AND SUBSIDIARIES CONSOLIDATED FINANCIAL STATEMENTS WITH REPORT OF INDEPENDENT AUDITORS FOR THE NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2022 AND 2021

Address: No. 238, Bo-ai 4th Rd., Zuoying Dist., Kaohsiung City, Taiwan (R.O.C.)

Telephone: 886-7-348-8000

The reader is advised that these consolidated financial statements have been prepared originally in Chinese. In the event of a conflict between these financial statements and the original Chinese version or difference in interpretation between the two versions, the Chinese language financial statements shall prevail.



安永聯合會計師事務所

80052 高雄市中正三路2號17樓 17F, No. 2, Zhongzheng 3rd Road Kaohsiung City, Taiwan, R.O.C. Tel: 886 7 238 0011 Fax: 886 7 237 0198 www.ey.com/taiwan

Review Report of Independent Auditors

To Power Wind Health Industry Incorporated

Introduction

We have reviewed the accompanying consolidated balance sheets of Power Wind Health Industry Incorporated (collectively, the "Company") and its subsidiaries as of September 30, 2022 and 2021, and the related consolidated statements of comprehensive income for the three-month and nine-month periods ended September 30, 2022 and 2021, changes in equity and cash flows for the nine-month periods ended September 30, 2022 and 2021, and notes to the consolidated financial statements, including the summary of significant accounting policies (collectively "the consolidated financial statements"). Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Accounting Standard 34, "Interim Financial Reporting" as endorsed and became effective by the Financial Supervisory Commission of the Republic of China. Our responsibility is to express a conclusion on these consolidated financial statements based on our reviews.

Scope of Review

We conducted our reviews in accordance with Statement of Auditing Standards No. 65, "Review of Financial Information Performed by the Independent Auditor of the Entity" of the Republic of China. A review of consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with auditing standards generally accepted in the Republic of China and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



Conclusion

Based on our reviews, nothing has come to our attention that causes us to believe that the accompanying consolidated financial statements do not present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of September 30, 2022 and 2021, and its consolidated financial performance for the three-month and nine-month periods ended September 30, 2022 and 2021, and its consolidated cash flows for the nine-month periods ended September 30, 2022 and 2021, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Accounting Standard 34, "Interim Financial Reporting" as endorsed and became effective by the Financial Supervisory Commission of the Republic of China.

/s/ Lee, Fang-Wen

/s/ Hung, Kuo-Sen

Ernst & Young, Taiwan

November 10, 2022

Notice to Readers

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

 $September~30, 2022, December~31, 2021~and~September~30, 2021~(September~30, 2022~and~2021~are~unaudited)\\ (Expressed~in~Thousands~of~New~Taiwan~Dollars)$

Assets	Notes	September 30, 2022	%	December 31, 2021	%	September 30, 2021	%
Current assets							
Cash and cash equivalents	4,6(1)	\$776,701	9	\$790,408	10	\$674,591	9
Notes receivable, net	4	-	-	245	-	-	-
Accounts receivable, net	4,6(2)	21,396	-	18,272	-	13,569	-
Inventories	4	10,296	-	14,242	-	14,037	-
Prepayments		20,299	-	12,515	-	18,668	-
Other financial assets, current	4,6(3),8	360,904	4	331,257	4	317,154	4
Other current assets	4,7	75,795	1	48,190	1	17,553	-
Total current assets		1,265,391	14	1,215,129	15	1,055,572	13
Non-current assets							
Financial assets at fair value through other comprehensive income, non-current	4,6(4)	25,962	-	25,962	-	25,962	-
Property, plant and equipment	4,6(5),8	3,048,314	36	3,103,845	38	2,951,443	38
Right-of-use assets	4,6(17),7	4,278,457	49	3,616,283	44	3,713,502	47
Intangible assets	4,6(6)	30,687	_	30,157	-	20,675	_
Deferred tax assets	4,6(21)	38,670	_	57,916	1	12,195	_
Other non-current assets	4,6(7),7	129,061	1	122,608	2	120,891	2
	4,0(7),7		86		85	6,844,668	87
Total non-current assets		7,551,151		6,956,771		0,844,008	
Total Assets		\$8,816,542	100	\$8,171,900	100	\$7,900,240	100
	1						

English Translation of Consolidated Financial Statements Originally Issued in Chinese POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

September 30, 2022, December 31, 2021 and September 30, 2021 (September 30, 2022 and 2021 are unaudited) (Expressed in Thousands of New Taiwan Dollars)

Liabilities and Equity	Notes	September 30, 2022	%	December 31, 2021	%	September 30, 2021	%
Current liabilities							
Contract liabilities	4,6(16)	\$733,814	8	\$611,762	8	\$570,771	7
Notes payable		2,514	-	999	-	1,508	-
Notes payable - related parties	7	437	-	425	_	424	_
Accounts payable		3,345	-	559	_	1,486	-
Payables on equipment		30,677	-	68,347	1	126,406	2
Other payables	6(8)	269,304	3	298,729	4	251,127	3
Other payables - related parties	7	649	-	369	_	5,633	-
Current tax liabilities	4,6(21)	90	-	39,243	-	39,244	_
Lease liabilities, current	4,6(17)	496,126	6	446,568	5	436,185	6
Lease liabilities, current - related parties	4,6(17),7	7,471	-	35,697	-	38,814	_
Current portion of long-term liabilities	4,6(11),8	115,039	1	111,836	1	69,701	1
Other current liabilities	4,0(11),0		-				1
		2,810		3,338	-	2,294	
Total current liabilities		1,662,276	18	1,617,872	19	1,543,593	19
Non-current liabilities							
Financial liabilities at fair value through profit or loss, non-current	4,6(9)	5,467	_	2,463	_	2,268	_
Bonds payable	4,6(10)	382,006	4	377,230	5	375,652	5
Long-term loans	4,6(11),8	1,055,597	12	1,130,675	14	962,887	12
Provisions, non-current	4,6(13)	66,121	1	56,937	1-7	53,658	1
Lease liabilities	4,6(17)	4,004,678	46	3,320,304	41	3,407,190	43
Lease liabilities - related parties	4,6(17),7	4,004,076	-	642	-	7,012	
Other non-current liabilities	4,0(17),7	880	-	880		460	-
			63		60		61
Total non-current liabilities Total liabilities		5,514,749	81	4,889,131	79	4,809,127 6,352,720	80
Total nabinues		7,177,025	- 81	6,507,003	- 19	0,332,720	
Equity attributable to the parent company	4,6(14&15)						
Share capital							
Common stock		774,518	9	774,703	10	774,045	10
Certificate of entitlement to new shares from convertible bonds		-	-	-	-	688	-
Share capital awaiting retirement		(35)		(150)	-	(150)	
Total share capital		774,483	9	774,553	10	774,583	10
Capital surplus		696,361	8	796,465	10	796,450	10
Retained earnings							
Legal reserve		88,189	1	214,637	3	214,637	3
Special reserve		13,623	-	29,364	-	29,364	-
Unappropriated earnings(Accumulated losses)		69,304	1	(142,189)	(2)	(255,520)	(3)
Total retained earnings		171,116	2	101,812	1	(11,519)	-
Other components of equity		(9,537)	-	(13,623)	-	(16,320)	-
Treasury shares		(2,801)	-	(2,801)	-	(2,801)	-
Total equity attributable to the parent company		1,629,622	19	1,656,406	21	1,540,393	20
Non-controlling interests		9,895	-	8,491	-	7,127	-
Total equity		1,639,517	19	1,664,897	21	1,547,520	20
Total liabilities and equity		\$8,816,542	100	\$8,171,900	100	\$7,900,240	100

English Translation of Consolidated Financial Statements Originally Issued in Chinese

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the three-month and nine-month periods ended September 30, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings per Share)

Accounting	Notes	For the three-month periods ended September 30		For the nine-month periods ended September 30					
Accounting	11000	2022	%	2021	%	2022	%	2021	%
Operating revenues	4,6(16)	\$919,548	100	\$339,073	100	\$2,659,429	100	\$1,729,470	100
Operating costs	4,6(12&15&17&18),7	(726,949)	(79)	(497,688)	(147)	(2,029,738)	(76)	(1,629,279)	(94)
Gross profit (loss)		192,599	21	(158,615)	(47)	629,691	24	100,191	6
Operating expenses	4,6(12&15&17&18),7								1
Sales and marketing expenses		(15,987)	(2)	(7,023)	(2)	(45,931)	(2)	(27,960)	(2)
General and administrative expenses		(154,918)	(17)	(112,093)	(33)	(448,307)	(17)	(343,215)	(20)
Subtotal		(170,905)	(19)	(119,116)	(35)	(494,238)	(19)	(371,175)	(22)
Operating income (loss)		21,694	2	(277,731)	(82)	135,453	5	(270,984)	(16)
Non-operating income and expenses	4,6(19),7								
Interest income		226	-	224	-	866	-	867	-
Other income		8,556	1	42,020	12	26,003	1	71,886	4
Other gains and losses		(2,932)	-	(4,569)	(1)	(5,056)	-	(5,282)	-
Finance costs		(23,466)	(3)	(19,984)	(6)	(67,222)	(3)	(56,818)	(3)
Subtotal		(17,616)	(2)	17,691	5	(45,409)	(2)	10,653	1
Income (loss) from continuing operations before income tax		4,078		(260,040)	(77)	90,044	3	(260,331)	(15)
Income tax (expense) income	4,6(21)	(1,643)	-	612	-	(19,336)	(1)	2,445	-
Profit (loss) from continuing operations		2,435	-	(259,428)	(77)	70,708	2	(257,886)	(15)
Net income (loss)		2,435		(259,428)	(77)	70,708	2	(257,886)	(15)
Total comprehensive income		\$2,435		\$(259,428)	(77)	\$70,708	2	\$(257,886)	(15)
Net income (loss) attributable to:									
Stockholders of the parent		\$2,164	-	\$(256,311)	(76)	\$69,304	2	\$(255,520)	(15)
Non-controlling interests		271		(3,117)	(1)	1,404		(2,366)	
		\$2,435		\$(259,428)	(77)	\$70,708	2	\$(257,886)	(15)
Comprehensive income attributable to:						-			
Stockholders of the parent		\$2,164	=	\$(256,311)	(76)	\$69,304	2	\$(255,520)	(15)
Non-controlling interests		271	-	(3,117)	(1)	1,404	-	(2,366)	-
		\$2,435	-	\$(259,428)	(77)	\$70,708	2	\$(257,886)	(15)
Earnings (loss) per share (NTD)	6(22)								
Earnings per share - Basic		\$0.03		\$(3.44)		\$0.93		\$(3.43)	
Earnings per share - Diluted		\$0.02		\$(3.44)		\$0.90		\$(3.43)	
						· · · · · · · · · · · · · · · · · · ·			

