variable interest rates, the following analysis is on the basis of the assumption that the amount of liabilities outstanding at the reporting date was outstanding throughout the year. The rate of change is expressed as the interest rate increase or decrease by 1% when key management report internally, which also represents the management of the Group's assessment on the reasonably possible interval of the interest rate change.

If the interest rate has increased or decreased by 1% with other variables held constant, the net profit before tax would have decreased or increased by $38,911 thousand and $36,099 thousand for the years ended December 31, 2024 and 2023, respectively, which would be mainly resulted from the Group's borrowing with variable interest rate.

c. Other price risk

The Group's exposure to equity price risk resulted from investments in listed and unlisted equity securities and the fair value of which will be affected by the uncertainty of the future value of these investments. The investments in the equity securities are financial assets at fair value through profit or loss. The management of the Group manages risk by holding investment portfolios with different risk and setting limits on single and collective equity securities investments. The investment portfolio information of equity securities needs to be regularly provided to the senior management of the Group, and the board of directors must review and approve all equity securities investment decisions.

Sensitivity analysis

The following sensitivity analysis is based the exposure of equity securities at the closing date of the reporting date.

If the price of equity securities has increased or decreased by 1%, the Group's other equity would have increased or decreased by $0 and $0 for the years ended December 31, 2024 and 2023, respectively.

(B) Credit risk

Credit risk refers to the risk of financial loss to the Group arising from default by counterparties on the contract obligations. The Group's credit risk is attributable to its operating activities (mainly notes and accounts receivables) and financial activities (mainly bank deposits and various financial instruments).

Each unit of the Group follows credit risk policies, procedures and controls to manage credit risk. The credit risk assessment of all counterparties is based on factors such as the financial position, the rating of the credit rating agency, historical trading experience, the current economic environment and the Group's internal rating criteria etc. The Group also uses certain credit enhancement tools (such as advance receipts from customers and insurance etc.) at an appropriate time to reduce the credit risk of counterparties.

As of December 31, 2024, and 2023 accounts receivables from top ten customers represent 69% and 83% of the total accounts receivables of the Group, respectively. The credit concentration risk of other accounts receivables is insignificant.

The finance department of the Group manages the credit risk of bank deposits, fixed income securities and other financial instruments in accordance with the Group's policies. The trading parties of the Group are determined by internal control procedures such as the banks with good credit financial institutions with investment grades, corporate organizations and government agencies are considered to have no significant credit risk.

(C) Liquidity risk

Liquidity risk refers to risk when the Group is unable to settle its financial liabilities by cash or other current financial assets and failure to fulfill obligations associated with existing operations.

The Group manages its liquidity risk by maintaining adequate cash and cash equivalents in order to cope and mitigate the effects of the Group's operating cash flow fluctuations. The Group's management oversight banking facilities usage and ensure the terms of the loan agreement are followed.

The table below analyses the Group's non-derivative financial liabilities based on the remaining period to the contractual maturity date during the agreed repayment period and in accordance with the possible earliest required date of repayment. The financial liabilities in below table are prepared by undiscounted cash flows.

	December 31, 2024				
	Less than 1 year	Between 1 and 3 years	Between 3 and 5 years	Over 5 years	Total of undiscounted cash flows
Non-derivative financial liabilities					
Current borrowings	$ 3,860,066	$ -	$ -	$ -	$ 3,860,066
Notes payable	240,738	-	-	-	240,738
Accounts payable (includes related parties)	3,336,105	-	-	-	3,336,105
Other payables (includes related parties)	919,831	-	-	-	919,831
Provisions – current (includes non-current)	10,928	13,503	-	-	24,431
Lease liabilities (note)	113,613	125,348	46,559	-	285,520
Bond payable	-	-	149,823	-	149,823
Non-current borrowings (includes current portion)	31,031	-	-	-	31,031
Total	$ 8,512,312	$ 138,851	$ 196,382	$ -	$ 8,847,545

	December 31, 2023				
	Less than 1 year	Between 1 and 3 years	Between 3 and 5 years	Over 5 years	Total of undiscounted cash flows
Non-derivative financial liabilities					
Current borrowings	$ 3,441,033	$ -	$ -	$ -	$ 3,441,033
Notes payable	172,245	-	-	-	172,245
Accounts payable (includes related parties)	2,672,425	-	-	-	2,672,425
Other payables (includes related parties)	612,646	-	-	-	612,646
Provisions – current (includes non-current)	2,462	13,052	-	-	15,514
Lease liabilities (Note)	99,948	125,347	52,019	2,788	280,102
Bond payable	-	-	149,776	-	149,776
Non-current borrowings (includes current portion)	137,867	31,028	-	-	168,895
Total	$ 7,138,626	$ 169,427	$ 201,795	$ 2,788	$ 7,512,636

Note: Cash flows from lease contracts including short-term leases and low-value underlying assets.

(3) Fair value information

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

Level 1: The input value of this level is the public quotation (unadjusted) of the identical asset or liability in the active market. A market is regarded as active when the goods in the market are in same nature and the price information is readily available in the public market for both buyers and sellers.

Level 2: Inputs other than the observable publicly quoted prices included within Level 1 for assets and liabilities, either directly (such as price) or indirectly (such as derived from the price).

Level 3: Unobservable inputs for the asset or liability.

B. Financial instruments not measured at fair value

The carrying amounts of cash and cash equivalents, notes receivable, account receivable other receivables, other current financial assets, deposits, bank borrowings, notes payable, accounts payable and other payables are reasonable approximations of fair values.

C. Financial and non-financial instruments measured at fair value on December 31, 2024 and 2023 are classified by the Group based on the nature, characteristics, risks and fair value levels of assets and liabilities. The relevant information is as follows:

	December 31, 2024			
	Level 1	Level 2	Level 3	Total
Assets				
Recurring fair value				
Financial assets measured at fair value through profit or loss – call rights for the issuance of convertible bonds	$ -	$ 195	$ -	$ 195

	December 31, 2023			
	Level 1	Level 2	Level 3	Total
Assets				
Recurring fair value				
Financial assets measured at fair value through profit or loss – call rights for the issuance of convertible bonds	$ -	$ 210	$ -	$ 210

D. The methods and assumptions used by the Group to measure fair value are described below:

The evaluation of derivative financial instruments is obtained by using evaluation techniques or by referring to counterparty quotations. The fair value obtained through valuation techniques may refer to the current fair value of other financial instruments with substantially similar conditions and characteristics, the discounted cash flow method, or other valuation techniques, including the market information available on the balance sheet date with the use of model to calculate.

E. There is no transfer between Level 1 and Level 2 fair value measurements from January 1 to December 31, 2024 and 2023.

F. As of December 31, 2024 and 2023, the Group did not have assets with recurring fair value measurements in the level 3, so there were no significant unobservable inputs for fair value measurements.

(4) Significant assets and liabilities denominated in foreign currencies

Unit: thousands

	December 31, 2024		
	Foreign currency amount	Exchange rate	NT$
Financial assets			
Monetary items			
US$	$ 109,148	32.79	$ 3,578,952
RMB	234,654	4.48	1,051,251
Financial liabilities			
Monetary items			
US$	115,510	32.79	3,787,584
RMB	878,398	4.48	3,935,223

Unit: thousands

	December 31, 2023		
	Foreign currency amount	Exchange rate	NT$
Financial assets			
Monetary items			
US$	$ 64,477	30.71	$ 1,980,096
RMB	313,707	4.33	1,358,351
Financial liabilities			
Monetary items			
US$	98,922	30.71	3,037,907
RMB	724,182	4.33	3,135,710

The above information is disclosed based on the carrying amount of foreign currency (after conversion of functional currency).

For the years ended December 31, 2024 and 2023, foreign exchange gain (loss) were $226,862 thousand and $(31,025) thousand, respectively. The above information about foreign exchange gains or losses on monetary financial assets and liabilities includes realized and unrealized net foreign exchange gain or loss.

(5) Other

A. Roo Hsing Shanghai Import & Export Co., Ltd., a subsidiary of the Group, is unable to collect the accounts receivable in an amount of RMB28,402 thousand due from Suzhou Rui Bi De Trade Co., Ltd. ("Suzhou Rui Bi De") and claims of RMB47,467 thousand guaranteed by Wang, Jiong-Lie, the president of Suzhou Rui Bi De. The Group has applied for a ruling in Taiwan YunLin District Court with respect to one of the promissory notes guaranteed by Wang, Jiong-Lie, where he is domicile. The amount of the promissory note was RMB18,960 thousand. The Group has obtained the court's final verdict. The Group will take similar actions for other promissory notes and hire local lawyers and asset management firms to protect the rights of the Group.

B. Roo Hsing Shanghai Import & Export Co., Ltd. (Roo Hsing Shanghai), a subsidiary of the Group, filed a civil action against Nan Tong Si Bo Te Trading Co., Ltd. with respect to a dispute arising from a purchase agreement. The Shanghai Xuhui People's Court ruled that Roo Hsing Shanghai shall return payment for purchase to Nan Tong Si Bo Te Trading Co., Ltd. plus accrued interest. The Group refused to accept the judgment and lodged an appeal to the intermediate people's court in Shanghai on October 17, 2017. The intermediate people's court uphold the original judgment on March 14, 2018. The Group has recognized related liabilities of RMB4,844 thousand as of March 31, 2019. After the transaction dispute was litigated, the Group determined that it was a commercial fraud, and tried to report it as a criminal case through another channel.