English Translation of Consolidated Financial Statements Originally Issued in Chinese POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY For the nine-month periods ended September 30, 2022 and 2021 (Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to the parent company												
						Retained earning	3	Other compone	ents of equity				
Accounting	Common stock	Certificate of entitlement to new shares from convertible bonds	Share capital awaiting retirement	Capital surplus	Legal reserve	Special reserve	(Accumulated losses) Unappropriated earnings	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Unearned rewards for employees	Treasury shares	Total	Non- controlling interests	Total equity
Balance as of January 1, 2021	\$737,343	\$-	\$(138)	\$775,971	\$174,623	\$64,682	\$400,135	\$(7,583)	\$(21,781)	\$-	\$2,123,252	\$16,320	\$2,139,572
Appropriation and distribution of 2020 retained earnings:													
Legal reserve	-	-	-	-	40,014	-	(40,014)	-	-	-	-	-	-
Cash dividends	-	-	-	-	-	-	(358,579)	-	-	-	(358,579)	-	(358,579)
Stock dividends	36,860	-	-	-	-	-	(36,860)	-	-	-	-	-	-
Reversal of special reserve	-	-	-	-	-	(35,318)	35,318	-	-	-	-	-	-
Other changes in capital surplus													
Due to recognition of equity component of convertible bonds issued	-	-	-	11,551	-	-	-	-	-	-	11,551	-	11,551
Net (loss) for the nine-month period ended September 30, 2021	-						(255,520)	_			(255,520)	(2,366)	(257,886)
Total comprehensive (loss)	-	-	-	-	-	-	(255,520)	-	-	-	(255,520)	(2,366)	(257,886)
Convertible bonds conversion	-	688	-	9,183	-	-	-	-	-	-	9,871	-	9,871
Purchase of treasury shares	-	-	-	-	-	-	-	-	-	(2,801)	(2,801)	-	(2,801)
Share-based payment transaction	(158)	-	(12)	(255)	-	-	-	-	13,044	-	12,619	-	12,619
Change in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(6,827)	(6,827)
Balance as of September 30, 2021	\$774,045	\$688	\$(150)	\$796,450	\$214,637	\$29,364	\$(255,520)	\$(7,583)	\$(8,737)	\$(2,801)	\$1,540,393	\$7,127	\$1,547,520
Balance as of January 1, 2022	\$774,703	\$-	\$(150)	\$796,465	\$214,637	\$29,364	\$(142,189)	\$(7,583)	\$(6,040)	\$(2,801)	\$1,656,406	\$8,491	\$1,664,897
Appropriation and distribution of 2021 retained earnings:													
Legal reserve used to offset losses	-	-	-	-	(126,448)	-	126,448	-	-	-	-	-	-
Reversal of special reserve	-	-	-	-	-	(15,741)	15,741	-	-	-	-	-	-
Other changes in capital surplus													
Cash Dividends of capital surplus	-	-	-	(100,000)	-	-	-	-	-	-	(100,000)	-	(100,000)
Other changes in capital surplus	-	-	-	1	-	-	-	-	-	-	1	-	1
Net income for the nine-month period ended September 30, 2022							69,304				69,304	1,404	70,708
Total comprehensive income		-		-			69,304	-	-		69,304	1,404	70,708
Share-based payment transaction	(185)	-	115	(105)	-	-	-	-	4,086	-	3,911	-	3,911
Balance as of September 30, 2022	\$774,518	\$ -	\$(35)	\$696,361	\$88,189	\$13,623	\$69,304	\$(7,583)	\$(1,954)	\$(2,801)	\$1,629,622	\$9,895	\$1,639,517
<u> </u>													-

English Translation of Consolidated Financial Statements Originally Issued in Chinese POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

For the nine-month periods ended September 30, 2022 and 2021

(Expressed in Thousands of New Taiwan Dollars)

	For the nine-month periods of	ended September 30
Accounting	2022	2021
Cash flows from operating activities:	2022	2021
Net income (loss) before tax	\$90,044	(\$260,331)
Adjustments to reconcile net income before tax to		
net cash provided by operating activities:		
Depreciation	740,652	679,354
Amortization	4,999	909
Net loss (gain) on financial assets and liabilities at fair value through profit or loss	3,004	(282)
Interest expense	67,222	56,818
Interest income	(866)	(867)
Compensation costs of share-based payment transaction	4,086	13,044
(Gain) on disposal and abandonment of property, plant and equipment	(26)	(69)
Property, plant and equipment transferred to expenses	-	6
Others	(1,546)	(11,773)
Changes in operating assets and liabilities:		
Decrease in notes receivable	245	-
(Increase) in accounts receivable	(3,124)	(5,355)
(Increase) in inventories	3,946	(7,726)
(Increase) in prepayments	(7,784)	(4,813)
(Increase) in other current assets	(27,577)	(2,841)
(Increase) in other financial assets	(29,647)	(22,846)
Increase in contract liabilities	122,052	71,238
Increase in notes payable	1,515	1,108
Increase in notes payable - related parties	12	5
Increase in accounts payable	2,786	619
(Decrease) in other payables	(29,425)	(58,364)
Increase in other payables - related parties	280	92
(Decrease) in other current liabilities	(528)	(273)
Cash generated from operations	940,320	447,653
Interest received	866	867
Income tax paid	(39,271)	(36)
Net cash provided by operating activities	901,915	448,484
Cash flows from investing activities:		
Proceeds from disposal of financial assets at fair value through other comprehensive income	-	-
Acquisition of property, plant and equipment	(348,546)	(389,637)
Proceeds from disposal of property, plant and equipment	26	132
Acquisition of intangible assets	(5,529)	(4,023)
Increase in other non-current assets	(6,453)	(9,513)
Net cash (used in) investing activities	(360,502)	(403,041)
Cash flows from financing activities:		
Proceeds from bonds issued	-	400,000
Proceeds from long-term loans	62,200	490,970
Repayments of long-term loans	(134,075)	(248,603)
Cash payments for the principal portion of lease liabilities	(372,597)	(303,142)
Cash dividends	(99,999)	(358,579)
Payments to acquire treasury shares	-	(2,801)
Interest paid	(10,474)	(6,714)
Others	(175)	(425)
Net cash (used in) financing activities	(555,120)	(29,294)
	(13,707)	16,149
Net (decrease) increase in cash and cash equivalents		
Net (decrease) increase in cash and cash equivalents Cash and cash equivalents at beginning of period	790,408	658,442

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

For the Nine-Month Periods Ended September 30, 2022 and 2021 (Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

1. HISTORY OF ORGANIZATION

POWER WIND HEALTH INDUSTRY INCORPORATED ("the Company") was incorporated in Republic of China (R.O.C.) on October 4, 2005. The main activities are the business of membership-based fitness center chains, recreational sports venues and other sports services. The Company's common shares were publicly listed on the Taipei Exchange (TPEx) on March 10, 2016 and started to list on the Taiwan Stock Exchange Corporation (TWSE) on March 15, 2019. The Company's registered office and the main administration departments are at No.238, Bo-ai 4th Rd., Zuoying Dist., Kaohsiung City, Taiwan (R.O.C.).

2. <u>DATE AND PROCEDURES OF AUTHORIZATION OF FINANCIAL STATEMENTS FOR ISSUE</u>

The consolidated financial statements of the Company and subsidiaries ("the Group") for the ninemonth periods ended September 30, 2022 and 2021 were authorized for issue by the Board of Directors on November 10, 2022.

3. NEWLY ISSUED OR REVISED STANDARDS AND INTERPRETATIONS

(1) Changes in accounting policies resulting from applying for the first time certain standards

The Group applied International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), and Interpretations issued, revised or amended which are recognized by the Financial Supervisory Commission (FSC) and became effective for annual periods beginning on or after January 1, 2022. The nature and the impact of each new standard and amendment have no material effect on the Group.

(2) Standards or Interpretations issued, revised or amended, by the International Accounting Standards Board (IASB) which are endorsed by the FSC, but not yet adopted by the Group as at the date of issuance of the Group's financial statements are listed below.

Items	New, Revised or Amended Standards and Interpretations	Effective Date
	New, Revised of Amended Standards and Interpretations	issued by the IASB
a	Disclosure Initiative - Accounting Policies (Amendments to IAS 1)	January 1, 2023
b	Definition of Accounting Estimates (Amendments to IAS 8)	January 1, 2023
c	Deferred Tax related to Assets and Liabilities arising from a Single	January 1, 2023
	Transaction (Amendments to IAS 12)	

A. Disclosure Initiative - Accounting Policies (Amendments to IAS 1)

The amendments improve accounting policy disclosures to provide more useful information to investors and other primary users of the financial statements.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

B. Definition of Accounting Estimates (Amendments to IAS 8)

The amendments introduce the definition of accounting estimates and include other amendments to *IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"* to help companies distinguish changes in accounting estimates from changes in accounting policies.

C. Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)

The amendments narrow the scope of the recognition exemption in paragraphs 15 and 24 of *IAS 12 "Income Taxes"* so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

The abovementioned new, revised, and amended standards and interpretations were issued by the IASB and endorsed by the FSC so that they are applicable for annual periods beginning on or after January 1, 2023. As the Group is currently determining the potential impact of the standards and interpretations, all other standards and interpretations have no material impact on the Group.

(3) Standards or interpretations issued, revised or amended, by the IASB which are not endorsed by the FSC, but not yet adopted by the Group as at the date of issuance of the Group's financial statements are listed below.

Items	New, Revised or Amended Standards and Interpretations	Effective Date issued by the IASB
a	IFRS 10 "Consolidated Financial Statements" and amendments to IAS 28	To be determined
	"Investments in Associates and Joint Ventures" - Sale or Contribution of Assets	by the IASB
	between an Investor and its Associates or Joint Ventures	
b	IFRS 17 "Insurance Contracts"	January 1, 2023
С	Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	January 1, 2023
d	Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)	January 1, 2024
e	Non-current Liabilities with Covenants (Amendments to IAS 1)	January 1, 2024

A. IFRS 10 "Consolidated Financial Statements" and amendments to IAS 28 "Investments in Associates and Joint Ventures" - Sale or Contribution of Assets between an Investor and its Associates or Joint Ventures

The amendments address the inconsistency between the requirements in *IFRS 10* "Consolidated Financial Statements" and *IAS 28* "Investments in Associates and Joint Ventures," in dealing with the loss of control of a subsidiary that is contributed to an associate or a joint venture. IAS 28 restricts gains and losses arising from contributions of non-monetary assets to an associate or a joint venture to the extent of the interest attributable to the other equity holders in the associates or joint ventures. IFRS 10 requires full profit or loss recognition on the loss of control of the subsidiary. IAS 28 was amended so that the gain or loss resulting from the sale or contribution of assets that constitute a

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

business as defined in IFRS 3 between an investor and its associates or joint ventures are recognized in full.

IFRS 10 was also amended so that the gains or losses resulting from the sale or contribution of a subsidiary that does not constitute a business as defined in IFRS 3 between an investor and its associates or joint ventures are recognized only to the extent of the unrelated investors' interests in the associates or joint ventures.

B. IFRS 17 "Insurance Contracts"

IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects (including recognition, measurement, presentation and disclosure requirements). The core of IFRS 17 is the General (building block) Model, under this model, on initial recognition, an entity shall measure a group of insurance contracts at the total of the fulfilment cash flows and the contractual service margin. The carrying amount of a group of insurance contracts at the end of each reporting period shall be the sum of the liability for remaining coverage and the liability for incurred claims.

Other than the General Model, the standard also provides a specific adaptation for contracts with direct participation features (the Variable Fee Approach) and a simplified approach (Premium Allocation Approach) mainly for short-duration contracts.