C. In order to revitalize the assets and make more effective use of the Company's resources, the Group was approved by the board of directors on January 7, 2022 to dispose of the land at Khan Russey Keo, Phnom Penh City, Cambodia, held by the Company's subsidiary Roo Hsing Garment Co., Ltd. The land sale contract was signed on January 11, 2022. In order to protect the interests of the Company, the board of directors of the Company resolved on September 6, 2022 to terminate (cancel) the land purchase and sale contract signed on January 11, 2022. On September 6, 2022, the Company announced on behalf of its subsidiary Roo Hsing Garment Co., Ltd. that it had signed a property sales contract with the new buyer. The total transaction price was US$22,000 thousand, and the land transfer was completed on October 3, 2022. As of the date of the financial statements, US$10,800 thousand has been collected (including US$8,300 thousand collected by the local subsidiary in Cambodia and temporarily collected by the subsidiary in Changzhou on behalf of the Company. It is expected that after the same amount of USD is collected locally in Cambodia, the subsidiary in Changzhou will return the temporarily collected amount of RMB17,385 thousand, equivalent to approximately US$2,500 thousand).

   Subsequently, in response to the actual collection of funds, the board of directors passed a resolution on May 14, 2014 to sign a supplementary agreement, the main contents of which included that the total transaction price was revised to US$21,507 thousand due to the reduction in the actual measured area of the land, and interest was added based on the extended payment period, and the buyer provided a mortgage on land located in Cambodia that was higher than the balance price to the Company as a guarantee, and the extended payment period has not resulted in any impairment of the outstanding debt. In order to recover the final payment as soon as possible, the Company intends to transfer the rights and obligations of its subsidiary, Roo Hsing Garment Co., Ltd. regarding the sale of Cambodian land and the signed supplementary agreement to a third party.

On June 16, 2023, the original buyer commissioned a lawyer claiming that the Group had breached the contract and demanded the return of the US$1,000 thousand already received, as well as payment of liquidated damages and compensation. Since the original buyer's request and claims were quite different from the Group's cognition and claims, the Group adhered to the position of reconciliation and negotiation instead of litigation. The two parties failed to reach a consensus. Subsequently, on December 22, 2023, the Group received a payment order from the Taipei District Court in response to the original buyer's request. Because the Group lawfully raised an objection within the statutory period, the payment order loses its effectiveness within the scope of the objection, and the creditor's request for a payment order is deemed to be a lawsuit or a request for mediation (see Article 519, Paragraph 1 of the Code of Civil Procedure). On June 25, 2024, the merged company received a notice from the Civil Division of the Taipei District Court (Retrial No. 35 of 2024) requesting the return of the purchase price. The case has been entrusted to a lawyer for handling. The original buyer filed a declaration of civil additional action and a declaration of change of action on September 5, 2024, requesting the Group to return the purchase price and to make additional claims for damages. The case was tried for mediation at the Taipei District Court on October 4, 2024. However, the mediation proposed by the Group in good faith was too far from the original buyer's request for additional damages, resulting in the failure of the mediation. The litigation procedure of this case has entered the substantive offensive and defensive stage such as presenting evidence and requesting investigation of evidence. The Group should fight for it according to the law to protect its own rights and interests.

Although the Group believes that there is no breach of contract, based on the principle of prudence, the Group has set aside US$500 thousand as a possible settlement (although the lawsuit has already begun, there is still the possibility of a subsequent settlement) and the interest on the price received.

13. Supplementary disclosures

(1) Significant transactions information:

No.	Items	Footnote
1	Loans to others	Table 1
2	Provision of endorsements and guarantees to others	Table 2
3	Holding of marketable securities at the end of the period (excluding investment in subsidiaries, associates and joint ventures)	None
4	Purchase or sale of the same security with the accumulated cost exceeding NT$300 million or 20% of paid-in capital or more	None
5	Acquisition of real estate reaching NT$300 million or 20% of paid-in capital or more	None
6	Disposal of real estate reaching NT$300 million or 20% of paid-in capital or more	None
7	Purchases or sales of goods from or to related parties reaching NT$100 million or 20% of paid-in capital or more	Table 3
8	Receivables from related parties reaching NT$100 million or 20% of paid-in capital or more	Table 4
9	Derivative financial instruments undertaken	Note 6(2) and Note 12(3)
10	Significant inter-company transactions between the Group and subsidiaries	Table 5

(2) Information on investments: Table 6

(3) Information on investments in Mainland China: Table 7

(4) Information of major shareholders: Table 8

Table 1

Roo Hsing Co., Ltd. and Subsidiaries

Loans to others

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

No. (Note 1)	Lender	Borrower	Financial statement account (Note 2)	Related party	Maximum balance for the period (Note 3)	Ending balance (Note 6)	Actual borrowing amount	Interest rate (%)	Nature of financing (Note 2)	Business transaction amount (Note 4)	Reasons for short-term financing (Note 4)	Allowance for impairment loss	Collateral		Financing limit for each borrower (Note 5)	Aggregate financing limit (Note 5)	Note
													Item	Value			
0	Roo Hsing Co., Ltd.	Tanzaniz Tooku Garments Co., Ltd.	Other receivables	Yes	$ 327,900	$ 327,900	$ -	-	Note 4 (2)	$ -	To meet operational needs	$ -	-	$ -	$ 1,430,960	$ 1,635,383	7, 9
1	Tooku Holdings Limited	RH International Holdings Limited.	Other receivables	Yes	327,900	327,900	-	3.288	Note 4 (2)	-	To meet operational needs	-	-	-	9,810,243	9,810,243	8, 9
1	Tooku Holdings Limited	MF Holding Co., Ltd.	Other receivables	Yes	438,730	407,876	198,741	6.319~6.353	Note 4 (2)	-	To meet operational needs	-	-	-	9,810,243	9,810,243	8, 9
1	Tooku Holdings Limited	J.D. United Trading Corporation Limited	Other receivables	Yes	1,164,373	1,164,373	582,350	7.39~7.91	Note 4 (2)	-	To meet operational needs	-	-	-	9,810,243	9,810,243	8, 9
1	Tooku Holdings Limited	3Y Holding Limited	Other receivables	Yes	163,950	163,950	-	-	Note 4 (2)	-	To meet operational needs	-	-	-	9,810,243	9,810,243	8, 9
2	RH International Holdings Limited	MF Holding Co., Limited	Other receivables	Yes	988,146	988,146	766,577	1.8~6.9	Note 4 (2)	-	To meet operational needs	-	-	-	3,816,410	3,816,410	8, 9
2	RH International Holdings Limited	J.D. United Trading Corporation Limited	Other receivables	Yes	163,950	163,950	-	-	Note 4 (2)	-	To meet operational needs	-	-	-	3,816,410	3,816,410	8, 9
3	Tien Yun Tech Storage Co., Ltd.	Roo Hsing Co., Ltd.	Other receivables	Yes	30,000	20,000	8,500	2.78	Note 4 (2)	-	To meet operational needs	-	-	-	141,839	141,839	8, 9
4	GDM Enterprise Co., Ltd.	SL Garment Processing (Cambodia) Ltd.	Other receivables	No	32,221	32,221	32,221	-	Note 4 (1)	-	To meet operational needs	-	-	-	-	-	8

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Note 1: The parent company and its subsidiaries are coded as follows:

(1) Parent company: 0.

(2) Invested companies start from 1 consecutively.

Note 2: Items such as other receivables due from affiliates/related parties, shareholders' current account, prepayments, temporary payments, etc. with financing nature should be filled in the column.

Note 3: The maximum financing amount for the year.

Note 4: (1) For counterparties with transactions, financing amount is the transaction amount between lender and the counterparty for the current year.

(2) Please describe the reason and usage of financing if short-term financing is necessary.

Note 5: Please fill in the limit of financing amount for individual counterparty and the limit of total financing amount according to the Company's procedure.

Note 6: If public companies propose financing provided to others to the Board of Directors under Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies, article 14, paragraph 1, they should still state ending balances approved by the board of directors to disclose the risk taken. When the capital is repaid, the amount of repayment should be disclosed to reflect the adjusted risk.

If public companies authorize the director to revolve credit under certain limits approved by the board of directors in accordance with the abovementioned regulations, article 14, paragraph 2, the limit approved by the board of directors should still be stated. Even though capital is repaid, the limit approved by the board of directors should still be stated since the company may lend again.

Note 7: The financing amounts to any single entities shall not exceed 35% net worth of the lender, the total financing amount shall not exceed 40% net worth of the lender.

Note 8: The total financing amounts of its subsidiary and the limit amounts for any single entities are as follows:

(1) The total financing amount, excluding situations described in (3), shall not exceed 40% net worth of the lender.

(2) The financing amount shall not exceed the transaction amount between the Company and the counterparty with transactions. Transaction amount is the higher of sales or purchases between counterparties. The financing amount shall not exceed 40% net worth of the Company or 10% net worth of the counterparty.