IFRS 17 was issued in May 2017 and it was amended in 2020 and 2021. The amendments include deferral of the date of initial application of IFRS 17 by two years to annual beginning on or after January 1, 2023 (from the original effective date of January 1, 2021); provide additional transition reliefs; simplify some requirements to reduce the costs of applying IFRS 17 and revise some requirements to make the results easier to explain. IFRS 17 replaces an interim Standard – *IFRS 4 "Insurance Contracts"* – from annual reporting periods beginning on or after January 1, 2023.

C. Classification of Liabilities as Current or Non-current (Amendments to IAS 1)

These are the amendments to paragraphs $69 \sim 76$ of IAS 1 "Presentation of Financial statements" and the amended paragraphs related to the classification of liabilities as current or non-current.

D. Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)

The amendments add seller-lessees additional requirements for the sale and leaseback transactions in *IFRS 16 "Leases"*, thereby supporting the consistent application of the standard.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

E. Non-current Liabilities with Covenants (Amendments to IAS 1)

The amendments improved the information companies provide about long-term debt with covenants. The amendments specify that covenants to be complied within twelve months after the reporting period do not affect the classification of debt as current or non-current at the end of the reporting period.

The abovementioned standards and interpretations issued by the IASB have not yet endorsed by the FSC, and the actual effective dates are to be determined by the FSC. As the Group is currently determining the potential impact of the standards and interpretations, all other standards and interpretations have no material impact on the Group.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(1) Statement of compliance

The consolidated financial statements of the Group for the nine-month periods ended September 30, 2022 and 2021 have been prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers ("the Regulations") and *IAS 34* "*Interim Financial Reporting*" as endorsed and became effective by the FSC.

(2) Basis of preparation

The consolidated financial statements have been prepared on a historical cost basis, except for financial instruments that have been measured at fair value. The consolidated financial statements are expressed in thousands of New Taiwan Dollars ("NT\$") unless otherwise stated.

(3) Basis of consolidation

Preparation principle of consolidated financial statements

The same principles of consolidation have been applied in the Group's consolidated financial statements for the nine-month period ended September 30, 2022 as those applied in the Group's consolidated financial statements for the year ended December 31, 2021. For the principles of consolidation, please refer to the Group's consolidated financial statements for the year ended December 31, 2021.

The consolidated entities are listed as follows:

			Percentage of Ownersh			
Investor	Subsidiary	Business nature	Sep. 30,	Dec. 31,	Sep. 30,	
mvestor			2022	2021	2021	
The	Bo Xin Health	Engaged in the business of	60.00%	60.00%	60.00%	
Company	Industry Incorporated	recreational sports and fitness				
		center and other sports services				

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

(4) Other Significant Accounting Policies

The same accounting policies of consolidation have been applied in the Group's consolidated financial statements for the nine-month period ended September 30, 2022 as those applied in the Group's consolidated financial statements for the year ended December 31, 2021. For the summary of significant accounting policies, please refer to the Group's consolidated financial statements for the year ended December 31, 2021.

5. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The same significant accounting judgments, estimates and assmptions have been applied in the Group's consolidated financial statements for the nine-month period ended September 30, 2022 as those applied in the Group's consolidated financial statements for the year ended December 31, 2021. For significant accounting judgments, estimates and assmptions, please refer to the Group's consolidated financial statements for the year ended December 31, 2021.

6. CONTENTS OF SIGNIFICANT ACCOUNTS

(1) Cash and cash equivalents

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Cash on hand	\$1,717	\$1,591	\$1,312
Bank deposit	774,984	788,817	673,279
Total	\$776,701	\$790,408	\$674,591
(2) Accounts receivable		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Accounts receivable	\$21,396	\$18,272	\$13,569
Less: loss allowance			
Total	\$21,396	\$18,272	\$13,569

Accounts receivable were not pledged.

Accounts receivable mainly from transactions with customers using credit cards as the payment method were not past due and not impairment based on collections from domestically well-known financial institutions with high-level credit ratings.

(3) Other financial assets, current

	As at				
	Sep. 30, 2022	Sep. 30, 2021			
Bank deposit	\$360,904	\$331,257	\$317,154		

The use of other financial assets are mainly restricted because they serve as contract performance guarantee for fitness center members. For the pledge, please refer to Note 8.

(4) Financial assets at fair value through other comprehensive income, non current

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Investments in equity instruments measured at			
fair value through other comprehensive income,			
non-current			
Unlisted companies stocks	\$25,962	\$25,962	\$25,962

Financial assets at fair value through other comprehensive income were not pledged.

(5) Property, plant and equipment

		As at	
	Sep. 30, 2022	Dec. 31,2021	Sep. 30, 2021
Owner occupied property, plant and	\$3,048,314	\$3,103,845	\$2,951,443
equipment			

	Land	Buildings	Business facilities	Leasehold improvements	Other equipment	Construction in progress and equipment awaiting examination	Total
Cost:							
As at Jan. 1, 2022	\$690,600	\$494,406	\$2,467,453	\$1,785,608	\$159,355	\$50,996	\$5,648,418
Additions	_	563	120,105	150,677	11,568	29,890	312,803
Disposals	_	_	(8,647)	(15,744)	(355)	_	(24,746)
Other (Note)	_	_	_	8,819	_	_	8,819
Transfers		_	32,379	1,146	3,187	(38,638)	(1,926)
As at Sep. 30, 2022	\$690,600	\$494,969	\$2,611,290	\$1,930,506	\$173,755	\$42,248	\$5,943,368
As at Jan. 1, 2021	\$597,576	\$253,172	\$2,144,711	\$1,627,917	\$134,461	\$193,378	\$4,951,215
Additions	_	34,724	209,576	140,065	16,439	81,059	481,863
Disposals	_	_	(17,297)	(27,433)	(2,609)	_	(47,339)
Other (Note)	_	_	_	7,508	_	_	7,508
Transfers		117,691	50,200	1,160	3,507	(187,330)	(14,772)
As at Sep. 30, 2021	\$597,576	\$405,587	\$2,387,190	\$1,749,217	\$151,798	\$87,107	\$5,378,475

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

_	Land	Buildings	Business facilities	Leasehold improvements	Other equipment	Construction in progress and equipment awaiting examination	Total
Depreciation and							
impairment: As at Jan. 1, 2022	\$ -	\$(61,404)	\$(1,571,791)	\$(809,200)	\$(102,178)	\$ -	\$(2,544,573)
Depreciation	_	(14,404)	(221,637)	(123,297)	(15,888)	_	(375,226)
Disposals	_	_	8,647	15,744	354	_	24,745
Transfers	_	_	_	_	_	_	_
As at Sep. 30, 2022	\$-	\$(75,808)	\$(1,784,781)	\$(916,753)	\$(117,712)	\$-	\$(2,895,054)
As at Jan. 1, 2021	\$-	\$(46,070)	\$(1,308,872)	\$(678,932)	\$(84,819)	\$-	\$(2,118,693)
Depreciation	_	(11,123)	(209,608)	(113,458)	(14,778)	_	(348,967)
Disposals	_	_	15,186	22,943	2,499	_	40,628
Transfers							
As at Sep. 30, 2021	\$-	\$(57,193)	\$(1,503,294)	\$(769,447)	\$(97,098)	\$-	\$(2,427,032)
Net carrying amount:							
As at Sep. 30, 2022	\$690,600	\$419,161	\$826,509	\$1,013,753	\$56,043	\$42,248	\$3,048,314
As at Dec. 31, 2021	\$690,600	\$433,002	\$895,662	\$976,408	\$57,177	\$50,996	\$3,103,845
As at Sep. 30, 2021	\$597,576	\$348,394	\$883,896	\$979,770	\$54,700	\$87,107	\$2,951,443

Note: Provision for decommissioning, restoration and rehabilitation costs.

Capitalized borrowing costs of construction in progress for the nine-month period ended September 30, 2021 was NT\$70 thousand. The capitalization rate of borrowing costs was $0.50\% \sim 1.23\%$ for 2021.

Please refer to Note 8 for more details on property, plant and equipment under pledge.

(6) Intangible assets

A.

	Computer software
<u>Cost</u> :	
As at Jan. 1, 2022	\$32,365
Addition - acquired separately	3,603
Derecognition	_
Transfers	1,926
As at Sep. 30, 2022	\$37,894

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	Computer software
As at Jan. 1, 2021	\$3,360
Addition - acquired separately	4,023
Derecognition	_
Transfers	14,772
As at Sep. 30, 2021	\$22,155
Amortization and impairment:	
As at Jan. 1, 2022	\$(2,208)
Amortization	(4,999)
Derecognition	_
Transfers	
As at Sep. 30, 2022	\$(7,207)
As at Jan. 1, 2021	\$(571)
Amortization	(909)
Derecognition	
As at Sep. 30, 2021	\$(1,480)
Net carrying amount:	
As at Sep. 30, 2022	\$30,687
As at Dec. 31, 2021	\$30,157
As at Sep. 30, 2021	\$20,675

B. Amortization expenses recognized for intangible assets are as follows:

	For the three-r	month periods	For the nine-month periods ended		
	ended Sep	tember 30	September 30		
	2022	2021	2022	2021	
Operating expenses	\$1,604	\$622	\$4,999	\$909	

C. The cost of computer software is expenses such as ERP, which is amortized over 5 to 10 years.

(7) Other non-current assets

	As at					
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021			
Refundable deposits-	\$129,061	\$122,608	\$120,891			

(8) Other payables

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Accrued salaries and bonuses	\$103,202	\$103,927	\$87,766
Accrued labor and health insurance	23,748	60,141	65,928
Accrued employee compensation	931	_	_
Business tax payable	151	9,052	_
Accrued dividends	_	_	1,707
Other	141,272	125,609	95,726
Total	\$269,304	\$298,729	\$251,127
(9) Financial liabilities at fair value throu	gh profit or loss, no		
		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021

Designated financial liabilities at fair value through profit or loss Derivatives not designated as hedging relationship Embedded derivative

Convertible bonds \$5,467 \$2,463 \$2,268

(10) Bonds payable

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Domestic 2 nd unsecured convertible bonds payable	\$382,006	\$377,230	\$375,652
Less: current portion			
Net	\$382,006	\$377,230	\$375,652

A. Domestic unsecured convertible bonds payable

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Liability component:			
Principal amount	\$390,100	\$390,100	\$390,100
(Discounts) on bonds payable	(8,094)	(12,870)	(14,448)
Subtotal	382,006	377,230	375,652
Less: current portion			
Net	\$382,006	\$377,230	\$375,652
Embedded derivative	\$5,467	\$2,463	\$2,268
Equity component	\$11,551	\$11,551	\$11,551

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

On January 6, 2021, the Company issued zero coupon domestic unsecured convertible

bonds. The terms of the convertible bonds were evaluated to include a liability component,

embedded derivatives (a call option and a put option) and an equity component (an option

for conversion into issuer's ordinary shares). The terms of the bonds are as follows:

Issue Amount: NT\$400,000 thousand

Period: January 6, 2021 ~ January 6, 2024

Redemption Clauses and Terms of Put Option:

a. The Company may redeem the bonds, from the day following the issuance of the full

three months (April 7, 2021) to the forty days before the expiry of the issuance period

(November 27, 2023), at the principal amount of the bonds by cash if the closing price

of the Company's ordinary shares on TWSE for a period of 30 consecutive trading days,

is at least 130% of the conversion price.

b. The Company may redeem the bonds, in whole, at the principal amount if at least 90%

in principal amount of the bonds has already been exchanged, redeemed, purchased or

cancelled.

c. The bondholders may request the Company to redeem all of or part of convertible bonds

held by the bondholders at 102.01% of the par value of the bonds by November 27,

2022, which is 40 days before the put option date, January 6, 2023.

Terms of Exchange:

a. Underlying Securities: Common shares of the Company.

b. Exchange Period: The bonds are exchangeable at any time on or after April 7, 2021 and

prior to January 6, 2024 into common shares of the Company.

c. Conversion Price and Adjustment: The conversion price was originally NT\$155.8 per

share. The conversion price will be subject to adjustments upon the occurrence of

certain events set out in the indenture. The conversion price as of September 30, 2022

was NT\$142.4 per share.

d. Redemption on the Maturity Date: On the maturity date, the Company will redeem the

bonds that remain outstanding at the principal amount.

The bonds already converted amounted to NT\$9,900 thousand as at September 30, 2022,

December 31, 2021 and September 30, 2021.

~18~

(11) Long-term borrowings

Details of long-term loans as at September 30, 2022, December 31, 2021 and September 30, 2021 were as follows:

	As at	Interest	
Lenders	Sep. 30, 2022	Rate (%)	Maturity date and terms of repayment
Cathay United Bank secured long-	\$159,109	1.45	Effective from July 22, 2016 to July 22, 2031, the principal
term loan			and interest are repaid monthly.
Cathay United Bank secured long-	27,461	1.35	Effective from October 7, 2019 to October 7, 2026, the
term loan			principal and interest are repaid monthly.
Cathay United Bank secured long-	174,744	1.35	Effective from October 7, 2019 to October 7, 2026, interest
term loan			only payment for the first two years, and then the principal
			and interest are repaid monthly.
E.SUN Commercial Bank secured	185,820	1.51	Effective from December 27, 2021 to December 27, 2036,
long-term loan			interest only payment for the first two years, and then the
			principal and interest are repaid monthly.
Shin Kong Bank secured long-term	138,367	1.49	Effective from December 29, 2021 to December 29, 2036,
loan			the principal and interest are repaid monthly.
Shin Kong Bank secured long-term	9,660	1.45	Effective from June 15, 2022 to June 15, 2029, the principal
loan			and interest are repaid monthly.
E.SUN Commercial Bank	152,750	0.88	Effective from November 3, 2020 to October 15, 2027,
unsecured long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
CTBC Bank unsecured long-term	8,000	1.45	Effective from April 17, 2020 to December 31, 2022, interest
loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
CTBC Bank unsecured long-term	71,850	0.98	Effective from November 3, 2020 to October 15, 2027,
loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
First Commercial Bank unsecured	126,040	1.00	Effective from November 3, 2020 to October 15, 2030,
long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
Land Bank of Taiwan unsecured	26,305	1.68	Effective from September 30, 2021 to September 30, 2024,
long-term loan			interest only payment for the first year, and then the principal
			and interest are repaid monthly.
Bank of Taiwan unsecured long-	32,412	1.61	Effective from August 25, 2021 to August 25, 2024, interest
term loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
Taichung Commercial Bank	8,118	1.81	Effective from October 13, 2021 to October 13, 2024, the
unsecured long-term loan			principal and interest are repaid monthly.
Cathay United Bank unsecured	50,000	1.35	Effective from June 1, 2022 to February 2, 2025, interest
long-term loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
Subtotal	1,170,636		
Less: current portion	(115,039)		
Total	\$1,055,597		

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	As at	Interest	
Lenders	Dec. 31, 2021	Rate (%)	Maturity date and terms of repayment
Cathay United Bank secured long-	\$172,618	1.17	Effective from July 22, 2016 to July 22, 2031, the principal
term loan			and interest are repaid monthly.
Cathay United Bank secured long-	29,166	1.07	Effective from October 7, 2019 to October 7, 2026, the
term loan			principal and interest are repaid monthly.
Cathay United Bank secured long-	185,590	1.07	Effective from October 7, 2019 to October 7, 2026, interest
term loan			only payment for the first two years, and then the principal
			and interest are repaid monthly.
E.SUN Commercial Bank secured	185,820	1.13	Effective from December 27, 2021 to December 27, 2036,
long-term loan			interest only payment for the first two years, and then the
			principal and interest are repaid monthly.
Shin Kong Bank secured long-term	145,000	1.10	Effective from December 29, 2021 to December 29, 2036,
loan			the principal and interest are repaid monthly.
E.SUN Commercial Bank	152,750	0.50	Effective from November 3, 2020 to October 15, 2027,
unsecured long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
CTBC Bank unsecured long-term	28,000	1.25	Effective from April 17, 2020 to December 31, 2022, interest
loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
CTBC Bank unsecured long-term	80,250	0.60	Effective from November 3, 2020 to August 15, 2028,
loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
First Commercial Bank unsecured	126,040	0.62	Effective from November 3, 2020 to October 15, 2030,
long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
Land Bank of Taiwan unsecured	50,000	1.55	Effective from June 30, 2021 to June 30, 2024, interest only
long-term loan			payment for the first year, and then the principal and interest
			are repaid monthly.
Bank of Taiwan unsecured long-	40,000	1.25	Effective from August 25, 2021 to August 25, 2024, interest
term loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
Taichung Commercial Bank	47,277	1.39	Effective from October 13, 2021 to October 13, 2024, the
unsecured long-term loan		-	principal and interest are repaid monthly.
Subtotal	1,242,511		
Less: current portion	(111,836)	-	
Total	\$1,130,675	=	
	As at	Interest	
Lenders	Sep. 30, 2021	Rate (%)	Maturity date and terms of repayment
Cathay United Bank secured long-	\$177,122	1.17	Effective from July 22, 2016 to July 22, 2031, the principal
term loan			and interest are repaid monthly.
Cathay United Bank secured long-	29,666	1.07	Effective from October 7, 2019 to October 7, 2026, the
term loan			principal and interest are repaid monthly.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	As at	Interest	
Lenders	Sep. 30, 2021	Rate (%)	Maturity date and terms of repayment
Cathay United Bank secured long-	188,000	1.07	Effective from October 7, 2019 to October 7, 2026, interest
term loan			only payment for the first two years, and then the principal
			and interest are repaid monthly.
E.SUN Commercial Bank secured	202,760	1.13	Effective from May 7, 2021 to May 7, 2036, interest only
long-term loan			payment for the first two years, and then the principal and
			interest are repaid monthly.
E.SUN Commercial Bank	152,750	0.50	Effective from November 3, 2020 to October 15, 2027,
unsecured long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
CTBC Bank unsecured long-term	32,000	1.25	Effective from April 17, 2020 to December 31, 2022, interest
loan			only payment for the first half year, and then the principal
			and interest are repaid monthly.
CTBC Bank unsecured long-term	69,250	0.60	Effective from November 3, 2020 to August 15, 2028,
loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
First Commercial Bank unsecured	126,040	0.62	Effective from November 3, 2020 to October 15, 2030,
long-term loan			interest only payment for the first three years, and then the
			principal and interest are repaid monthly.
Land Bank of Taiwan unsecured	50,000	1.55	Effective from June 30, 2021 to June 30, 2024, interest only
long-term loan			payment for the first year, and then the principal and interest
			are repaid monthly.
Bank of Taiwan unsecured long-	5,000	1.25	Effective from August 25, 2021 to August 25, 2024, interest
term loan			only payment for the first half year, and then the principal
		_	and interest are repaid monthly.
Subtotal	1,032,588		
Less: current portion	(69,701)	<u>-</u>	
Total	\$962,887	•	

Certain land and buildings are pledged as first priority security for secured bank loans with Cathay United Bank, E.SUN Commercial Bank and Shin Kong Bank, please refer to Note 8 for more details.

(12) Post-employment benefits plan

The employee pension plan under the Labor Pension Act of the R.O.C. ("the Act") is a defined contribution plan. For the defined contribution plan, the Group will make monthly contributions of no less than 6% of the monthly wages of the employees. The Group has made monthly contributions of 6% based on each individual employee's salary or wage to employees' pension accounts subject to the plan.

Expenses under the defined contribution plan for the three-month and nine-month periods ended September 30, 2022 and 2021 were NT\$13,464 thousand, NT\$9,535 thousand, NT\$42,510 thousand and NT\$41,305 thousand, respectively.

(13) Provisions, non-current

	Decommissioning,
	restoration and
	rehabilitation costs
As at January 1, 2022	\$56,937
Arising during the period	8,819
Discount rate adjustment and unwinding of	
discount from the passage of time	365
As at September 30, 2022	\$66,121
As at January 1, 2021	\$46,456
Arising during the period	7,508
Discount rate adjustment and unwinding of	(606)
discount from the passage of time	300
As at September 30, 2021	\$53,658

Decommissioning, restoration and rehabilitation costs

A provision has been recognized for decommissioning costs associated with the Group leasing the building for operating sports venues from the owner. The Group is committed to decommissioning the site as a result of the construction of the beginning of the lease.

(14) Equities

A. Common stock

The Company's authorized capital were all NT\$1,000,000 thousand as at September 30, 2022, December 31, 2021 and September 30, 2021, divided into all 100,000 thousand shares (each authorized capital included 5,000 thousand shares reserved for employee stock options), each at a par value of NT\$10. The Company has issued NT\$774,518 thousand, NT\$774,703 thousand and NT\$774,045 thousand, divided into 77,452 thousand shares, 77,470 thousand shares and 77,405 thousand shares as at September 30, 2022, December 31, 2021 and September 30, 2021, respectively.

The Company's domestic 2nd unsecured convertible bonds converted to 68 thousand shares for the year ended December 31, 2021. They have been approved by and registered with the competent authorities.

B. Capital surplus

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Employee stock option	\$47	\$47	\$47
Restricted stocks for employees	245,052	245,157	245,157
Additional paid-in capital from common stock	60,775	160,775	160,760
Due to recognition of equity component of convertible bonds issued	11,551	11,551	11,551
Additional paid-in capital from convertible bonds	377,354	377,354	377,354
Vested stock option	1,581	1,581	1,581
Others	1		
Total	\$696,361	\$796,465	\$796,450

According to the Company Act, the capital reserve shall not be used except for making good the deficit of the company. When a company incurs no loss, it may distribute the capital reserves related to the income derived from the issuance of new shares at a premium or income from endowments received by the company. The distribution could be made in cash or in the form of dividend shares to its stockholders in proportion to the number of shares being held by each of them.

C. Treasury shares

The Company reacquired 2,000 thousand shares of its share for selling to employees, which was resolved by the Board of Directors on May 16, 2021. At the end of the repurchased period, the Company reacquired 20 thousand treasury shares, whose average price was NT\$140.06 per share, in total NT\$2,801 thousand. The treasury shares held by the Company were NT\$2,801 thousand as at September 30, 2022, December 31, 2021 and September 30, 2021.

D. Retained earnings and dividend policy

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

- a. Reserve for tax payments.
- b. Offset accumulated losses in previous years, if any.
- c. Legal reserve, which is 10% of leftover profits.
- d. Allocation or reverse of special reserves as required by law or competent authorities.
- e. The remaining net profits and the retained earnings from previous years will be allocated as stockholders' dividend. The Board of Directors will prepare a distribution proposal and submit it to the stockholders' meeting for review and approval by a resolution.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

To consider the Company's future capital requirements and interest of the stockholders' demand for cash inflows, after the annual accounts, if the Company has surpluses, the annual cash dividend will not be less than 10% of the total cash and stock dividends in the current year.