(3) Except for Tooku Holdings Limited whose financing amount shall not exceed 10 times net worth of the lender, RH International Holdings Limited whose financing amount shall not exceed 100% net worth of the lender, Tien Yun Tech Storage Co., Ltd. whose financing amount shall not exceed 40% net adjusted worth of the lender., the rest shall not exceed 50 times net worth of the lender, if the parent company and the lender has directly or indirectly hold 100% shares of its overseas subsidiaries.

Note 9: Transaction between the Company and its subsidiaries were eliminated on consolidation.

Table 2

Roo Hsing Co., Ltd. and Subsidiaries

Provision of endorsements and guarantees to others

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

No. (Note 1)	Endorser/Guarantor	Endorsees		Endorsement limit for a single entity (Note 3)	Highest balance during the year (Note 4)	Outstanding balance at December 31, 2023 (Note 5)	Actual amount drawn down (Note 6)	Balance secured by collateral	Ratio of accumulated amount to the net worth of the Company	Maximum amount of endorsement (Note 3)	Provision of endorsements by parent company to subsidiary (Note 7)	Provision of endorsements by subsidiary to parent company (Note 7)	Provision of endorsement to the party in Mainland China (Note 7)
		Company name	Relationship (Note 2)										
0	Roo Hsing Co., Ltd. (Note 3 and 9)	J.D. United Manufacturing Corporation Limited	2	$ 8,176,916	$ 5,373,823	$ 4,541,635	$ -	$ -	111.08	$ 16,353,832	Yes	No	No
0	Roo Hsing Co., Ltd. (Note 3 and 9)	J.D. United Trading Corporation Limited	2	8,176,916	6,834,155	6,637,415	2,235,755	-	162.35	16,353,832	Yes	No	No
0	Roo Hsing Co., Ltd. (Note 3)	Changzhou Guangzhou Manchuria Trading Co., Ltd.	2	8,176,916	134,400	134,400	134,400	-	3.29	16,353,832	Yes	No	Yes
1	Changzhou Tooku Garments Co., Ltd. (Note 8)	Changzhou Guangzhou Manchuria Trading Co., Ltd.	4	-	398,720	398,720	44,800	-	-	-	No	No	Yes
1	Changzhou Tooku Garments Co., Ltd. (Note 8)	Nanjing Xing'ao Trading Co., Ltd.	2	-	125,440	125,440	125,440	-	-	-	No	No	Yes
1	Changzhou Tooku Garments Co., Ltd. (Note 8 and 11)	Changzhou Dongteng International Trade Co., Ltd.	1	-	149,408	149,408	149,386	-	-	-	No	No	Yes
1	Changzhou Tooku Garments Co., Ltd. (Note 8 and 9)	J.D. United Manufacturing Corporation Limited	3	-	4,578,665	1,287,227	-	-	-	-	No	No	No
1	Changzhou Tooku Garments Co., Ltd. (Note 8 and 9)	J.D. United Trading Corporation Limited	4	-	4,944,011	4,537,415	2,235,755	-	-	-	No	No	No
2	Changzhou Guangzhou Manchuria Trading Co., Ltd. (Note 8 and 10)	Changzhou Tooku Garments Co., Ltd.	4	5,200,714	2,628,416	2,628,416	1,155,244	-	505.4	5,200,714	No	No	Yes
2	Changzhou Guangzhou Manchuria Trading Co., Ltd. (Note 8 and 11)	Changzhou Dongteng International Trade Co., Ltd.	1	-	149,408	149,408	149,386	-	28.73	-	No	No	Yes
3	Faith In Blue (USA) Corporation (Note 8 and 9)	J.D. Manufacturing Corporation Limited	4	15,165,026	5,373,823	4,541,635	-	-	299.48	15,165,026	No	No	No
3	Faith In Blue (USA) Corporation (Note 8 and 9)	J.D. United Trading Corporation Limited	4	15,165,026	5,369,603	4,537,415	2,235,755	-	299.2	15,165,026	No	No	No
4	Henan Gowin Garments Corporation Limited (Note 8 and 10)	Changzhou Tooku Garments Co., Ltd.	3	404,631	358,400	358,400	174,720	-	999.99	404,631	No	No	Yes

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NO. (Note 1)	Endorser/Guarantor	Endorsees		Endorsement limit for a single entity (Note 3)	Highest balance during the year (Note 4)	Outstanding balance at December 31, 2023 (Note 5)	Actual amount drawn down (Note 6)	Balance secured by collateral	Ratio of accumulated amount to the net worth of the Company	Maximum amount of endorsement (Note 3)	Provision of endorsements by parent company to subsidiary (Note 7)	Provision of endorsements by subsidiary to parent company (Note 7)	Provision of endorsement to the party in Mainland China (Note 7)
		Company name	Relationship (Note 2)										
5	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd. (Note 8 and 10)	Changzhou Tooku Garments Co., Ltd.	4	-	358,400	358,400	174,720	-	-	-	No	No	Yes
6	Tooku Holdings Limited (Note 8 and 9)	J.D. United Manufacturing Corporation Limited	4	53,956,338	5,373,823	4,541,635	-	-	462.95	53,956,338	No	No	No
6	Tooku Holdings Limited (Note 8 and 9)	J.D. United Trading Corporation Limited	4	53,956,338	5,369,603	4,537,415	2,235,755	-	462.52	53,956,338	No	No	No
7	Tien Yun Tech Storage Co., Ltd. (Note 8)	Roo Hsing Co., Ltd.	3	709,196	500,000	500,000	200,000	500,000	141	709,196	No	Yes	No
8	JD United (Cayman) Limited (Note 8 and 9)	J.D. United Manufacturing Limited	2	26,328,682	4,578,665	1,287,227	-	-	73.34	26,328,682	No	No	No
8	JD United (Cayman) Limited (Note 8 and 9)	J.D. United Trading Corporation Limited	2	26,328,682	4,944,011	4,537,415	2,235,755	-	258.51	26,328,682	No	No	No
9	RH International Holdings Limited (Note 8 and 9)	J.D. United Manufacturing Corporation Limited	2	38,164,103	5,373,823	4,541,635	-	-	119	38,164,103	No	No	No
9	RH International Holdings Limited (Note 8 and 9)	J.D. United Trading Corporation Limited	2	38,164,103	5,369,603	4,537,415	2,235,755	-	118.89	38,164,103	No	No	No
10	3Y Universal Company Limited (Note 8)	HGQ Co., Ltd.	1	52,951	98,370	-	-	-	-	52,951	No	No	No
11	MF Holding Co., Ltd.(Note 8 and 9)	J.D. United Manufacturing Corporation Limited	4	23,726,068	5,373,823	4,541,635	-	-	957.1	23,726,068	No	No	No
11	MF Holding Co., Ltd.(Note 8 and 9)	J.D. United Trading Corporation Limited	4	23,726,068	5,369,603	4,537,415	2,235,755	-	956.21	23,726,068	No	No	No

Note 1：The intercompany transactions between the companies are identified and numbered as follow for indication:

(1) Parent company: 0.

(2) Invested companies start from 1 consecutively.

Note 2：There are seven types of relationship between the endorser and the endorsee, and are indicated as follows:

(1) Having business dealings.

(2) Majority owned subsidiaries.

(3) The Company direct or indirect owns over 50% of voting rights of the investee company.

(4) A subsidiary jointly owned over 90% by the Company.

(5) Guarantee by the Company according to the construction contract.

(6) An investee company. The guarantees were provided based on the Company’s proportionate share in the investee company.

(7) Joint and several guarantee by the Company according to the pre-construction contract under Customer Protection Act

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Note 3: The procedure of endorsement is shown as follows:

(1) Aggregate amount of endorsement of the Company shall not exceed 400% of net worth of the Company. Aggregate amount of endorsement of the Company and its subsidiaries shall not exceed 400% of net worth of the Company.

(2) The amount of endorsements/guarantees for any entity shall not exceed 200% net worth of the Company; the aggregate amount of endorsements/guarantees for any entity shall not exceed 200% net worth of the Company.

Note 4: Accumulated maximum balance of endorsements for others from the current year to the reporting month.

Note 5: All endorsements/guarantees that have been approved by bank shall be included in ending balance.

Note 6: Please fill in the actual amount provided by the endorsers.

Note 7: Parent company endorsed/guaranteed for the subsidiaries, subsidiaries endorsed/guaranteed for the parent company, or endorsement/guarantee for entities in Mainland China shall fill in "Y".

Note 8: Endorsement limits provided by Changzhou Guangzhou Manchuria Trading Co., Ltd., RH International Holdings Limited and Faith In Blue (USA) Corporation for a single entity and all entities are all 1000% of their net worth. Endorsement limits provided by Changzhou Tooku Garments Co. Ltd. for a single entity and all entities are all 10000% of their net worth. Endorsement limits provided by J.D. United (Cayman) Limited for a single entity and all entities are 1500% of its net worth. Endorsement limits provided by Henan Gowin Garments Corporation Limited and Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd. for a single entity and all entities are 12500% of their net worth. Endorsement limits provided by Tooku Holdings Limited for a single entity and all entities are 5500% of their net worth. Endorsement limits provided by MF Holding Co., Ltd. for a single entity and all entities are 5000% of their net worth. Endorsement limits provided by Tien Yun Tech Storage Co., Ltd. for a single entity and all entities are 200% of their net worth. 3Y Universal Company Limited for a single entity and all entities are 10% and 1000% of their net worth respectively.