According to the Company Act, the company needs to set aside amount to legal reserve unless where such legal reserve amounts to the total authorized capital. The legal reserve can be used to make good the deficit of the company. When a company incurs no loss, it may distribute the portion of legal reserve which exceeds 25% of the paid-in capital by issuing new shares or by cash in proportion to the number of shares being held by each of the stockholders.

When the Company distributes distributable earnings, it shall set aside to special reserve, an amount equal to "other net deductions from stockholders' equity" for the current fiscal year, provided that if the Company has already set aside special reserve according to the requirements for the adoption of IFRS, it shall set aside supplemental special reserve based on the difference between the amount already set aside and other net deductions from stockholders' equity. For any subsequent reversal of other net deductions from stockholders' equity, the amount reversed may be distributed from the special reserve.

The Company's 2021 loss off-setting proposal was resolved by the stockholders' meeting held on June 1, 2022. The legal reserve, NT\$126,448 thousand, is used to offset the loss in 2021, and the capital surplus, NT\$100,000 thousand, is used to distribute cash at NT\$1.29 per share.

The distribution of earnings and dividends for 2020 was resolved by the stockholders' meeting held on July 5, 2021. The details of distribution are as follows:

	Appropriation of earnings	Dividend per share (NT\$)
	2020	2020 (Note)
Legal reserve	\$40,014	
(Reversal of) Special reserve	\$(35,318)	
Cash dividend	\$358,579	\$4.87
Stock dividend	\$36,860	\$0.50

Note: The Company bought back and cancelled restricted stocks for employee departure and repurchased treasury shares, resulting in a decrease in the outstanding shares to 73,698 thousand shares. Therefore, the Company adjusted the stockholder's dividend yield and payout ratio.

For information on the accrual basis of the employees' compensation and directors' remuneration and the actual distributions, please refer to Note 6(18) for details.

E. Non-controlling interests

	For the nine-month periods	
_	ended September 30	
_	2022	2021
Beginning balance	\$8,491	\$16,320
Profit (Loss) attributable to non-controlling	1,404	(2,366)
interests		
Change in non-controlling interests		(6,827)
Ending balance	\$9,895	\$7,127

(15) Share-based payment plans

A. Restricted stocks plan for employees

The Company issued restricted stocks for employees on October 7, 2016 at NT\$25 per share in the amount of NT\$15,670 thousand, totalling 1,567 thousand shares. The share price at grant date was NT\$101.50 per share. On January 25, 2017, the Company issued restricted stocks for employees at NT\$25 per share in the amount of NT\$880 thousand, totalling 88 thousand shares. The share price at grant date was NT\$81.80 per share. On January 2, 2018, the Company issued restricted stocks for employees at NT\$25 per share in the amount of NT\$3,900 thousand, totalling 390 thousand shares. The share price at grant date was NT\$161.00 per share. On April 30, 2019, the Company issued restricted stocks for employees at NT\$25 per share in the amount of NT\$3,800 thousand, totalling 380 thousand shares. The share price at grant date was NT\$199.00 per share.

Restrictions on the rights and vesting conditions of restricted stocks for employees are as follows:

- a. Employees who deliver the restricted stocks to the Trust Depository during the vesting period may not sell, pledge, transfer, give to another person, create any encumbrance on, or otherwise dispose of, the restricted employee shares, excluding inheritance.
- b. Stockholders' voting rights: They are executed by the Trust Depository according to relevant laws and regulations.
- c. During the vesting period, the rights of dividends and bonuses, but the dividends of 1,567 thousand shares issued on October 7, 2016 and 88 thousand shares issued on January 25, 2017 must be deposited in a security trust account. For those who do not conform to the vested conditions, the cash dividends, stock dividends, and cash (stocks) allocated from the capital surplus are allocated to the Company, and the Company redeems the cash according to relevant regulations and cancels the shares according to law.
- B. For the three-month and nine-month periods ended September 30, 2022 and 2021, the Company incurred expenses of NT\$842 thousand, NT\$2,698 thousand, NT\$4,086 thousand and NT\$13,044 thousand for the share-based payment transactions.

(16) Operating revenues

	For the three-month periods ended September 30	
	2022	2021
Revenue of Fitness and recreational sports services	\$494,277	\$180,636
Revenue of Sports health services	376,884	134,455
Revenue of Joining fees	39,265	21,291
Others	9,334	2,749
Total	919,760	339,131
Less: sales return and sales discounts and allowances	(212)	(58)
Net operating revenues	\$919,548	\$339,073
	For the nine-r ended Sep	•
	2022	2021
Revenue of Fitness and recreational sports services	\$1,492,629	\$1,030,691
Revenue of Sports health services	1,034,163	629,465
Revenue of Joining fees	111,418	56,188
Others	21,723	13,301
Total	2,659,933	1,729,645
Less: sales return and sales discounts and allowances	(504)	(175)
	(501)	(173)

Information on revenues from contracts with customers during the three-month and nine-month periods ended September 30, 2022 and 2021 are as follows:

A. Disaggregation of revenue - Operation department

	For the three-mo ended Septen	•
	2022	2021
Sale of goods	\$7,131	\$1,729
Rendering of services	903,498	334,761
Others	8,919	2,583
Total	\$919,548	\$339,073
Timing of revenue recognition		
At a point in time	\$394,584	\$139,640
Over time	524,964	199,433
Total	\$919,548	\$339,073

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	For the nine-more	nth periods
	ended September 30	
	2022	2021
Sale of goods	\$15,336	\$8,148
Rendering of services	2,625,789	1,709,600
Others	18,304	11,722
Total	\$2,659,429	\$1,729,470
Timing of revenue recognition		
At a point in time	\$1,072,628	\$653,744
Over time	1,586,801	1,075,726
Total	\$2,659,429	\$1,729,470

B. Contract balances

Contract liabilities, current

		As at	
	Sep. 30,	Dec. 31,	Sep. 30,
	2022	2021	2021
Rendering of services - Fitness	\$184,741	\$84,107	\$79,965
Rendering of services - Sports health etc.	513,742	446,826	425,777
Rendering of services - Joining fees (Initiation	28,408	73,236	57,604
and processing fees included)			
Rendering of services - Other	6,923	7,593	7,425
Total	\$733,814	\$611,762	\$570,771

The significant changes in the Group's balances of contract liabilities for the nine-month periods ended September 30, 2022 and 2021 are as follows:

	For the nine-mor	nth periods
_	ended September 30	
	2022	2021
The beginning balance transferred to revenue	\$458,932	\$339,654
Increase in receipts in advance during the period	\$580,984	\$410,892
(excluding the amount incurred and transferred		
to revenue during the period)		

C. Transaction price allocated to unsatisfied performance obligations

The Group's transaction price allocated to unsatisfied performance obligations amounted to NT\$733,814 thousand and NT\$570,771 thousand as at September 30, 2022 and 2021. The Group will recognize revenue as the Group satisfies its performance obligations over time that aligns with progress toward completion of a contract in the future. The estimate of the transaction price does not include any estimated amounts of variable consideration that are constrained.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

D. Assets recognized from costs to obtain or fulfil a contract

None.

(17) Leases

Group as a lessee

The Group leases various properties, including buildings, transportation equipment and office equipment. The lease terms range from 2 to 18 years.

The Group's leases effect on the financial performance and cash flows are as follow:

A. Amounts recognized in the balance sheet

a. Right-of-use assets

The carrying amount of right-of-use assets

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Buildings	\$4,274,780	\$3,614,303	\$3,711,004
Transportation equipment	2,440	588	951
Office equipment	1,237	1,392	1,547
Total	\$4,278,457	\$3,616,283	\$3,713,502

During the nine-month periods ended September 30, 2022 and 2021, the Group's additions to right-of-use assets amounted to NT\$1,027,600 thousand and NT\$818,461 thousand.

b. Lease liabilities

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Lease liabilities	\$4,508,275	\$3,803,211	\$3,889,201
Current	\$503,597	\$482,265	\$474,999
Non-current	\$4,004,678	\$3,320,946	\$3,414,202

Please refer to Note 6(19) finance costs for the interest on lease liabilities recognized during three-month and nine-month periods ended September 30, 2022 and 2021 and refer to Note 12(5) liquidity risk management for the maturity analysis for lease liabilities as at September 30, 2022, December 31, 2021 and September 30, 2021.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

B. Amounts recognized in the statement of profit or loss

Depreciation charge for right-of-use assets

leases of low-value assets)

(Income) from subleasing right-of-use assets

	For the three-mo	nth periods
_	ended Septen	nber 30
_	2022	2021
Buildings	\$124,279	\$113,487
Transportation equipment	482	362
Office equipment		155
Total	\$124,761	\$114,004
	For the nine-more	nth periods
	ended Septen	-
_	2022	2021
Buildings	\$364,184	\$328,835
Transportation equipment	1,087	1,088
Office equipment	155	464
Total	\$365,426	\$330,387
C. Income and costs relating to leasing activities		
C. Income and costs relating to leasing activities	For the three-mo	-
C. Income and costs relating to leasing activities —		-
C. Income and costs relating to leasing activities — The expenses relating to short-term leases	ended Septen	nber 30
	ended Septen	nber 30 2021
The expenses relating to short-term leases	ended Septen 2022 \$1,142	nber 30 2021 \$124
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term	ended Septen 2022 \$1,142	nber 30 2021 \$124
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term leases of low-value assets)	ended Septen 2022 \$1,142 \$3,195 \$(2,101) For the nine-mon	\$124 \$3,398 \$1,209)
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term leases of low-value assets)	ended Septen 2022 \$1,142 \$3,195 \$(2,101) For the nine-more ended Septen	\$124 \$3,398 \$1,209)
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term leases of low-value assets)	ended Septen 2022 \$1,142 \$3,195 \$(2,101) For the nine-mon	\$124 \$3,398 \$1,209)
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term leases of low-value assets)	ended Septen 2022 \$1,142 \$3,195 \$(2,101) For the nine-more ended Septen	\$124 \$3,398 \$1,209) anth periods aber 30
The expenses relating to short-term leases The expenses relating to leases of low-value assets (not including the expenses relating to short-term leases of low-value assets) (Income) from subleasing right-of-use assets	ended Septen 2022 \$1,142 \$3,195 \$(2,101) For the nine-more ended Septen 2022	\$124 \$3,398 \$(1,209) anth periods aber 30 2021

During the three-month and nine-month periods ended September 30, 2022 and 2021, the rent concessions arising as a direct consequence of the Covid-19 pandemic amounted to NT\$1,052 thousand, \$10,883 thousand, NT\$1,623 thousand and \$17,362 thousand, respectively, which are recognized in other income to reflect the variable lease payments arising from the application of the practical expedient.

\$(6,736)

\$(4,194)

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

D. Cash outflow relating to leasing activities

During the nine-month periods ended September 30, 2022 and 2021, the Group's total cash outflows for leases amounted to NT\$428,355 thousand and NT\$303,142 thousand.

E. Other information relating to leasing activities

Extension and termination options

Some of the Group's property rental agreements contain extension and termination options. In determining the lease terms, the non-cancellable period for which the Group has the right to use an underlying asset, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. These options are used to maximize operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group. After the commencement date, the Group reassesses the lease term upon the occurrence of a significant event or a significant change in circumstances that is within the control of the lessee and affects whether the Group is reasonably certain to exercise an option not previously included in its determination of the lease term, or not to exercise an option previously included in its determination of the lease term.

(18) Summary statement of employee benefits, depreciation and amortization expenses by function is as follows:

	For the three-month periods ended September 30					
Function	2022			2021		
Nature	Operating costs	Operating expenses	Total	Operating costs	Operating expenses	Total
Employee benefits expense						
Salaries	\$380,122	30,693	\$410,815	\$212,360	24,534	\$236,894
Labor and health insurance	\$24,883	1,903	\$26,786	\$19,388	1,475	\$20,863
Pension	\$12,370	1,094	\$13,464	\$8,603	932	\$9,535
Directors' remuneration	\$ -	336	\$336	\$(23)	357	\$334
Other employee benefits expense	\$1,908	213	\$2,121	\$287	93	\$380
Depreciation	\$247,389	3,963	\$251,352	\$229,202	3,620	\$232,822
Amortization	\$ -	1,604	\$1,604	\$-	622	\$622

	For the nine-month per			ods ended September 30		
Function	Function 2022		2021			
Nature	Operating costs	Operating expenses	Total	Operating costs	Operating expenses	Total
Employee benefits expense	0000	сирензев		Costs	спрепаса	
Salaries	\$1,028,892	89,383	\$1,118,275	\$739,165	76,796	\$815,961
Labor and health insurance	\$78,093	5,620	\$83,713	\$76,846	4,963	\$81,809
Pension	\$39,269	3,241	\$42,510	\$38,539	2,766	\$41,305
Directors' remuneration	\$ -	969	\$969	\$ -	942	\$942
Other employee benefits expense	\$10,071	431	\$10,502	\$5,608	373	\$5,981
Depreciation	\$728,349	12,303	\$740,652	\$668,443	10,911	\$679,354
Amortization	\$ -	4,999	\$4,999	\$ —	909	\$909

According to the Articles of Incorporation, no less than 1% of profit of the current year is distributable as employees' compensation and no more than 3% of profit of the current year is distributable as remuneration to directors. However, the Group's accumulated losses shall have been covered. The Group may, by a resolution adopted by a majority vote 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 thereto a report of such distribution is submitted to the stockholders' meeting. Information on the Board of Directors' resolution regarding the employees' compensation and remuneration to directors can be obtained from the "Market Observation Post System (MOPS)" on the website of the TWSE.

If the Board of Directors resolves to distribute employees' compensation in the form of stocks, the number of stock distributed is calculated based on total employee compensation divided by the closing price of the day before the Board of Directors' meeting. If there is a difference between the estimated distribution and the actual distribution the Board of Directors resolved, the Company will recognize the change as an adjustment in the profit or loss in the subsequent period.

Since there was a loss as of the nine-month period ended September 30, 2021, the Group decided not to recognize the amounts of the employees' compensation and remuneration to directors. After the loss offset, the Company estimated the amounts of the employees' compensation and remuneration to directors for the nine-month period ended September 30, 2022 to be 1% of profit of the current nine-month period and 0% of profit of the current nine-month period, respectively, under the salaries. As such, employees' compensation for the three-month and nine-month periods ended September 30, 2022 both amounted to NT\$887 thousand, and remuneration to directors for the three-month and nine-month periods ended September 30, 2022 both amounted to NT\$0.

(19) Non-operating income and expenses

A. Interest income

11.	interest income	For the three-month periods ended September 30		
		2022	2021	
	Financial assets at amortized cost-bank deposits	\$226	\$224	
		For the nine-mor	-	
		2022	2021	
	Financial assets at amortized cost-bank deposits	\$866	\$867	
B.	Other income			
		For the three-mor	nth periods	
		ended Septem	iber 30	
		2022	2021	
	Rental income	\$2,101	\$1,209	
	Others	6,455	40,811	
	Total	\$8,556	\$42,020	
		For the nine-month periods		
		ended Septem	iber 30	
		2022	2021	
	Rental income	\$6,736	\$4,194	
	Others	19,267	67,692	
	Total	\$26,003	\$71,866	
~				
C.	Other gains and losses	For the three-month periods ended September 30		
		2022	2021	
	Gain on disposal of property, plant and equipment	\$-	\$57	
	(Loss) Gain on financial assets at fair value through profit or loss	(2,809)	962	
	Gain on lease modification	_	447	
	Others	(123)	(6,035)	
	Total	\$(2,932)	\$(4,569)	

	For the nine-month periods ended September 30	
	2022	2021
Gain on disposal of property, plant and equipment	\$26	\$69
(Loss) Gain on financial assets at fair value through profit or loss	(3,004)	282
Gain on lease modification	_	447
Others	(2,078)	(6,080)
Total	\$(5,056)	\$(5,282)
D. Finance costs		
	For the three-mor	-
	ended Septen	-
	2022	2021
Interest on borrowings from bank	\$(3,870)	\$(2,471)
Interest on lease liabilities	(17,869)	(15,808)
Interest on bonds payable	(1,599)	(1,600)
Total interest expenses	(23,338)	(19,879)
Unwinding of discount on provisions	(128)	(105)
Total finance costs	\$(23,466)	\$(19,984)
	For the nine-mor	•
	ended Septen	nber 30
	2022	2021
Interest on borrowings from bank	\$(10,474)	\$(6,714)
Interest on lease liabilities	(51,607)	(45,000)
Interest on bonds payable	(4,776)	(4,804)
Total interest expenses	(66,857)	(56,518)
Unwinding of discount on provisions	(365)	(300)
Total finance costs	\$(67,222)	\$(56,818)

(20) Components of other comprehensive income

For the three-month and nine-month periods ended September 30, 2022 and 2021: None.

(21) Income tax

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

Income tax expense (income) recognized in profit or loss

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

For the three month periods

	For the three-month periods		
_	ended September 30		
	2022	2021	
Current income tax expense (income):	_		
Current income tax charge	\$90	\$(395)	
Adjustments in respect of current income tax of prior periods	_	_	
Deferred tax expense (income):			
Deferred tax (income) relating to origination and reversal of temporary differences	(299)	(217)	
Carry-back of losses	1,852		
Total income tax expense (income)	\$1,643	\$(612)	
	For the nine-more	ath periods	
	ended Septer	-	
-	2022	2021	
Current income tax expense (income):			
Current income tax charge	\$90	\$ —	
Adjustments in respect of current income tax			
of prior periods	_	(2,005)	
Deferred tax expense (income):			
Deferred tax (income) relating to origination and reversal of temporary differences	(966)	(440)	
Carry-back of losses	20,212		
Total income tax expense (income)	\$19,336	\$(2,445)	

B. The assessment of income tax returns

As of September 30, 2022, the assessment of the income tax returns of the Company and subsidiaries is as follows:

	The assessment of income tax returns
The Company	Assessed and approved up to 2020
Subsidiary - Bo Xin Health Industry Incorporated	Assessed and approved up to 2020

(22) Earnings per share

Basic earnings per share amounts are calculated by dividing net profit for the nine-month period attributable to common stockholders of the parent company by the weighted average number of common stocks outstanding during the nine-month period.

Diluted earnings per share amounts are calculated by dividing the net profit for the nine-month period attributable to common stockholders of the parent company by the weighted average number of common stocks outstanding during the nine-month period plus the weighted average number of common stocks that would be issued on conversion of all the dilutive potential common stocks into common stocks.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	For the three-month periods ended September 30	
	2022	2021
Basic earnings (loss) per share	¢2 1 <i>64</i>	¢(256 211)
Net income (loss) (in thousand NT\$) Weighted average number of common stocks	\$2,164 74,485	\$(256,311) 74,437
outstanding for basic earnings per share (in thousands)	74,403	74,437
Basic earnings (loss) per share (NT\$)	\$0.03	\$(3.44)
Diluted earnings (loss) per share		
Net income (loss) (in thousand NT\$)	\$2,164	\$(256,311)
Interest expense from convertible bonds (in	_	<u> </u>
thousand NT\$) Profit (loss) attributable to common	\$2,164	\$(256,311)
stockholders of the Company after dilution (in	\$2,104	\$(230,311)
thousand NT\$)		
Weighted average number of common stocks	74,485	74,437
outstanding for basic earnings per share (in thousands)		
Effect of dilution:		
Employee compensation - stock (in thousands)	8	_
Employee stock options (in thousands)	2,178	(Note)
Convertible bonds (in thousands) Weighted average number of common stocks	76,671	(Note) 74,437
outstanding after dilution (in thousands)		7 1, 13 7
Diluted earnings (loss) per share (NT\$)	\$0.02	\$(3.44)
	For the nine-month periods ended September 30	
	2022	2021
Basic earnings (loss) per share	+	*
Net income (loss) (in thousand NT\$)	\$69,304	\$(255,520)
Weighted average number of common stocks outstanding for basic earnings per share (in thousands)	74,485	74,437
Basic earnings (loss) per share (NT\$)	\$0.93	\$(3.43)
Diluted earnings (loss) per share		
Net income (loss) (in thousand NT\$)	\$69,304	\$(255,520)
Interest expense from convertible bonds (in		_
thousand NT\$)	\$c0.204	\$(255.520)
Profit (loss) attributable to common stockholders of the Company after dilution (in thousand NT\$)	\$69,304	\$(255,520)
Weighted average number of common stocks	74,485	74,437
outstanding for basic earnings per share (in	,	,
thousands) Effect of dilution:		
Employee compensation - stock (in thousands)	8	_
	U	
Employee stock options (in thousands)	2,180	(Note)
Convertible bonds (in thousands)	2,180	(Note)
Convertible bonds (in thousands) Weighted average number of common stocks	2,180	(Note)

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

Note: Employee stock options and convertible bonds were anti-dilutive and excluded from the computation of diluted earnings per share.