Note 9. The Company, J.D. United (Cayman) Limited, Faith In Blue (USA) Corporation, Tooku Holdings Limited, RH International Holdings Limited, MF Holding Co., Ltd. and Changzhou Tooku Garments Co., Ltd. have shared limits for J.D. United Manufacturing Limited and J.D. United Trading Corporation Limited. The table shows the separate entries to calculate the limit though actually they are endorsements/guarantees for a single entity. The shared limit were both $4,537,415 thousand, and the actual amount drawn was $2,235,755 thousand and $0 respectively.

Note10: Changzhou Guangzhou Manchuria Trading Co., Ltd., Henan Gowin Garments Corporation Limited and Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd. have shared limits for Changzhou Tooku Garments Co., Ltd.. The table shows the separate entries to calculate the limit though actually they are endorsements/guarantees for a single entity. The shared limit was $358,400 thousand and the actual amount drawn was $174,720 thousand.

Note11: Changzhou Guangzhou Manchuria Trading Co., Ltd. and Changzhou Tooku Garments Co., Ltd. have shared limits for Changzhou Dongteng International Trade Co., Ltd. The table shows separate entries to calculate limit amounts though actually they are endorsements/guarantees for a single entity. The shared limit was $149,408 thousand, and the actual amount drawn was $149,386 thousand.

Table 3

Roo Hsing Co., Ltd. and Subsidiaries

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

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

			Transactions				Details of non-arm's length transaction (Note)		Notes and accounts receivable (payable)		Note
Company	Related party	Relationship	Purchases (Sales)	Amount	Percentage of total purchases (sales)	Term	Unit price	Term	Balance	Percentage of total receivables (payable)	
J.D. United Trading Corporation Limited	Nanjing USA, Inc.	An affiliate with the same parent company	Sales	$2,768,146	19%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	$ 597,987	20%	
J.D. United Trading Corporation Limited	T & K Garment Industry Co., Ltd.	An affiliate with the same parent company	Sales	2,784,982	19%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	14,033,107	460%	
J.D. United Trading Corporation Limited	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	Sales	235,936	2%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	(1,063,140)	(30%)	
T & K Garment Industry Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	Sales	4,807,753	32%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	26,678,046	875%	
Tanzania Tooku Garments Co., Ltd.	J.D. United Trading Corporation Limited	An affiliate with the same parent company	Sales	1,113,546	7%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	1,063,140	35%	

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Company	Related party	Relationship	Transactions				Details of non-arm's length transaction (Note)		Notes and accounts receivable (payable)		Note
			Purchases (Sales)	Amount	Percentage of total purchases (sales)	Term	Unit price	Term	Balance	Percentage of total receivables (payable)	
Nagapeace Corporation Limited	J.D. United Trading Corporation Limited	An affiliate with the same parent company	Sales	7,598,083	51%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	9,331,580	306%	
Changzhou Tooku Garments Co., Ltd.	J.D. United Trading Corporation Limited	An affiliate with the same parent company	Sales	2,661,475	18%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	809,738	27%	
Changzhou Tooku Garments Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	Sales	1,788,052	12%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	78,286	3%	
Changzhou Tooku Garments Co., Ltd.	3Y Universal Company Limited	An affiliate with the same parent company	Sales	229,904	2%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	(69,523)	(2%)	
Changzhou Tooku Garments Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	Sales	349,144	2%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	801,112	26%	
Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	Sales	199,090	1%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	110,722	4%	

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Company	Related party	Relationship	Transactions				Details of non-arm's length transaction (Note)		Notes and accounts receivable (payable)		Note
			Purchases (Sales)	Amount	Percentage of total purchases (sales)	Term	Unit price	Term	Balance	Percentage of total receivables (payable)	
Changzhou Tooku Garments Co., Ltd.	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	An affiliate with the same parent company	Sales	179,064	1%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	255,106	8%	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	Sales	287,571	2%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	519,371	17%	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	Sales	719,629	5%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	511,882	17%	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	Sales	1,579,895	11%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	(78,230)	(2%)	
Nanjing Xing'ao Trading Co.	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	Sales	969,722	7%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	616,646	20%	
Nanjing Xing'ao Trading Co.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	Sales	150,592	1%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	127,727	4%	

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Company	Related party	Relationship	Transactions				Details of non-arm's length transaction (Note)		Notes and accounts receivable (payable)		Note
			Purchases (Sales)	Amount	Percentage of total purchases (sales)	Term	Unit price	Term	Balance	Percentage of total receivables (payable)	
Tooku Holdings Limited	Nanjing USA, Inc.	An affiliate with the same parent company	Sales	174,986	1%	Net 90 days. Cash payments are based on financial condition of the Company and capital need of the subsidiary or settle by other mutual offsets of claims and debts	Agreed based on necessary cost of subsidiary	No major irregularities	62,591	2%	

Note: Transaction between the Company and its subsidiaries were eliminated on consolidation.

Table 4

Roo Hsing Co., Ltd. and Subsidiaries

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

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

Company name	Transaction party	Relationship	Ending balance of accounts receivable from related parties	Turnover rate	Overdue		Amount received in subsequent period	Allowance for doubtful accounts
					Amount	Actions taken		
Roo Hsing Co., Ltd.	Roo Hsing Garment Co., Ltd.	The Company's subsidiary	$ 266,154	-	$ -	-	$ -	$ -
RH International Holdings Limited	MF Holding Co., Ltd.	An affiliate with the same parent company	832,628	-	-	-	-	-
Nagapeace Corporation Limited	Hung Hsing Garment (Cambodia) Co.,Ltd.	An affiliate with the same parent company	313,981	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	Hung Hsing Garment (Cambodia) Co.,Ltd.	An affiliate with the same parent company	106,301	-	-	-	-	-
Tooku Holdings Limited	J.D. United Trading Corporation Limited	An affiliate with the same parent company	635,372	-	-	-	-	-
Tooku Holdings Limited	MF Holding Co., Ltd.	An affiliate with the same parent company	198,741	-	-	-	-	-
J.D. United Trading Corporation Limited	J.D. United Manufacturing Corporation Limited	An affiliate with the same parent company	392,625	-	-	-	-	-
J.D. United Trading Corporation Limited	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	424,677	-	-	-	-	-
J.D. United Trading Corporation Limited	JD United (BVI) Limited	An affiliate with the same parent company	205,283	-	-	-	-	-
J.D. United Trading Corporation Limited	South Bay Manufacturing Company Limited	An affiliate with the same parent company	131,937	-	-	-	-	-
J.D. United Trading Corporation Limited	Nanjing USA, Inc.	An affiliate with the same parent company	597,987	-	-	-	-	-
J.D. United Trading Corporation Limited	T & K Garment Industry Co., Ltd.	An affiliate with the same parent company	14,033,107	-	-	-	-	-
J.D. United Manufacturing Corporation Limited	T & K Garment Industry Co., Ltd.	An affiliate with the same parent company	723,649	-	-	-	-	-
J.D. United Manufacturing Corporation Limited	JD United (BVI) Limited	An affiliate with the same parent company	508,030	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	101,136	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	801,112	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	J.D. United Manufacturing Corporation Limited	An affiliate with the same parent company	284,031	-	-	-	-	-

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Company name	Transaction party	Relationship	Ending balance of accounts receivable from related parties	Turnover rate	Overdue		Amount received in subsequent period	Allowance for doubtful accounts
					Amount	Actions taken		
Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	110,722	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	An affiliate with the same parent company	216,129	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	Bai Cheng Shi Mei Da Garment Co., Ltd.	An affiliate with the same parent company	109,360	-	-	-	-	-
Changzhou Tooku Garments Co., Ltd.	Paneffort (Cambodia) Garment Co., Ltd.	An affiliate with the same parent company	232,297	-	-	-	-	-
Tooku Trading Company Limited	J.D. United Trading Corporation Limited	An affiliate with the same parent company	874,265	-	-	-	-	-
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	511,882	-	-	-	-	-
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	An affiliate with the same parent company	519,369	-	-	-	-	-
Morning Glory Garment Enterprise Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	666,070	-	-	-	-	-
Morning Glory Garment Enterprise Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	1,076,796	-	-	-	-	-
Morning Glory Garment Enterprise Co., Ltd.	JD & Toyoshima Co., Ltd.	An affiliate with the same parent company	129,621	-	-	-	-	-
T & K Garment Industry Co., Ltd.	Nagapeace Corporation Limited	An affiliate with the same parent company	26,678,046	-	-	-	-	-
Nagapeace Corporation Limited	Paneffort (Cambodia) Garment Co., Ltd.	An affiliate with the same parent company	10,108,891	-	-	-	-	-
Nagapeace Corporation Limited	J.D. United Trading Corporation Limited	An affiliate with the same parent company	9,309,208	-	-	-	-	-
Nagapeace Corporation Limited	GDM Enterprise Co., Ltd.	An affiliate with the same parent company	698,096	-	-	-	-	-
Nagapeace Corporation Limited	Zhen Tai Garment (Cambodia) Co., Ltd.	An affiliate with the same parent company	731,005	-	-	-	-	-
Nagapeace Corporation Limited	JD & Toyoshima Co., Ltd.	An affiliate with the same parent company	373,599	-	-	-	-	-
Nagapeace Corporation Limited	Tooku Trading Corporation Limited	An affiliate with the same parent company	720,298	-	-	-	-	-
Nagapeace Corporation Limited	Morning Glory Garment Enterprise Co., Ltd.	An affiliate with the same parent company	1,030,364	-	-	-	-	-
Nagapeace Corporation Limited	Great Union (Cambodia) Co., Ltd.	An affiliate with the same parent company	260,673	-	-	-	-	-
Nagapeace Corporation Limited	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	2,752,618	-	-	-	-	-

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Company name	Transaction party	Relationship	Ending balance of accounts receivable from related parties	Turnover rate	Overdue		Amount received in subsequent period	Allowance for doubtful accounts
					Amount	Actions taken		
Nagapeace Corporation Limited	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	2,320,930	-	-	-	-	-
Nagapeace Corporation Limited	Splendid Chance International Ltd.	An affiliate with the same parent company	130,289	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	J.D. United Manufacturing Corporation Limited	An affiliate with the same parent company	1,185,665	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	J.D. United Trading Corporation Limited	An affiliate with the same parent company	6,564,499	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	T & K Garment Industry Co., Ltd.	An affiliate with the same parent company	238,516	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	893,109	-	-	-	-	-
Paneffort (Cambodia) Garment Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	1,393,486	-	-	-	-	-
Nanjing Xing'ao Trading Co.	Changzhou Tooku Garments Co., Ltd.	An affiliate with the same parent company	616,646	-	-	-	-	-
Nanjing Xing'ao Trading Co.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	An affiliate with the same parent company	127,727	-	-	-	-	-
JD & Toyoshima Co., Ltd.	J.D. United Manufacturing Corporation Limited	An affiliate with the same parent company	324,081	-	-	-	-	-

Note: Transaction between the Company and its subsidiaries were eliminated on consolidation.

Table 5

Roo Hsing Co., Ltd. and Subsidiaries

Significant inter-company transactions between the Company and subsidiaries

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

No. (Note 1)	Transaction party	Counterparty	Type of transactions (Note 2)	Transaction details			
				Financial statement accounts	Amount	Payment terms	% to total sales or total assets (Note 3)
0	Roo Hsing Co., Ltd.	Roo Hsing Garment Co., Ltd.	1	Other receivables	$ 266,155	-	2%
0	Roo Hsing Co., Ltd.	Hung Hsing Garment (Cambodia) Co., Ltd.	1	Prepayment	62,697	-	-
1	RH International Holdings Limited	MF Holding Co., Ltd.	3	Other receivables	832,628	-	6%
2	Hung Hsing Garment (Cambodia) Co., Ltd.	Nagapeace Corporation Limited	3	Accounts payable	313,981	-	2%
2	Hung Hsing Garment (Cambodia) Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	354,618	Agreed based on product types	2%
2	Hung Hsing Garment (Cambodia) Co., Ltd.	Paneffort (Cambodia) Garment Co., Ltd.	3	Accounts payables	106,301	-	1%
3	S.H. United Co., Ltd.	J.D. United Trading Corporation Limited	3	Contract liabilities	75,691	-	1%
3	S.H. United Co., Ltd.	Roo Hsing Garment Manufacturing Co., Ltd.	3	Other payables	66,553	-	1%
4	GDM Enterprise Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	95,763	Agreed based on product types	1%
5	J.D. United Manufacturing Corporation Limited	T & K Garment Industry Co., Ltd.	3	Other receivables	723,649	-	5%
5	J.D. United Manufacturing Corporation Limited	JD United (BVI) Limited	3	Other receivables	508,030	-	4%
5	J.D. United Manufacturing Corporation Limited	Nishiku Manufacturing Corporation Limited	3	Other receivables	78,779	-	1%
6	J.D. United Trading Corporation Limited	South Bay Manufacturing Company Limited	3	Accounts receivable	131,937	-	1%
6	J.D. United Trading Corporation Limited	T & K Garment Industry Co., Ltd.	3	Accounts receivable	14,033,107	-	106%
6	J.D. United Trading Corporation Limited	T & K Garment Industry Co., Ltd.	3	Sales	2,784,982	Agreed based on product types	19%
6	J.D. United Trading Corporation Limited.	J.D. United Manufacturing Corporation Limited	3	Other receivables	392,625	-	3%
6	J.D. United Trading Corporation Limited	JD United (BVI) Limited	3	Other receivables	205,283	-	2%
6	J.D. United Trading Corporation Limited	Tanzania Tooku Garments Co., Ltd.	3	Other receivables	424,677	-	3%
6	J.D. United Trading Corporation Limited	Tanzania Tooku Garments Co., Ltd.	3	Sales	235,936	Agreed based on product types	2%
6	J.D. United Trading Corporation Limited	Nanjing USA, Inc.	3	Accounts receivable	597,987	-	5%
6	J.D. United Trading Corporation Limited	Nanjing USA, Inc.	3	Sales	2,768,146	Agreed based on product types	19%
6	J.D. United Trading Corporation Limited	Changzhou Tooku Garments Co., Ltd.	3	Other receivables	87,508	-	1%
6	J.D. United Trading Corporation Limited	Changzhou Tooku Garments Co., Ltd.	3	Sales	66,522	Agreed based on product types	-
7	T & K Garment Industry Co., Ltd.	Nagapeace Corporation Limited	3	Accounts receivable	26,678,046	-	201%

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No. (Note 1)	Transaction party	Counterparty	Type of transactions (Note 2)	Transaction details			
				Financial statement accounts	Amount	Payment terms	% to total sales or total assets (Note 3)
7	T & K Garment Industry Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	122,970	Agreed based on product types	1%
7	T & K Garment Industry Co., Ltd.	Nagapeace Corporation Limited	3	Sales	4,807,753	Agreed based on product types	32%
7	T & K Garment Industry Co., Ltd.	Tooku Trading Corporation Limited	3	Accounts receivable	59,334	-	-
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	3	Accounts receivable	519,369	-	4%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	3	Sales	287,571	Agreed based on product types	2%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Paneffort (Cambodia) Garment Co., Ltd.	3	Accounts receivable	82,513	-	1%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Nagapeace Corporation Limited	3	Accounts receivable	511,882	-	4%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Nagapeace Corporation Limited	3	Sales	719,629	Agreed based on product types	5%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	3	Sales	1,579,895	Agreed based on product types	11%
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	J.D. United Manufacturing Corporation Limited	3	Accounts receivable	64,010	-	-
8	Changzhou Guangzhou Manchuria Trading Co., Ltd.	J.D. United Trading Corporation Limited	3	Sales	56,687	Agreed based on product types	-
9	Morning Glory Garment Enterprise Co., Ltd.	JD & Toyoshima Co., Ltd.	3	Accounts receivable	129,621	-	1%
9	Morning Glory Garment Enterprise Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	3	Accounts receivable	666,070	-	5%
9	Morning Glory Garment Enterprise Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Accounts receivable	1,076,796	-	8%
9	Morning Glory Garment Enterprise Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	180,467	Agreed based on product types	1%
10	Changzhou Tooku Garments Co., Ltd.	J.D. United Manufacturing Corporation Limited	3	Accounts receivable	284,031	-	2%
10	Changzhou Tooku Garments Co., Ltd.	J.D. United Trading Corporation Limited	3	Sales	2,661,475	Agreed based on product types	18%
10	Changzhou Tooku Garments Co., Ltd.	Paneffort (Cambodia) Garment Co., Ltd.	3	Accounts receivable	232,297	-	2%
10	Changzhou Tooku Garments Co., Ltd.	3Y Universal Company Limited	3	Sales	229,904	Agreed based on product types	2%
10	Changzhou Tooku Garments Co., Ltd.	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	3	Accounts receivable	216,129	-	2%
10	Changzhou Tooku Garments Co., Ltd.	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	3	Sales	179,064	Agreed based on product types	1%
10	Changzhou Tooku Garments Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Accounts receivable	101,136	-	1%
10	Changzhou Tooku Garments Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Sales	1,788,052	Agreed based on product types	12%
10	Changzhou Tooku Garments Co., Ltd.	Nagapeace Corporation Limited	3	Accounts receivable	801,112	-	6%
10	Changzhou Tooku Garments Co., Ltd.	Nagapeace Corporation Limited	3	Sales	349,144	Agreed based on product types	2%
10	Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	3	Accounts receivable	110,722	-	1%