The issue of restricted stocks for employees was resolved by the stockholders' meeting held on June 1, 2022. The grant date was after the finance statement date and before the reporting date. Shares added as a result of the issuance are retroactively recalculated as a pro forma earning per share. The Company calculated the pro-forma earning per share as follow:

	For the three-month periods		
	ended September 30		
	2022	2021	
Basic earnings (loss) per share			
Net income (loss) (in thousand NT\$)	\$2,164	\$(256,311)	
Weighted average number of common stocks	76,485	76,437	
outstanding for basic earnings per share (in			
thousands)			
Basic earnings (loss) per share (NT\$)	\$0.03	\$(3.35)	
<u></u>		· ,	
Diluted earnings (loss) per share			
Net income (loss) (in thousand NT\$)	\$2,164	\$(256,311)	
Interest expense from convertible bonds (in		, , ,	
thousand NT\$)	_	_	
Profit (loss) attributable to common stockholders	\$2,164	\$(256,311)	
of the Company after dilution (in thousand NT\$)			
Weighted average number of common stocks	76,485	76,437	
outstanding for basic earnings per share (in			
thousands)			
Effect of dilution:			
Employee compensation - stock (in thousands)	8	_	
Employee stock options (in thousands)	2,178	(Note)	
Convertible bonds (in thousands)	_	(Note)	
Weighted average number of common stocks	78,671	76,437	
outstanding after dilution (in thousands)			
Diluted earnings (loss) per share (NT\$)	\$0.03	\$(3.35)	
	For the nine-month periods ended September 30		
	2022	2021	
Basic earnings (loss) per share			
Net income (loss) (in thousand NT\$)	\$69,304	\$(255,520)	
Weighted average number of common stocks outstanding for basic earnings per share (in thousands)	76,485	76,437	
Basic earnings (loss) per share (NT\$)	\$0.90	\$(3.34)	
<u> </u>		·	

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

	For the nine-month periods ended September 30		
	2022	2021	
Diluted earnings (loss) per share Net income (loss) (in thousand NT\$) Interest expense from convertible bonds (in thousand NT\$)	\$69,304 —	\$(255,520) —	
Profit (loss) attributable to common stockholders of the Company after dilution (in thousand NT\$)	\$69,304	\$(255,520)	
Weighted average number of common stocks outstanding for basic earnings per share (in thousands) Effect of dilution:	76,485	76,437	
Employee compensation - stock (in thousands)	8	_	
Employee stock options (in thousands)	2,180	(Note)	
Convertible bonds (in thousands)	, <u> </u>	(Note)	
Weighted average number of common stocks outstanding after dilution (in thousands)	78,673	76,437	
Diluted earnings (loss) per share (NT\$)	\$0.88	\$(3.34)	

7. RELATED PARTY TRANSACTIONS

Information on the related parties that had transaction with the Group during the financial reporting period is as follows:

Name and nature of relationship of the related parties

Name of the related parties	Nature of relationship of the related parties
Giant Development Co., Ltd. (Giant)	Other related party
Jiayong Investment Development Co., Ltd.	Director
(Jiayong Inv.)	
Pojen Hospital (Pojen)	The person in charge is the second-class
	relative of the chairman of the Company
All directors and vice presidents or above	Key management personnel

Significant related party transactions

(1) Revenues

	For the three-month periods		For the nine-month periods		
	ended Septe	ended September 30		ember 30	
	2022	2022 2021		2021	
Other related party				_	
Pojen	\$ —	\$-	\$ —	\$13	

The sales price to the above related parties was determined through mutual agreement based on the market rates. The collection period for sales to related parties was month-end 90 days.

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES -(Continued) (Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

((2)	Notes	nav	vable	- related	parties
١,	. —	, 1 10103	pay	quoic	TCIaiCu	parties

		As at				
	Sep. 30, 2022 Dec. 31, 2021 Sep. 3					
Other related party						
Giant	\$437	\$425	\$424			

(3) Other payables - related parties

	As at					
	Sep. 30, 2022 Dec. 31, 2021 Sep. 30, 2021					
Other related party						
Giant	\$649	\$369	\$5,633			

(4) Lease

As of September 30, 2022, December 31, 2021 and September 30, 2021, the security deposits paid to the related party for the lease of the business premises were all NT\$7,588 thousand, under the refundable deposits. The management fee for the three-month and nine-month periods ended September 30, 2022 and 2021 were NT\$1,250 thousand, NT\$1,132 thousand, NT\$3,698 thousand and NT\$3,465 thousand, respectively, under the operating expenses. The payment term of rents from related parties were comparable with those from non-related parties. Rents were paid on a monthly basis.

A. Right-of-use assets

Other related party

Giant

		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Other related party			
Giant	\$7,381	\$33,859	\$42,685
B. Lease liabilities			
		As at	
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021
Other related party Giant	\$7,471	\$36,339	\$45,826
C. Interest expenses			
	For the three-month period ended September 30		e-month periods eptember 30

2021

\$206

2022

\$260

2021

\$723

\$48

2022

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

D. Rental income

	For the three-me	onth periods	For the nine-month periods		
	ended Septe	ember 30	ended Septe	ember 30	
	2022	2022 2021		2021	
Other related party					
Jiayong Inv.	\$57	\$19	\$171	\$19	

(5) Key management personnel compensation

	For the three-m	onth periods	For the nine-month periods		
	ended Septe	ember 30	ended September 30		
	2022	2021	2022	2021	
Short-term employee benefits	\$6,178	\$5,918	\$18,506	\$18,048	
Post-employment benefits	197	221	615	662	
Share-based payment	186 546 \$6,561 \$6,685		903	2,883	
Total			\$20,024	\$21,593	

(6) Others

As of September 30, 2022, the lease performance guarantee bills of related parties drawn by the Group for leasing sports venues amounted to NT\$7,588 thousand.

8. ASSETS PLEDGED AS COLLATERAL

The Group has the following assets as collateral:

		As at		
Items	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021	Secured liabilities
Property, plant and	\$1,103,014	\$1,114,449	\$936,038	Long-term loan
equipment - land and				
buildings				
Other financial assets,	360,904	331,257	317,154	Performance guarantee of
current				fitness center
Total	\$1,463,918	\$1,445,706	\$1,253,192	

9. SIGNIFICANT CONTINGENT LIABILITIES AND UNRECOGNIZED COMMITMENTS

- (1) As of September 30, 2022, the lease performance guarantee bills drawn by the Group for leasing sports venues amounted to NT\$48,474 thousand.
- (2) As of September 30, 2022, the total amount of the equipment and construction purchased under contracts was approximately NT\$135,990 thousand, including approximately NT\$42,645 thousand unpaid.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

10. <u>LOSSES DUE TO MAJOR DISASTER</u>

None.

11. <u>SIGNIFICANT SUBSEQUENT EVENTS</u>

The Company issued restricted stocks for employees on October 7, 2022 at NT\$30 per share in the amount of NT\$20,000 thousand, totalling 2,000 thousand shares. The share price at grant date was NT\$117.5 per share.

12. OTHERS

(1) Categories of financial instruments

Financial Assets

		As at	
	Sep. 30,	Dec. 31,	Sep. 30,
	2022	2021	2021
Financial assets at fair value through other			
comprehensive income	\$25,962	\$25,962	\$25,962
Financial assets at amortized cost			
Cash and cash equivalents	774,984	788,817	673,279
Notes and accounts receivable	21,396	18,517	13,569
Other receivables	2,804	4,323	2,617
Other financial assets, current	360,904	331,257	317,154
Other non-current assets - refundable deposits	129,061	122,608	120,891
Subtotal	1,289,149	1,265,522	1,127,510
Total	\$1,315,111	\$1,291,484	\$1,153,472
Financial Liabilities		As at	
	Sep. 30,	Dec. 31,	Sep. 30,
	2022	2021	2021
Financial liabilities at amortized cost			
Payables and other payables (related party			
included)	\$306,926	\$369,428	\$386,584
	\$306,926 382,006	\$369,428 377,230	\$386,584 375,652
included)	. ,	,	·
included) Bonds payable	382,006	377,230	375,652
included) Bonds payable Long-term loans (current portion included)	382,006 1,170,636	377,230 1,242,511	375,652 1,032,588
included) Bonds payable Long-term loans (current portion included) Lease liabilities	382,006 1,170,636 4,508,275 6,367,843	377,230 1,242,511 3,803,211	375,652 1,032,588 3,889,201
included) Bonds payable Long-term loans (current portion included) Lease liabilities Subtotal	382,006 1,170,636 4,508,275 6,367,843	377,230 1,242,511 3,803,211	375,652 1,032,588 3,889,201
included) Bonds payable Long-term loans (current portion included) Lease liabilities Subtotal Financial liabilities at fair value through profit or loss	382,006 1,170,636 4,508,275 6,367,843	377,230 1,242,511 3,803,211 5,792,380	375,652 1,032,588 3,889,201 5,684,025

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

(2) Financial risk management objectives and policies

The Group's risk management objectives are to manage the market risk, credit risk and liquidity risk related to its operating activities. The Group identifies, measures and manages the aforementioned risks based on policy and risk preference.

The Group has followed the relevant regulations and established appropriate policies, procedures, and internal controls policies regarding financial risk management. According to the related rules and internal control policies, before the management team executes the significant financial activities, the proposal must be reviewed and resolved by the Board of Directors. When conducting financial management activities, the management team must comply with its financial risk management policies.

(3) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks comprise interest rate risk and other price risk (such as equity instruments).

In practice, it is rarely the case that a single risk variable will change independently from other risk variable, there are usually interdependencies between risk variables. However, the sensitivity analysis disclosed below does not take into account the interdependencies between risk variables.

Interest rate risk

Interest rate risk is the risk that the fair value of future will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to its bank borrowings with fixed interest rates and variable interest rates.

The interest rate sensitivity analysis is performed on items exposed to interest rate risk as at the end of the reporting period, including borrowings with variable interest rates. At the reporting date, a change of 10 basis points of interest rate in a reporting period could cause the profit for the nine-month periods ended September 30, 2022 and 2021 to decrease/ increase by NT\$35 thousand and NT\$42 thousand, respectively.

Equity price risk

The fair value of the Group's unlisted equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The equity securities held by the Group are unlisted equity securities, so they are measured at fair value through other comprehensive income.

The Group manages the equity price risk through diversification and placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Group's Board of Directors must review and approve all equity investment decisions.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

(4) Credit risk management

Credit risk is the risk that a counterparty will not meet its obligations under a contract, leading to a financial loss. The Group is exposed to credit risk from operating activities (primarily for accounts receivable) and from its financing activities (primarily for bank deposits and other financial instruments).

The accounts receivable of the Group are mainly from transactions with customers using credit cards as the payment method. These receivables are mainly paid by domestically famous financial institutions, and the probability of occurrence of credit risk is extremely low, and the maximum amount of credit risk is its book value.

Credit risk from balances with banks and other financial instruments is managed by the Group's financial department in accordance with the Group's policy. The Group only transacts with counterparties approved by the internal control procedures, which are banks and companies with good credit rating. Consequently, there is no significant credit risk for these counterparties.

(5) Liquidity risk management

The Group's objective is to maintain flexibility through the use of cash and cash equivalents and bank borrowings. The table below summarizes the maturity profile of the Group's financial liabilities based on the contractual undiscounted payments and contractual maturity. The payment amount includes the contractual interest. The undiscounted payment relating to borrowings with variable interest rates is extrapolated based on the estimated interest rate yield curve as of the end of the reporting period.