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No. (Note 1)	Transaction party	Counterparty	Type of transactions (Note 2)	Financial statement accounts	Transaction details		% to total sales or total assets (Note 3)
					Amount	Payment terms	
10	Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	3	Sales	199,090	Agreed based on product types	1%
10	Changzhou Tooku Garments Co., Ltd.	Bai Cheng Shi Mei Da Garment Co., Ltd.	3	Accounts receivable	109,360	-	1%
11	Fonternig Garment Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	108,893	Agreed based on product types	1%
12	JD & Toyoshima Co., Ltd.	J.D. United Manufacturing Corporation Limited	3	Accounts receivable	324,081	-	2%
12	JD & Toyoshima Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	402,144	Agreed based on product types	3%
13	Paneffort (Cambodia) Garment Co., Ltd.	J.D. United Manufacturing Corporation Limited	3	Accounts receivable	1,185,665	-	9%
13	Paneffort (Cambodia) Garment Co., Ltd.	J.D. United Trading Corporation Limited	3	Accounts receivable	6,564,499	-	49%
13	Paneffort (Cambodia) Garment Co., Ltd.	T & K Garment Industry Co., Ltd.	3	Accounts receivable	238,516	-	2%
13	Paneffort (Cambodia) Garment Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	3	Accounts receivable	893,109	-	7%
13	Paneffort (Cambodia) Garment Co., Ltd.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Accounts receivable	1,393,486	-	10%
14	Great Union Cambodia Garment Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	96,383	Agreed based on product types	1%
15	Nanjing Xing'ao Trading Co.	Changzhou Tooku Garments Co., Ltd.	3	Accounts receivable	616,646	-	5%
15	Nanjing Xing'ao Trading Co.	Changzhou Tooku Garments Co., Ltd.	3	Sales	969,722	Agreed based on product types	7%
15	Nanjing Xing'ao Trading Co.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Accounts receivable	127,727	-	1%
15	Nanjing Xing'ao Trading Co.	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Sales	150,592	Agreed based on product types	1%
16	Tanzania Tooku Garments Co., Ltd.	Tooku Trading Corporation Limited	3	Other receivables	72,154	-	1%
16	Tanzania Tooku Garments Co., Ltd.	J.D. United Trading Corporation Limited	3	Sales	1,113,546	Agreed based on product types	7%
17	Nagapeace Corporation Limited	J.D. United Trading Corporation Limited	3	Accounts receivable	9,309,208	-	70%
17	Nagapeace Corporation Limited	J.D. United Trading Corporation Limited	3	Sales	7,598,083	Agreed based on product types	51%
17	Nagapeace Corporation Limited	Tooku Trading Corporation Limited	3	Accounts receivable	720,298	-	5%
17	Nagapeace Corporation Limited	GDM Enterprise Co., Ltd.	3	Accounts receivable	698,096	-	5%
17	Nagapeace Corporation Limited	Morning Glory Garment Enterprise Co., Ltd.	3	Accounts receivable	1,030,364	-	8%
17	Nagapeace Corporation Limited	JD & Toyoshima Co., Ltd.	3	Accounts receivable	373,599	-	3%
17	Nagapeace Corporation Limited	Paneffort (Cambodia) Garment Co., Ltd.	3	Accounts receivable	10,108,891	-	76%
17	Nagapeace Corporation Limited	Great Union Cambodia Garment Co., Ltd.	3	Accounts receivable	260,673	-	2%
17	Nagapeace Corporation Limited	Zhen Tai Garment (Cambodia) Co., Ltd.	3	Accounts receivable	731,005	-	6%
17	Nagapeace Corporation Limited	Splendid Chance International Ltd.	3	Accounts receivable	130,289	-	1%
17	Nagapeace Corporation Limited	Changzhou Tooku Garments Co., Ltd.	3	Accounts receivable	2,752,618	-	21%
17	Nagapeace Corporation Limited	Changzhou Guangzhou Manchuria Trading Co., Ltd.	3	Accounts receivable	2,320,930	-	17%
18	Zhen Tai Garment (Cambodia) Co., Ltd.	Nagapeace Corporation Limited	3	Processing revenue	411,008	Agreed based on product types	3%

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No. (Note 1)	Transaction party	Counterparty	Type of transactions (Note 2)	Financial statement accounts	Transaction details		% to total sales or total assets (Note 3)
					Amount	Payment terms	
19	Tooku Holdings Limited	J.D. United Trading Corporation Limited	3	Other receivables	635,372	-	5%
19	Tooku Holdings Limited	Nanjing USA, Inc.	3	Accounts receivable	62,591	-	-
19	Tooku Holdings Limited	Nanjing USA, Inc.	3	Sales	174,986	Agreed based on product types	1%
19	Tooku Holdings Limited	MF Holding Co., Ltd.	3	Accounts receivable	198,741	-	1%
20	Tooku Trading Corporation Limited	J.D. United Trading Corporation Limited	3	Other receivables	874,265	-	7%
21	3Y Universal Company Limited	Changzhou Tooku Garments Co., Ltd.	3	Prepayment	70,788	-	1%
22	Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd.	Changzhou Tooku Garments Co., Ltd.	3	Processing revenue	294,337	Agreed based on product types	2%
23	Nishiku Manufacturing Corporation Limited	South Bay Manufacturing Company Limited	3	Other receivables	75,187	-	1%

Note 1: The intercompany transactions between the companies are identified and numbered as follow for indication:

(1) Parent company: 0

(2) Subsidiaries start from 1 consecutively.

Note2: The relationship between transaction the Company and counterparty is classified into one of the following three categories

(1) The Company to the subsidiary

(2) The subsidiary to the Company

(3) The subsidiary to another subsidiary

Note 3: The percentage of total revenues or total assets is calculated using the total assets at the end of the year when the subject of the transaction is an asset/liability and is calculated by total revenues during the year when the subject of the transaction is a revenue/expense.

Note 4: Transaction between the Company and its subsidiaries were eliminated on consolidation.

Table 6

Roo Hsing Co., Ltd. and Subsidiaries

Names, locations and related information of investee companies (Not including investments in Mainland China)

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2024			Net profit (loss) of the investee for the year ended December 31, 2024 (Note 2(2))	Investment income (loss) recognized for the year ended December 31, 2024 (Note 2(3))	Footnote
				Balance as at December 31, 2024	Balance as at December 31, 2023	Number of shares	Ownership (%)	Book value			
Roo Hsing Co., Ltd.	Roo Hsing Garment Co., Ltd.	Cambodia	Garment processing	$ 622,475	$ 622,475	-	100.00	$ 183,337	($ 23,844)	($ 23,844)	
Roo Hsing Co., Ltd.	Roo Hsing Co. Nicaragua, S.A.	Nicaragua	Garment processing	-	362,950	-	-	-	(8,853)	(8,853)	
Roo Hsing Co., Ltd.	Roo Hsing Garment Co., El Salvador, S.A. DE C.V.	El Salvador	Garment processing	-	600,981	-	-	-	(1,032)	(1,032)	
Roo Hsing Co., Ltd.	Fain Tei Enterprise Company Ltd. (BVI)	British Virgin Islands	Investment holding	491,420	491,420	16,386,943	100.00	(632,710)	(144,998)	(144,998)	
Roo Hsing Co., Ltd.	Tien Yun Tech Storage Co., Ltd.	Taiwan	Real estate development and leasing for funeral service	607,592	607,592	17,290,238	84.11	566,853	3,533	2,972	
Roo Hsing Co., Ltd.	Roo Hsing Garment Manufacturing Co., Ltd.	Myanmar	Garment processing	128,495	128,495	41,216	100.00	(24,977)	(2,609)	(2,609)	
Roo Hsing Co., Ltd.	RH International Holdings Limited	British Virgin Islands	Investment holding	9,168,922	8,891,598	56,096	100.00	3,816,410	270,253	270,253	
RH International Holdings Limited	JD United (Cayman) Limited	Cayman Islands	Investment holding	879,994	719,080	664,231	12.94	386,101	228,363	24,087	Note 4
RH International Holdings Limited	J.D. United (BVI) Limited	British Virgin Islands	Investment holding	7,290,262	7,290,262	1	100.00	2,597,681	162,059	162,059	
Tien Yun Tech Storage Co., Ltd.	Tien Le Shan Business Co., Ltd.	Taiwan	Management consultant	3,200	3,200	320,000	100.00	4	-	-	
Roo Hsing Garment Co., Ltd.	Chen Tai Co., Ltd.	Cambodia	Garment washing	20,312	20,312	-	100.00	(8,778)	59	59	
Fain Tei Enterprise Company Ltd. (BVI)	Hung Hsing Garment (Cambodia) Co., Ltd.	Cambodia	Garment processing	181,805	181,805	-	100.00	(487,691)	(126,576)	(126,576)	

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Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2024			Net profit (loss) of the investee for the year ended December 31, 2024 (Note 2(2))	Investment income (loss) recognized for the year ended December 31, 2024 (Note 2(3))	Footnote
				Balance as at December 31, 2024	Balance as at December 31, 2023	Number of shares (in thousands)	Ownership (%)	Book value			
Fain Tei Enterprise Company Ltd. (BVI)	S.H. United Co., Ltd.	Myanmar	Garment processing	151,302	151,302	41,249	100.00	(125,681)	(18,679)	(18,679)	
JD United (BVI) Limited	JD United (Cayman) Limited	Cayman Islands	Investment holding	4,732,139	4,732,139	4,470,278	87.06	2,597,681	228,363	162,059	Note 4
JD United (Cayman) Limited	J.D. United Manufacturing Corporation Limited	Hong Kong	Investment holding and garment trading	1,155,007	1,081,740	-	100.00	1,358,737	12,073	12,073	
JD United (Cayman) Limited	3Y Holdings Limited	Independent State of Samoa	Investment holding	-	-	-	100.00	-	-	-	
JD United (Cayman) Limited	3Y Universal Company Limited	Hong Kong	Garment processing	235,793	220,836	-	51.00	304,956	7,594	3,873	
JD United (Cayman) Limited	MF Holding Co., Ltd.	Cayman Islands	Investment holding	653,255	492,340	497,338	100.00	474,521	(1,103)	(1,103)	
JD United (Cayman) Limited	Tooku Holdings Limited	British Virgin Islands	Investment holding	208,042	208,042	1,866,140	100.00	993,873	211,314	211,314	
Tooku Holdings Limited	Tooku Trading Corporation Limited	Hong Kong	Garment trading	21,144	19,803	-	100.00	33,993	(76)	(76)	
Tooku Holdings Limited	Rootech Pte. Limited	Singapore	Investment holding	26,320	24,651	-	25.00	11,883	(49,016)	(12,254)	
J.D. United Manufacturing Corporation Limited	J.D. United Trading Corporation Limited	Hong Kong	Garment trading	131	123	-	100.00	(367,400)	398,742	398,742	
J.D. United Manufacturing Corporation Limited	OCT Holding Company Limited	Hong Kong	Investment holding	-	-	-	100.00	(2,148,142)	(73,036)	(73,036)	
J.D. United Manufacturing Corporation Limited	Nishiku Manufacturing Corporation Limited	Hong Kong	Investment holding	-	-	-	100.00	(257,851)	28	28	
J.D. United Manufacturing Corporation Limited	J.M. Bag & Case Manufacturing Corporation Limited	Hong Kong	Investment holding and Bag & Case trading	16,395	15,355	-	100.00	(27,303)	(436)	(436)	
J.D. United Manufacturing Corporation Limited	GDM Enterprise Co., Ltd.	Cambodia	Garment processing	32,790	30,710	-	100.00	(274,036)	(8,514)	(8,514)	
J.D. United Manufacturing Corporation Limited	Nishiku Enterprise Co., Ltd.	Cambodia	Garment processing	-	-	-	100.00	-	-	-	

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Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount: Balance as at December 31, 2024	Initial investment amount: Balance as at December 31, 2023	Shares held as at December 31, 2024: Number of shares (in thousands)	Shares held as at December 31, 2024: Ownership (%)	Shares held as at December 31, 2024: Book value	Net profit (loss) of the investee for the year ended December 31, 2024 (Note 2(2))	Investment income (loss) recognized for the year ended December 31, 2024 (Note 2(3))	Footnote
J.D. United Manufacturing Corporation Limited	Morning Glory Garment Enterprise Co., Ltd.	Cambodia	Garment processing	-	-	-	100.00	1,008,708	(9,585)	(9,585)	
J.D. United Manufacturing Corporation Limited	JD & Toyoshima Co., Ltd.	Cambodia	Garment processing	83,615	78,311	-	100.00	219,989	(14,069)	(14,069)	
J.D. United Manufacturing Corporation Limited	Gowin Success Limited	British Virgin Islands	Investment holding	-	-	-	100.00	2,800,247	(130,811)	(130,811)	
J.D. United Manufacturing Corporation Limited	Paneffort (Cambodia) Garment Co., Ltd.	Cambodia	Garment processing	44,922	42,073	-	100.00	360,233	(38,203)	(38,203)	
J.D. United Manufacturing Corporation Limited	Fonternig Garment Co., Ltd.	Cambodia	Garment processing	-	-	-	100.00	(27,594)	(22,106)	(22,106)	
J.D. United Manufacturing Corporation Limited	Paneffort LLC	US	General business	12,788	11,977	-	39.00	-	-	-	
OCT Holding Company Limited	GDM Trading Company Limited	Hong Kong	Investment holding	32,790	30,710	-	100.00	(2,148,142)	(73,036)	(73,036)	
Nishiku Manufacturing Corporation Limited	South bay Manufacturing Co., Ltd.	Myanmar	Garment processing	2,459	2,303	-	100.00	(254,438)	-	-	
J.M. Bag & Case Manufacturing Corporation Limited	J.M. Bag & Case (Cambodia) Co., Ltd.	Cambodia	Bag & Case processing	4,591	4,299	-	100.00	(33,353)	-	-	
Gowin Success Limited	JD United Manufacturing Pte. Limited (Singapore)	Singapore	Investment holding	-	-	-	100.00	680,313	(20,565)	(20,565)	
Gowin Success Limited	Suntex Textile Trading Corporation Limited	Hong Kong	Textile trading	-	-	-	100.00	(688)	(47)	(47)	
Gowin Success Limited	True Power Garment Corporation Ltd.	Cambodia	Garment processing	-	-	-	100.00	(75,719)	(5,727)	(5,727)	
Gowin Success Limited	Gowin Garments Corporation Limited	Hong Kong	Investment holding	-	-	-	100.00	2,196,341	(104,472)	(104,472)	
JD United Manufacturing Pte. Limited (Singapore)	Zhen Tai Garment (Cambodia) Co., Ltd.	Cambodia	Garment processing	32,790	30,710	-	100.00	(263,880)	(3,444)	(3,444)	
JD United Manufacturing Pte. Limited (Singapore)	T&K Garment Industry Co., Ltd.	Cambodia	Garment processing	28,749	26,925	-	100.00	1,086,246	(8,975)	(8,975)	

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Investor	Investee (Note 1 and 2)	Location	Main business activities	Initial investment amount		Shares held as at December 31, 2024			Net profit (loss) of the investee for the year ended December 31, 2024 (Note 2(2))	Investment income (loss) recognized for the year ended December 31, 2024 (Note 2(3))	Footnote
				Balance as at December 31, 2024	Balance as at December 31, 2023	Number of shares (in thousands)	Ownership (%)	Book value			
JD United Manufacturing Pte. Limited (Singapore)	Splendid Chance International Ltd.	Cambodia	Garment processing	16,395	15,355	-	100.00	(63,284)	(4,031)	(4,031)	
JD United Manufacturing Pte. Limited (Singapore)	Great Union Cambodia Garment Co., Ltd.	Cambodia	Garment processing	22,297	20,883	-	100.00	(35,807)	(3,727)	(3,727)	
Gowin Garments Corporation Limited	Nagapeace Corporation Limited	Cambodia	Garment processing	-	-	-	100.00	2,196,341	(104,472)	(104,472)	
Changzhou Tooku Garments Co., Ltd.	Tanzania Tooku Garments Co., Ltd.	Tanzania	Garment processing	403,520	377,923	-	99.97	(577,242)	1,419	1,418	
Changzhou Tooku Garments Co., Ltd.	Aitana Garments Limited (Tanzania)	Tanzania	Garment processing	-	-	-	89.98	-	-	-	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Aitana Garments Limited (Tanzania)	Tanzania	Garment processing	-	-	-	10.00	-	-	-	
J.D. United Trading Corporation Limited	Century Hsing Investment Co., Ltd.	Myanmar	Investment holding	32,888	30,802	-	100.00	98	(32,000)	(32,000)	
J.D. United Trading Corporation Limited	JDU Tokyo Trading Co., Ltd.	Japan	International trading	922	863	-	100.00	9	(1)	(1)	
3Y Universal Company Limited	3Y Corporation Limited	Japan	Trading	3	3	-	100.00	(100)	(21)	(21)	
MF Holding Co., Ltd.	Faith In Blue (USA) Corporation	US	Investment holding	1,885,142	1,724,228	5,301,802	100.00	1,516,503	57,035	57,035	
Faith In Blue (USA) Corporation	Nanjing USA, Inc.	US	Fashion garment wholesaler and distributor	2,022,993	1,738,143	111	100.00	1,648,373	175,906	57,019	Note 4
Nanjing USA, Inc.	ADNY Apparel, Inc.	US	Fashion garment wholesaler and distributor	-	-	-	100.00	(5,413)	(1,058)	(1,058)	

Note 1: If the overseas holding company established by listed companies prepares consolidated financial statements under local regulations, information about the overseas investees can be disclosed only to the extent of the overseas holding company.

Note 2: If not qualified for the situation stated in Note 1, the above table should be made under rules as follows:

(1) Information about the Company's investments should be filled in the "Investee", "Location", "Main business", "Initial investment" and "Shares held as at December 31, 2024" columns. The relationship between the investee and the Company should be filled in the "Footnote" column.

(2) The net income for the year of each investee should be filled in the column of "Net profit (loss) of the investee for the year ended December 31, 2024 ".

(3) Only the investment income (loss) of subsidiaries or investees accounted for using the equity method recognized by the Company should be filled in the "Investment income (loss) recognized for the year ended December 31, 2024" column. The investment income (loss) recognized should include investment income (loss) recognized by the investee.