Non-derivative financial liabilities

	Less than			More than	
_	1 year	2 to 3 years	4 to 5 years	6 years	Total
As at September 30, 2022		-			
Payables	\$306,926	_	_	_	\$306,926
Loans	\$133,213	366,604	377,790	397,541	\$1,275,148
Lease liabilities	\$502,663	959,928	906,347	2,692,804	\$5,061,742
Convertible bonds	\$-	400,000	_	_	\$400,000
As at December 31, 2021					
Payables	\$369,428	_	_	_	\$369,428
Loans	\$122,051	321,256	422,305	451,915	\$1,317,527
Lease liabilities	\$482,265	858,722	809,357	2,154,834	\$4,305,178
Convertible bonds	\$-	400,000	_	_	\$400,000
As at September 30, 2021					
Payables	\$386,584	_	_	_	\$386,584
Loans	\$79,796	237,323	279,016	503,492	\$1,099,627
Lease liabilities	\$474,999	843,553	788,512	2,191,333	\$4,298,397
Convertible bonds	\$-	400,000	_	_	\$400,000

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES -(Continued) (Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

Notes:

- 1. Including cash flows resulting from short-term leases or leases of low-value assets.
- 2. Information on the maturities of lease liabilities is provided in the table below:

September 30, 2022	Maturities							
	Less than	2 to 5	6 to 10	11 to 15	More than			
	1 year	years	years	years	16 years	Total		
Lease liabilities	\$502,663	1,866,275	1,587,861	635,448	469,495	\$5,061,742		
December 31, 2021			Matur	rities				
	Less than	2 to 5	6 to 10	11 to 15	More than			
	1 year	years	years	years	16 years	Total		
Lease liabilities	\$482,265	1,668,079	1,512,497	451,725	190,612	\$4,305,178		
Lease liabilities	\$482,265	1,668,079	1,512,497	451,725	190,612	\$4,305,178		
Lease liabilities September 30, 2021	\$482,265	1,668,079	1,512,497 Matur	,	190,612	\$4,305,178		
	\$482,265 Less than	1,668,079 2 to 5	, ,	,	190,612 More than	\$4,305,178		
			Matur	rities	,	\$4,305,178 Total		

(6) Fair value of financial instruments

A. The methods and assumptions applied in determining the fair value of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used by the Group to measure or disclose the fair value of financial assets and financial liabilities:

- a. The carrying amounts of cash and cash equivalents, accounts receivable, refundable deposits, other current assets, accounts payable and other current liabilities approximate their fair value due to their short maturities.
- b. For financial assets and financial liabilities traded in an active market with standard terms and conditions, their fair value is determined based on market quotation price (for example, listed equity securities, beneficiary certificates, bonds and futures, etc.).
- c. Fair value of equity instruments without market quotations (for example, private placement of listed equity securities, unquoted public company and private company equity securities) is estimated using the market method valuation techniques based on parameters such as prices based on market transactions of equity instruments of identical or comparable entities and other relevant information (for example, inputs such as discount for lack of marketability, P/E ratio of similar entities and Price-Book ratio of similar entities).

POWER WIND HEALTH INDUSTRY INCORPORATED AND SUBSIDIARIES -(Continued) (Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

- d. Fair value of debt instruments, bank loans, bonds payable and other non-current liabilities without market quotations is determined based on the counterparty prices or valuation method. The valuation method uses Discounted Cash Flow (DCF) method as a basis, and the assumptions such as the interest rate and discount rate are primarily based on relevant information of similar instrument (for example, yield curves published by the TPEx, average prices for Fixed Rate Commercial Paper published by Reuters and credit risk, etc.)
- e. The fair value of derivatives which are not options and without market quotations, is determined based on the counterparty prices or discounted cash flow analysis using interest rate yield curve for the contract period. The fair value of option-based derivative financial instruments is obtained using the counterparty prices or appropriate option pricing model (for example, Black-Scholes model) or other valuation method (for example, Monte Carlo Simulation).

B. Fair value of financial instruments measured at amortized cost

Other than cash and cash equivalents, accounts receivables, accounts payable and other current liabilities whose carrying amount approximate their fair value, the fair value of the Group's financial assets and financial liabilities measured at amortized cost is listed in the table below:

	Carrying amounts as at					
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021			
Financial Liabilities:			_			
Long-term loans (current	\$1,170,636	\$1,242,511	\$1,032,588			
portion included)						
Bonds payable	\$382,006	\$377,230	\$375,652			
		Fair value as at				
	Sep. 30, 2022	Dec. 31, 2021	Sep. 30, 2021			
Financial Liabilities:		-				
Long-term loans (current	\$1,170,636	\$1,242,511	\$1,032,588			
portion included)						
Bonds payable	\$379,450	\$378,319	\$377,656			

C. Fair value hierarchy for financial instruments

Please refer to Note 12(8) for fair value hierarchy for financial instruments of the Group.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

(7) Reconciliation of liabilities arising from financing activities

Reconciliation of liabilities for the nine-month period ended September 30, 2022:

				Total liabilities
				arising from
	Bonds	Long-term loan	Lease liabilities	financing activities
January 1, 2022	\$377,230	\$1,242,511	\$3,803,211	\$5,422,952
Cash flow	_	(71,875)	(372,597)	(444,472)
Non-cash movement	4,776		1,077,661	1,082,437
September 30, 2022	\$382,006	\$1,170,636	\$4,508,275	\$6,060,917

Reconciliation of liabilities for the nine-month period ended September 30, 2021:

				Total liabilities
				arising from
	Bonds	Long-term loan	Lease liabilities	financing activities
January 1, 2021	\$-	\$790,221	\$3,397,541	\$4,187,762
Cash flow	400,000	242,367	(303,142)	339,225
Non-cash movement	(24,348)		794,802	770,454
September 30, 2021	\$375,652	\$1,032,588	\$3,889,201	\$5,297,441

(8) Fair value hierarchy

A. The definition of fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Unobservable inputs for the asset or liability.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization at the end of each reporting period.

B. Fair value hierarchy of the Group's assets and liabilities

The Group does not have assets that are measured at fair value on a non-recurring basis. Fair value hierarchy of the Group's assets and liabilities measured at fair value on a recurring basis is as follows:

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

As at September 30, 2022:

	Level 1	Level 2	Level 3	Total
Assets measured at fair value: Measured at fair value through other comprehensive income Investments in equity instruments measured at fair value through other comprehensive income	\$ —	25,962	_	\$25,962
Liabilities measured at fair value: Measured at fair value through profit or loss Embedded derivatives	\$ -	_	5,467	\$5,467
As at December 31, 2021:				
	Level 1	Level 2	Level 3	Total
Assets measured at fair value: Measured at fair value through other comprehensive income Investments in equity instruments measured at fair value through other comprehensive income	\$-	25,962	_	\$25,962
Liabilities measured at fair value: Measured at fair value through profit or loss Embedded derivatives	\$ —	_	2,463	\$2,463
As at September 30, 2021:				
A scate management at fair value.	Level 1	Level 2	Level 3	Total
Assets measured at fair value: Measured at fair value through other comprehensive income Investments in equity instruments measured at fair value through other comprehensive income	\$-	25,962	_	\$25,962
Liabilities measured at fair value: Measured at fair value through profit or loss Embedded derivatives	\$ —	_	2,268	\$2,268

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

<u>Transfers between Level 1 and Level 2</u>

For the nine-month periods ended September 30, 2022 and 2021, there were no transfers between Level 1 and Level 2 for assets or liabilities measured at fair value on a recurring basis.

The details of changes in Level 3 of the repeatability fair value hierarchy

The reconciliation of the liabilities at fair value, which are measured in Level 3 of the repeatability fair value hierarchy, from the beginning to the end of the period, is as follows:

	Liabilities
	At fair value through profit or loss
	Derivatives
Beginning balances as at January 1, 2022	\$2,463
Amount recognized in loss for the preiod ended	3,004
September 30, 2022 (presented in "other gains or	
losses")	
Ending balances as at September 30, 2022	\$5,467
	Liabilities
	At fair value through profit or loss
	Derivatives
Beginning balances as at January 1, 2021	\$ —
Amount recognized in (profit) for the period ended	(282)
September 30, 2021 (presented in "other gains or	
losses")	
Acquisition during 2021	2,550
Acquisition during 2021 Ending balances as at September 30, 2021	2,550 \$2,268

Total gains and losses recognized in profit or (loss) for the nine-month periods ended September 30, 2022 and 2021 in the table above contain gains and losses related to liabilities on hand as at September 30, 2022 and 2021 in the amount of NT\$3,004 thousand and NT\$(282) thousand.

(9) Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios to support its business and maximize the stockholders' value. To maintain or adjust the capital structure, the Group may adjust the dividend payment to stockholders, return capital to stockholders or issue new shares.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

13. ADDITIONAL DISCLOSURES

- (1) Information on significant transactions and reinvestments
 - A. Financing provided to others for the nine-month period ended September 30, 2022: None.
 - B. Endorsement/Guarantee provided to others for the nine-month period ended September 30, 2022: None.
 - C. Securities held as at September 30, 2022: Please refer to Attachment 1.
 - D. Individual securities acquired or disposed of with accumulated amount exceeding the lower of NT\$300 million or 20 percent of the capital stock for the nine-month period ended September 30, 2022: None.
 - E. Acquisition of individual real estate with amount exceeding the lower of NT\$300 million or 20 percent of the capital stock for the nine-month period ended September 30, 2022: None.
 - F. Disposal of individual real estate with amount exceeding the lower of NT\$300 million or 20 percent of the capital stock for the nine-month period ended September 30, 2022: None.
 - G. Related party transactions for purchases and sales amounts exceeding the lower of NT\$100 million or 20 percent of the capital stock for the nine-month period ended September 30, 2022: None.
 - H. Receivables from related parties with amounts exceeding the lower of NT\$100 million or 20 percent of the capital stock for the nine-month period ended September 30, 2022: None.
 - I. Investees over whom the Group exercises significant influence or control directly or indirectly (excluding investment in Mainland China): Please refer to Attachment 2.
 - J. Financial instruments and derivative transactions: None.
 - K. Other: Intercompany relationships and significant intercompany transactions for the ninemonth period ended September 30, 2022: None.
- (2) Information on investments in mainland China: Not applicable.
- (3) Information on major stockholders: Please refer to Attachment 3.

14. SEGMENT INFORMATION

The Group is engaged in the business of recreational sports and fitness centers. The services it provides are all related to recreational sports and fitness. Therefore, it is considered as a single operating department.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

ATTACHMENT 1

Securities held as at September 30, 2022 (Excluding subsidiaries, associates and joint ventures):

(in Thousands of New Taiwan Dollars)

				As	s at Septeml	per 30, 2022		
Securities held by	Marketable securities (Note 1)	Relationship with the securities issuer	General ledger account	Number of shares (in thousands)	Carrying amount (Note 2)	Percentage of ownership (%)	Fair value	Note
Power Wind Health Industry Incorporated	Taroko Development Corporation	-	Financial assets at fair value through other comprehensive income, non-current	900	\$10,417	0.55	\$10,417	
Power Wind Health Industry Incorporated	Gomore Inc.	-	Financial assets at fair value through other comprehensive income, non-current	25,217	\$15,545	5.04	\$15,545	

Note 1: Marketable securities refer to stocks, bonds, beneficiary certificates and other related derivative securities within the scope of *IFRS 9 "Financial instruments."*

Note 2: Fill in the amount after adjusted at fair value and deducted by accumulated impairment for the marketable securities measured at fair value.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

ATTACHMENT 2

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

(in Thousands of New Taiwan Dollars)

			Initial investment		Investment as at September 30, 2022			Net income	Investment		
Investor company	Investee company	Location	Main businesses and products	Ending balance	Beginning balance	Number of shares (in thousands)	Percentage of ownership (%)	Carrying amount	(loss) of investee company		Note
Power Wind Health Industry Incorporated	Bo Xin Health Industry Incorporated	Taipei City	Engaged in the business of recreational sports, fitness center and other sports services	\$9,000	\$9,000	900	60.00	\$14,843	\$3,510	\$2,106	Note

Note: Aforementioned investment has been written off when preparing the consolidated financial statements.

(Expressed in Thousands of New Taiwan Dollars unless Otherwise Specified)

ATTACHMENT 3

Information on major stockholders:

Name (Note)	Shares				
Name (Note)	Number of shares (shares)	Percentage of ownership (%)			
Jiayong Investment Development Co., Ltd.	21,751,989	28.08			
Yu, Zong-Jing	5,000,839	6.45			
Chen, Shang-Yih	4,220,895	5.44			

Note: Major stockholders refer to stockholders' percentage of ownership of 5% or above.