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Note 3: The investment amounts of Roo Hsing Co., Ltd in subsidiaries of J.D. United (BVI) Limited and Tooku Holdings Limited were acquired with the same investment amounts as previous investors.

Note 4: (1) Investment income (loss) of Investee Company J.D. United (Cayman) Limited recognized by Roo Hsing Co., Ltd. is illustrated as follows:

Net income after tax from January to December	$ 228,363
Adjustment for difference between the related fair value of acquisition consideration allocation and net assets acquired	(42,217)
Investment income recognized	$ 186,146

(2) Investment income (loss) of Investee Company ADNY Group Inc. and Nanjing USA, Inc. recognized by Faith In Blue (USA) Corporationare illustrated as follows:

Net income after tax from January to December -Nanjing USA, Inc.	$ 144,076
Adjustment for difference between the related fair value of acquisition consideration allocation and net assets acquired	(87,057)
Investment income recognized	$ 57,019

Note 5: Transactions between the Company and its subsidiaries were eliminated on consolidation.

Table 7

Roo Hsing Co., Ltd. and Subsidiaries

Information on investments in Mainland China

For the year ended December 31, 2024

(Expressed in thousands of New Taiwan dollars)

Investee company in Mainland China	Main businesses and products	Paid-in capital	Method of investments	Accumulated outward remittance for investment from Taiwan as of January 1, 2024	Remittance of funds		Accumulated outward remittance for investment from Taiwan as of December 31, 2024	Net income (loss) of the investee	% Ownership of direct or indirect investment	Investment gain (loss)	Carrying amount as of December 31, 2024	Accumulated repatriation of investment income as of December 31, 2024	Note
					Outward	Inward							
Roo Hsing Shanghai Import & Export Co., Ltd.	Garment trading	$ 117,976 (USD3,900 thousand)	Cash (Note 1)	$ 117,976 (USD 3,900 thousand)	$ -	$ -	$ 117,976 (USD 3,900 thousand)	($ 729)	100%	($ 729)	($ 35,434)	$ -	
Changzhou Tooku Garments Co., Ltd.	Garment manufacturing and processing	907,808 (USD 30,000 thousand)	Cash (Note 4)	-	-	-	-	(73,036)	100%	(73,036)	(1,283,560)	-	
Bai Cheng Shi Mei Da Garment Co., Ltd.	Garment manufacturing and processing	67,932 (CNY 14,930 thousand)	Cash (Note 3)	-	-	-	-	(1,583)	100%	(1,583)	(111,302)	-	
Changzhou Guangzhou Manchuria Trading Co., Ltd.	Textile trading	453,900 (USD 15,000 thousand)	Cash (Note 2)	-	-	-	-	(15,858)	100%	(15,858)	520,071	-	
Chongqing Municipality Youyang Country Tooku Dec Manufacturing Co., Ltd	Garment manufacturing and processing	60,520 (USD2,000 thousand)	Cash (Note 2)	-	-	-	-	(8,591)	100%	(8,591)	(230,162)	-	
Tooku Jan Garments Co., Ltd.	Garment manufacturing and processing	30,260 (USD 1,000 thousand)	Cash (Note 2)	-	-	-	-	-	100%	-	7,012	-	
Henan Gowin Garment Corporation Limited	Garment manufacturing and processing	9,291 (USD 336 thousand)	Cash (Note 3)	-	-	-	-	(1,381)	100%	(1,381)	3,237	-	
Jiansu Xiu Jia Yu Yang Real Estate Development Limited	Real estate Development	(Note 6)	Cash (Note 3)	-	-	-	-	(1)	50.20%	(1)	(996)	-	
Nanjing Xingao Trading Co., Ltd.	International trading	21,767 (CNY 5,000 thousand)	Cash (Note 3)	-	-	-	-	15,097	100%	15,097	(28,766)	-	
Chongqing Runyang Clothing Co., Ltd.	Garment processing	(Note 10)	Cash (Note 2)	-	-	-	-	-	-	-	-	-	

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Accumulated outward remittance for investment in Mainland China as of December 31, 2023	Investment amount authorized by Investment Commission, Ministry of Economic Affairs	Upper limit on the amount of investment stipulated by Investment Commission, Ministry of Economic Affairs
$117,976（USD 3,900 thousand）	$3,935,817（USD 129,554 thousand）(Note 9)	$2,453,075 (Note 8)

Note 1: Indirect investment in Mainland China through Fain Tei Enterprise Company Ltd. (BVI) registered in a third region.

Note 2: Indirect investment in Mainland China through J.D. United Manufacturing Corporation Limited registered in a third region.

Note 3: Indirect investment in Mainland China through Changzhou Tooku Garments Co., Ltd. registered in a third region.

Note 4: Indirect investment in Mainland China through GDM Trading Company Limited registered in a third region.

Note 5: The investment amounts of Roo Hsing Co., Ltd in subsidiaries of J.D. United (BVI) Limited and Tooku Holdings Limited were acquired with the same investment amounts as previous investors.

Note 6: As of December 31, 2024, has been established but the capital that not yet injected

Note 7: Transaction between the Company and its subsidiaries were eliminated on consolidation.

Note 8: For enterprises other than small and medium-sized enterprises, the limit is 60% of the net worth or consolidated net worth, whichever is higher.

Note 9: Includes USD125,654 thousand was the indirect investment in Mainland China through investment in JD United (BVI) Limited

Note 10: Chongqing Runyang Clothing Co., Ltd. completed cancellation on August 5, 2024 and obtained the cancellation registration document approved by the local government.

Table 8

Roo Hsing Co., Ltd. and Subsidiaries

Information of major shareholders

For the year ended December 31, 2024

(Expressed in thousands of shares)

No.	Name of major shareholder	Number of shares held	Percentage of shareholding (%)
1	CTBC Bank Co., Ltd. is entrusted with the custody of JDU Opportunities Co., Ltd.	98,958,000	10.33
2	HNY investment Co., Ltd.	91,793,221	9.58
3	National Development Fund, Executive Yuan	80,000,000	8.35
4	Farglory Life Insurance Inc.	75,815,004	7.91

14. Segment information

For management purposes, the Group is organized into business units based on their products and services and has three reportable operating segments as follows:

(1) Production and sales department: the department manufactures and trades clothing.

(2) Lease department: the department leases real estate.

(3) Trade marketing department: the department is responsible for the sales of wholesale and distribution and retail.

No operating segments have been aggregated to from the above reportable operating segments.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss and is measured based on accounting policies consistent with those in the consolidated financial statements. However, income taxes are managed on a group basis and are not allocated to operating segments.

Transfer pricing between operating segment are on an arm's length basis in a manner similar to transactions with third parties.

(1) The following table presents segment profit and loss of the Group' operating segments:

	For the year ended December 31, 2024					
	Production and sales department	Lease department	Trade marketing department	Subtotal	Adjustment and elimination	Consolidated
Revenue						
External customer	$ 10,295,582	$ 4,725	$ 4,588,813	$ 14,889,120	$ -	$ 14,889,120
Inter-segment	390,971	73,398	-	464,369	(464,369)	-
Total revenue	$ 10,686,553	$ 78,123	$ 4,588,813	$ 15,353,489	($ 464,369)	$ 14,889,120
Segment (loss) profit	$ 246,459	$ 3,533	$ 214,104	$ 464,096	($ 330,137)	$ 133,959

	For the year ended December 31, 2022					
	Production and sales department	Lease department	Trade marketing department	Subtotal	Adjustment and elimination	Consolidated
Revenue						
External customer	$ 8,772,787	$ 4,946	$ 4,739,683	$ 13,517,416	$ -	$ 13,517,416
Inter-segment	466,366	-	-	466,366	(466,366)	-
Total revenue	$ 9,239,153	$ 4,946	$ 4,739,683	$ 13,983,782	($ 466,366)	$ 13,517,416
Segment (loss) profit	($ 1,398,090)	$ 2,398	($ 30,905)	($ 1,426,597)	$ 862,336	($ 546,261)

Inter-segment revenue are eliminated on consolidation and recorded under the "adjustment and elimination" column, all other adjustments and eliminations are disclosed below.

(2) *Decision makers of the Group do not make decisions based on segment assets, so segment assets are not disclosed.*

(3) *Geographical information*

Revenue from external customers

	For the year ended December 31	
	2024	2023
America	$ 11,946,701	$ 10,934,096
Europe	-	8,501
Asia	2,942,419	2,574,819
Total	$ 14,889,120	$ 13,517,416

The revenue information above is based on the location of the customer.

Non-current assets

	December 31	
	2024	2023
America	$ 1,209,683	$ 1,250,316
China	2,731,644	2,715,930
Taiwan	972,223	1,004,667
Cambodia	120,425	124,664
Myanmar	37,015	38,309
Total	$ 5,070,990	$ 5,133,886

Non-current assets do not include financial instruments and deferred tax assets.

(4) *Information about major customer*

The revenue from a single customer reaches more than 10% of the total revenue of the Group is as follows:

	For the year ended December 31	
	2024	2023
Customer A	$ 3,885,329	$ 3,643,375
Customer C	2,830,050	2,026,726
Customer D	2,094,929	1,742,239
Customer F	4,566,621	4,263,709